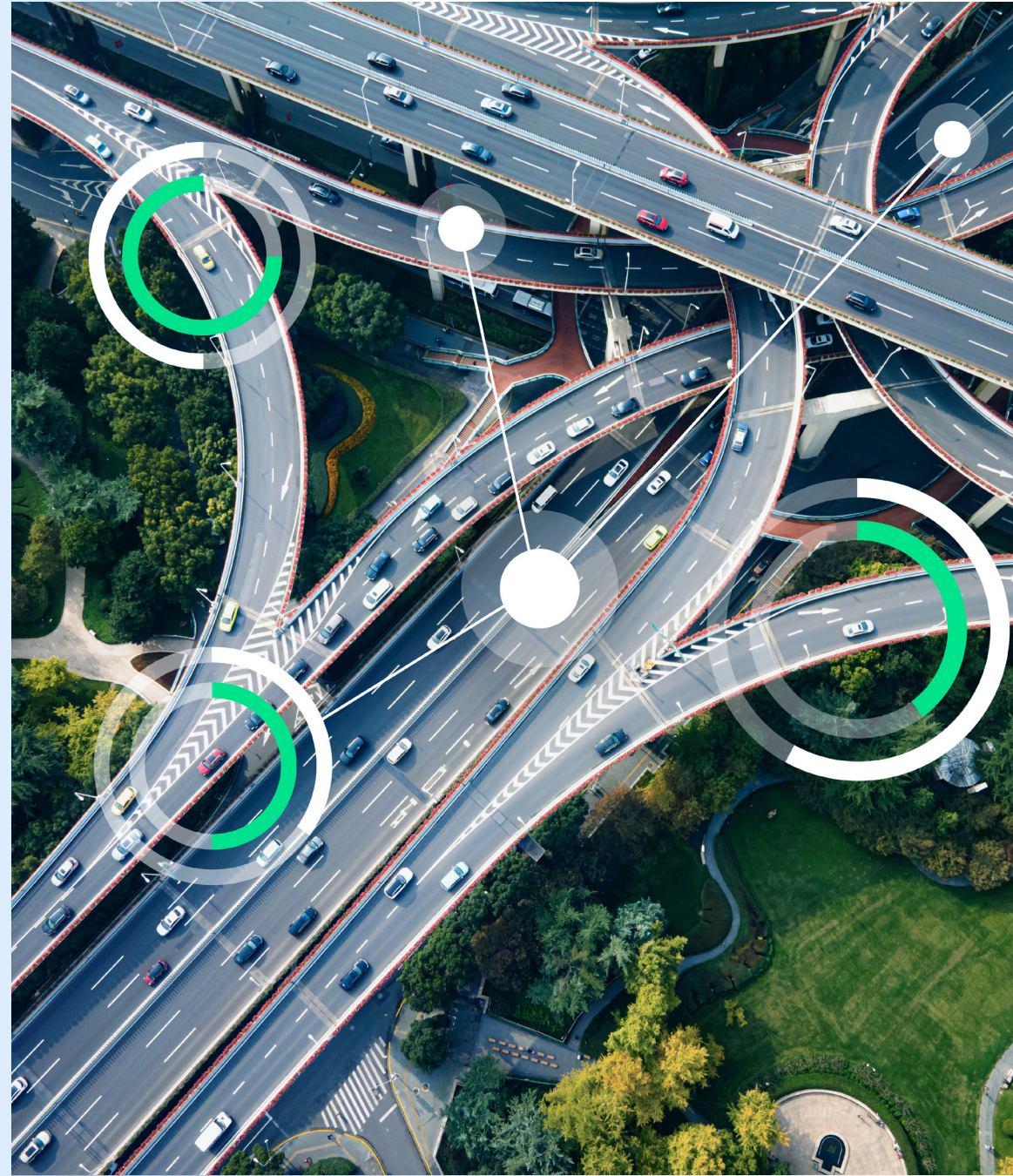


YUNEX  
TRAFFIC

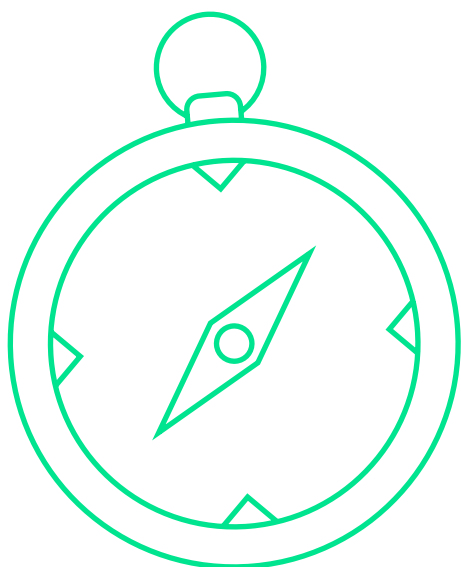
# Code of Ethics



Approved by Yunex GmbH Managing  
Board resolution on 30.06.2022

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Munich, July 2022

# Dear colleagues,

We at Yunex Traffic take responsibility. Responsibility for ourselves and our fellow human beings by improving road safety and air quality in cities; responsibility for our environment by contributing to the reduction of CO<sub>2</sub> emissions with our innovative technologies.

We – means the Yunex Traffic team. Each individual employee around the world. Together we are shaping the mobility of tomorrow and together we are shaping our Company.

Just as we demand the highest standards from our products and solutions, we also demand the highest standards in the way we work and the way we work together: treating each other with integrity, fairness and respect; acting in accordance with environmental, social, ethical and compliance principles; respecting applicable laws and regulations of the countries in which we operate; and upholding our values: this is what we mean by ethical professional conduct, and this is also what forms the basis of our collaboration at Yunex Traffic.

By shaping the mobility of tomorrow, we are helping to make the world a better place together and protecting our planet for future generations. This is an issue that concerns everyone and that the whole world is working on together. We therefore align our decisions and strategy not only with our own values, but also with the ten principles of the United Nations Global Compact and the Sustainable Development Goals (SDGs) of the United Nations Agenda 2030, as does the Atlantia Group as a whole.

This Code of Ethics tells you how we will put this into practice. It contains concrete recommendations for action that will give you help and guidance in applying the regulations.

**The Code of Ethics forms the basis of our compliance management system and is binding for everyone at Yunex Traffic.** We therefore ask you to read it carefully and to observe it at all times. If you have any questions regarding the Code of Ethics and the rules and regulations set forth in this document, the Compliance Team is always available to help you.

Let's shape Yunex Traffic and the mobility of tomorrow – together!

## Best regards,

Markus & Jan





Munich, July 2022

# Dear colleagues,

For Yunex Traffic, acting with integrity is at the core of our business.

In our daily work, we observe professional and ethical integrity, correct behavior and full compliance with the laws and regulations in all countries where we operate and with the principles of honesty, reliability, impartiality, loyalty, transparency, fairness and good faith. We achieve commercial success through ethically responsible and dependable actions, laying down the highest standards of integrity.

We set this expectation for ourselves, our employees, management team and board, but also for the customers, partners, and all other stakeholders of the Company. At all times and for the benefit of all.

It is equally important that we take decisions in line with with our strategic priorities of Customer Impact, Empowered People, Technology with Purpose, Growth Mindset, Financial and Operational Performance, and our associated Company values: we work collaboratively and digitally, we build trust and open communication, we are agile and flexible, we strive for equality and diversity, we are sustainable and stand for quality, we are committed to lifelong learning and we ensure profitable growth and excellent execution.

To achieve our goals, we have to respect and follow the Company's internal rules and regulations as well as legal requirements. The Code of Ethics forms the basis of this. It is our guard rail on our road to success and it sets the highest standards of integrity that we base our ethical actions on.

Our promise: zero-tolerance approach to violations of law and internal regulations. This is the Compliance function's daily work.

Should you have questions about the Code of Ethics, you can and should contact Legal & Compliance at any time. The same applies whenever you have any suspicion of a breach of the Code of Ethics. You also can also report any suspected breaches via our Whistleblower-Tool [EthicsPoint](#) of course. All incoming messages remain anonymous if you wish so and are checked promptly, professionally, and fairly.

Be part of making the world a little better every day – by acting according to this Code of Ethics and embedding fairness and integrity in the way you think and act.

## Thank you!

## Yours,

**Victoria Silvey,**  
Vice President Legal and Compliance  
at Yunex Traffic

**Nina Miller,**  
Global Compliance Officer  
at Yunex Traffic

“

## Our business purposes are:

increasing road safety, making cities more liveable places and caring for our planet. We can only achieve our goals if we also have the highest ethical standards for the way we conduct our business, both internally and also towards our external partners. In Yunex Traffic we live by our values and take our commitment to open and transparent communication very seriously.

**Markus Schlitt,**  
CEO Yunex Traffic

We are convinced that companies are only successful if they make a positive contribution to society.

This is also our goal at Yunex Traffic: We develop new solutions that make road networks and fleets intelligent; and our roads and cities safer, greener and more livable. As an innovation driver and partner for mobility operators, city and highway authorities, we are already setting the course for tomorrow's mobility with our innovative technologies, so that cities can meet the challenges of the future.

In doing so, we focus primarily on three goals:

01

**We improve safety**

Our solutions save lives by improving safety levels of transport networks

02

**We make cities more livable**

We create intelligent traffic solutions to keep transport networks moving in cities, improving the quality of life of citizens

03

**We care for our planet**

We help reduce CO<sub>2</sub> and further emissions from road traffic supporting the combat against climate change



# Our strategic priorities and values

Historically, Yunex Traffic's compliance foundation was laid at Siemens. Werner von Siemens once said: "I will not sell the future for instant profit". We will always keep this principle in our DNA and act accordingly in the future, even in making our own path as Yunex Traffic.

We protect and promote Yunex Traffic's reputation and values. They are essential for business success and ensure the sustainable future of our Company. If we act illegally or inappropriately, we can cause considerable damage to our Company.



## Customer impact

- Collaboration
- Quality



## Empowered people

- Trust and open communication
- Agility and flexibility
- Equality



## Technology with purpose

- Sustainability
- Digitalization and Innovation



## Growth mindset

- Diversity
- Lifelong learning



## Financial & operational performance

- Profitable growth
- Excellent execution





# Objectives

**This Code of Ethics (hereinafter also the “Code” or “CoE”) lays out the principles that guide our decision-making and actions. It is an integral part of the Company-wide Compliance Management System and a more comprehensive Internal Control and Risk Management System. It is an essential building block for creating and maintaining values and integrity over time and consolidating trust and team spirit across Yunex Traffic (“the Company”).**

## What are we talking about?

Potential consequences of violations of this CoE might affect us individually – e.g. disciplinary action, fines and damages, imprisonment – as well as affecting the Company – e.g. reputational damage, brand and market value, significant fines and damages, a requirement to give up a percentage of our profits or exclusion from public and private tenders or contracts.

## What do we do when we make a mistake?

We all make mistakes at work. We foster a culture where we learn from our mistakes. We deal openly with them to prevent them from recurring.

While most mistakes are minor, others could have serious consequences and must be reported. This CoE gives you guidance on when to report.

## What do we do if we observe a violation of the CoE?

In line with our culture of responsibility, legality, transparency and the creation of long-term value for our stakeholders and communities at large, we do not look away when we recognize possible violations of the CoE, even if they do not involve us personally. The Company has numerous ways to report possible violations of the CoE ([see chapter 5.2](#)). In many cases, timely reporting is important to avoid or minimize negative consequences to the Company.

# Expectations of the recipients of the Code

This Code of Ethics applies to all companies of the Yunex Traffic Group. It is addressed to the members of governance and control bodies, managers and employees of the Company and its subsidiaries.

Additionally, it serves as guidance for third parties/business partners (such as suppliers, consultants, representatives, trade partners, etc.), who work with us or in the name or on behalf and/or in the interest of the Company and its subsidiaries.

All mentioned target groups hereinafter also referred to as “recipients” of the Code of Ethics.

## What is expected of the recipients of the CoE

- They **shall** undertake to know and abide by the contents of this Code and to act in a professional and ethical manner in compliance with the principles defined herein
- They **shall** report a violation or suspected violation of the Code through the channels made available by Yunex Traffic ([see chapter 5](#))
- They **shall not** undertake any activity which violates of the contents of the Code

## Of the employees and managers in our Yunex Traffic group companies we also expect:

- That they **comply** with this Code
- That they **promote and raise the awareness** of everyone they work with to ensure knowledge of and compliance with the principles of this Code
- That they **talk to their manager or the Compliance team** if they have any doubts about the most ethically correct conduct to adopt in any given situation or about the interpretation of the Code
- That they shall **collaborate with the bodies in charge of internal control**
- That they **participate in training** initiatives aimed at promoting ethical conduct and awareness as well as professional and personal growth
- That they undertake to **inform any third parties dealing with Yunex Traffic** about the contents of the Code, to support them in applying the Code and adopting compliant and appropriate actions, within their sphere of competence, to deal with actual or potential violations of the Code of Ethics

## Managers have a special responsibility and so we expect:

- That they **take seriously their duty of care** for the employees entrusted to them
- That they **create a trusting working environment** and are always available to discuss any uncertainties, compliance with legal requirements, questions, or professional and personal concerns with employees
- That they **lead by example** and ensure their teams understand the importance of acting in accordance with the Code
- That they **take every indication of possible misconduct seriously and report it** to Legal & Compliance and that they **protect the identity of employees who report potential misconduct** and protect them from retaliation or other negative impact
- That they **fulfill their organizational and supervisory duties**<sup>1</sup>

<sup>1</sup> | What are our organizational and supervisory duties? We carefully select employees based on their personal and professional qualifications and suitability. The duty of care increases with the importance of the task the employee has to perform (Duty of Selection). We define binding tasks precisely and completely, especially with regard to compliance with legal requirements (Duty to Issue Instructions). We ensure that compliance with legal requirements is constantly monitored (Duty to Monitor). In our day-to-day business, we clearly communicate the importance of responsible business conduct, compliance with legal requirements, and the consequences of our misconduct (Duty to Communicate).

## What will help us to make the right decisions and meet the expectations from this Code?

We ask ourselves the following questions when making decisions for Yunex Traffic:

- Is it right for Yunex Traffic? Is it in line with Yunex Traffic's values and our values?
- Is it legal?
- Could it affect the Company's brand if our decision becomes the subject of media coverage?
- What would the people we care about think of our decision?
- Are we prepared to take responsibility for our decision?





01

We act  
with integrity



## 1.1

# We conduct our business in compliance with applicable regulations

**We conduct our business in compliance with the principle of legality and with national and international laws and regulations applicable wherever we carry out our activities.**

### What we do:

- We oppose any practice which is illegal or against this Code, not only if it could have serious consequences for our Company, and for us, and could damage our reputation
- We adopt constantly evolving management models in order to prevent the risk of violation of applicable regulations, assessing compliance with the principles of conduct and the control measures that govern our processes
- We manage corporate information and particularly inside information correctly, discouraging any behaviour that could constitute market abuse or even only facilitate it

## 1.2

# We operate transparently

**We operate transparently to make our information accessible and as accurate as possible and we promote the stakeholders' participation in Group activities.**

### What we do:

- We undertake to establish and maintain a constant dialogue with third parties, e.g. customers and business partners, without prejudice to the confidentiality required by the business and the protection of fair competition, informing them clearly, completely and truthfully
- In order to offer stakeholders and third parties a transparent and clear view of Yunex Traffic's economic, equity and financial situation, we register every operation or transaction in the Company's accounts in a true, accurate, complete and clear manner, in accordance with the criteria provided by the law and by applicable accounting principles
- For each transaction, we keep adequate documentation in support of our activity, so as to allow easy and timely accounting registration, the identification of the different levels of responsibility and segregation of duties, and the accurate tracking of each operation
- While payments to third-parties are made every day in the course of business, processes and tools help us ensure these payments are properly documented and provided for proper purposes. We only maintain accounts or funds for legitimate purposes. We only make payments to third-parties that are legal and have legitimate purposes. We only make payments when there is proper documentation



# 1.3



## We avoid and manage conflicts of interest

### 1.3.1 Business decisions and conflicts of interest

**We prevent and manage any actual and potential conflicts of interest, with a view to ensuring fair and unbiased decisions and supporting the integrity of the organization and its individual employees while preserving the trust of stakeholders.**

### What are we talking about?

A conflict of interest may arise in any situation where decisions taken within the scope of one's work can generate an immediate or deferred advantage, including a non-economic advantage, for Yunex Traffic employees or any of their family members or anyone else with whom they have personal or business relationships<sup>2</sup>.

Conflict of interest may therefore be any actual or potential situation in which the secondary interest of a person of Yunex Traffic tends to interfere (real conflict) or could interfere in the future (potential conflict) with the primary interest of Yunex Traffic towards which the person has specific duties and responsibilities.

<sup>2</sup> | Family includes spouse, partner, parents, children, siblings, grandparents, uncles and aunts, grandchildren, nephews and nieces and first cousins of the employee and of the spouse or partner. The spouse or partner of each of the above, as well as in-laws, i.e. any relative of a spouse or partner, are also regarded as family.



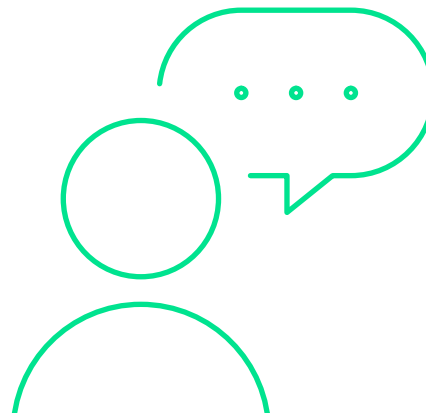
## What we do:

- We protect ourselves and our Company by paying close attention to possible conflicts of interest
- The Company respects the right of its employees to participate in investments, business and activities outside those carried out in the interest of the Company, provided that these activities are permitted by law, compatible and in any event not in contrast with their contractual obligations towards the Company
- We anticipate and avoid situations in which actual or potential conflicts of interest may arise and interfere with our ability to make decisions in the interest of the Company. We refrain from personally taking advantage of business opportunities of which we become aware in the performance of our functions
- We do not, as part of our work for the Company, engage companies with which we have a personal interest if it could personally benefit us, whether or not we have or can exert direct or indirect influence on the Company's business decision
- We communicate the cases in which a conflict of interest occurs or may occur to our manager or the Legal & Compliance team

## What are we talking about?

**The following questions help us assess whether there is a conflict or an appearance of a conflict:**

- Is the decision we make for Yunex Traffic influenced by personal interests?
- What impression would the situation leave on third-parties, such as customers, business partners, and investors?
- How would the public react to my business decision?



## 1.3.2 Competition with Yunex Traffic and conflicts of interest

**We avoid conflicts of interest which may also arise in business relationships with or through investments in a competitor or customer of Yunex Traffic.**

### What we do:

- We do not operate or work for a Company that competes with Yunex Traffic
- We do not engage in any activity that competes with Yunex Traffic

## 1.3.3 Secondary employment and conflicts of interest

**We avoid conflicts, which may arise in the performance of secondary employments that prevent us from properly performing our duties at Yunex Traffic.**

### What we do:

- Before we engage in paid secondary employment, we talk to our manager
- We inform the Human Resources department in writing that we would like to take up paid secondary employment and will only do so after obtaining written consent



## What are we talking about?

Secondary employment can only be prohibited, and previously granted permission can be revoked, if it leads to an impairment of the employee's work performance, interferes with his or her duties within the Company, or if there is a risk of a conflict of interest.

Occasional writing, lecturing, and similar activities, and temporary seasonal or clerical work are not regarded as secondary employment.

### 1.3.4 Investment in third-party companies and conflicts of interest

**We avoid conflicts of interest which may also arise through investments in third-party companies.**

#### What we do:

We inform the Human Resources department in writing of any direct or indirect investment in companies:

- that are business partners of Yunex Traffic if we are engaged in business with the Company or have a board or management role in the Company. With respect to publicly traded companies, this only applies if the investment exceeds three percent of the total capital; or
- that compete with our Company if we can influence the management of the competitor through this investment. This is presumed if the interest exceeds three percent of the total capital of the Company





# 1.4

## We protect the security of corporate information

We protect the security of corporate information in order to prevent its improper dissemination, creating potential economic and reputational damage to the Company.

### What are we talking about?

Yunex Traffic attaches great importance to ensuring that sensitive Company information cannot fall into the hands of unauthorized persons or third-parties. In this way, we create the trust required for worldwide cooperation with customers and partners.

Confidential information is information that is not intended to be made public. This may include non-public information from or about Yunex Traffic's suppliers, customers, employees, agents, consultants, or other third-parties that is protected according to legal and contractual requirements.

#### **This can include, for example:**

- details of a Company's organization and facilities, prices, sales, profits, markets, customers, and other business matters
- offer documents
- information on manufacturing, research, and development processes
- technical information; and
- internal reporting figures

### What we do:

- We treat confidential matters with the utmost discretion, particularly in public, and including in the workplace
- We guarantee the protection of corporate information, including confidential information. We do not disclose confidential information
- We ensure that all necessary precautions are taken to prevent the disclosure of confidential information, which shall be kept in suitably protected archives
- We classify information according to Company specifications and treat it according to its protection class. This means we do not use information and documents marked "restricted", "confidential", or "strictly confidential" externally. This also applies to internal social media platforms, unless the terms of use permit otherwise
- We only send confidential or critical business content in encrypted form according to the Company's regulations and store it accordingly
- We do not share personal passwords and access codes with third-parties
- We always adhere to the Basic Principles of Communication when dealing with Company information. **This also applies to business and personal use of social media:**
  - We take the confidentiality of internal Company information into account in all communications
  - We check non-public information for its potential status as insider information prior to publication
  - We adhere to the defined core messages to ensure the Company-wide consistency and reliability of the messages
  - We are particularly cautious with forecasts and other forward-looking statements
  - We respond to rumours and speculation with "No comment"
  - We are careful during our private conversations

## 1.5

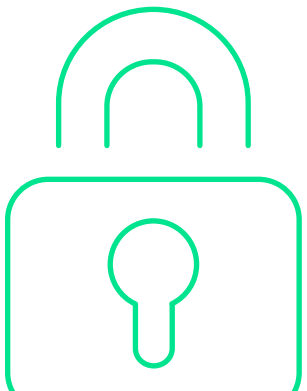


### We are aware of our responsibility for data protection and respect the privacy of our stakeholders

**We protect the right to privacy by undertaking to protect the personal data collected and acquired in order to carry out institutional activities and to guarantee their treatment in compliance with fundamental rights and freedoms, as well as the dignity of the data subjects. We make sure that data is processed in compliance with the principles of lawfulness, fairness and transparency, so that personal data is processed only for specific, express and legitimate purposes.**

#### What we do:

- We acquire and process only the data necessary to carry out our activities, in line with the purposes for which it is collected and exclusively in the pursuit of corporate purposes and undertake to process it in compliance with applicable data protection and confidentiality laws, prohibiting its use, communication or improper disclosure
- We protect the confidentiality of information acquired in the performance of our duties and use such data only for defined and appropriate purposes, ensuring its protection, integrity and confidentiality, in accordance with the provisions of applicable laws
- We safeguard the integrity of IT, information and digital systems and adopt appropriate policies to ensure that personal data and confidential information are adequately protected from unauthorized access or improper use
- We undertake to adopt the appropriate technical and organizational security measures to meet the requirements set by data protection regulations
- We will **immediately** (there are critical timelines!) inform our Company's Compliance Organisation and the Data Protection Officer ([privacy@yunextraffic.com](mailto:privacy@yunextraffic.com) or [dsb@secjur.com](mailto:dsb@secjur.com)) of possible data protection violations



# 1.6



## We protect Company assets

**We conduct our operations with a view to making proper use of our assets, in line with corporate objectives, so that no inefficiency, damage or harm may result to the Company, our stakeholders and the environment because of their incorrect use.**

### What we do:

- We protect the corporate assets, whether tangible or intangible (such as, for example, patents, projects, algorithms, etc.) and we ensure that they are correctly used in pursuit of the Company's objectives
- We spread a corporate culture that encourages responsible behaviour that is in line with the operating procedures set up to regulate a fair use of the assets entrusted
- We identify critical business assets in our respective areas of responsibility and classify them according to their potential impact in the event of a security incident
- We develop and implement holistic protection measures based on the classification of corporate assets

### What are we talking about?

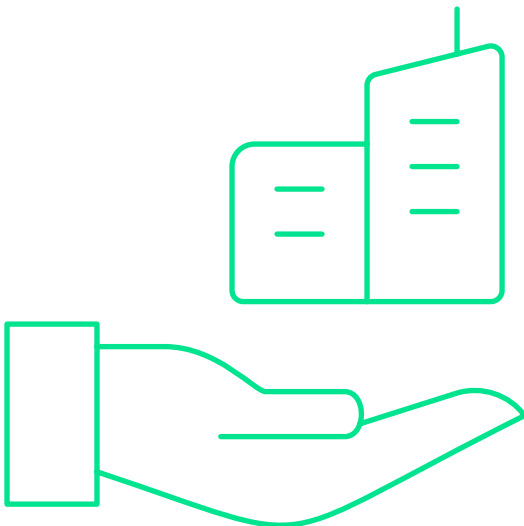
By corporate asset we mean any tangible or intangible asset open to economic evaluation that can be owned or controlled by a Company of the Company and that can be used for the purpose of obtaining a profit or an advantage in the future.



## 1.7

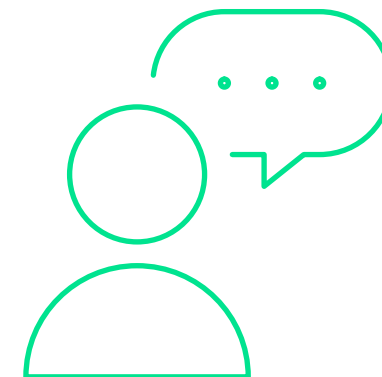
### We handle Company equipment and facilities with due care

**We treat with care the Company equipment and facilities at our disposal for our daily work.**



#### What we do:

- We take responsibility that the facilities and materials provided to us, such as telephones, laptops, e-mail and intranet, internal social media platforms, copiers, mailrooms, and tools, are only used for business purposes consistent with local Company policy
- We are permitted to use corporate Internet access for private purposes – including external social media – consistent with local Company policy
- When we privately publish content on social media platforms and identify ourselves as Yunex Traffic employees, we make it unmistakably clear, through a disclaimer or otherwise, that we are expressing our personal opinion and that it does not necessarily reflect the position of our Company
- We do not retrieve or share information that supports or encourages racial hatred, glorification of violence or other crimes, or content that is sexually offensive to a particular culture
- We ensure that no recordings, files, images, or sound reproductions are made using our Company's equipment, unless it directly relates to our professional activity and our manager approves



## 1.8

# We protect our reputation and brand

**The Yunex Traffic brand is an integral part of our business and, therefore, has significant strategic importance. It represents our corporate assets and competencies and generates trust. We are committed to protecting our reputation and our brand.**

**We work to ensure that the prestige and reputation of our brand is protected.**

## What are we talking about?

The Yunex Traffic brand is one of our most important assets. It gives our Company an identity, differentiates us from our competitors, and has an important impact on our reputation – the standing of our Company. The way we present our brand externally shapes stakeholders' economic, legal and ethical expectations of Yunex Traffic. Our brand is thus essential to the business success of Yunex Traffic.

The same applies to other property rights such as patents, copyrights and confidential know-how. Protecting them and preventing their misuse are therefore of great importance. After all, if our innovations are not protected, third parties can copy our products, causing us to lose competitive advantages and rendering investments in research and development worthless.

## What we do:

- We consider the expectations of our stakeholders and build trust in our competencies and the quality of our goods and services to safeguard what makes Yunex Traffic so valuable
- We use our brand or any other symbol and/or iconography associated with the Company, always in line with our Mission and our Values and never in such a way as to cause actual or potential damage to our image and reputation
- We only use institutional channels to communicate within and outside the Company and, in order to prevent any reputational risk, all communications are preliminarily verified by the competent structures
- We, as inventors, support Yunex Traffic by filing for intellectual property rights in a timely manner
- We report suspected violations of our intellectual property rights
- We use computer software only in accordance with applicable license terms and ensure compliance with all license requirements of integrated third-party software, commercial, and open-source software, in our products and solutions
- We respect the intellectual property rights of third-parties



# 1.9



## We prevent and fight corruption

**We prevent, oppose and do not tolerate corruption in any form, not only because it is illegal, but also because it represents an obstacle to economic development, a threat to commercial business activities and a distortion of competition. It can also be a hindrance to the maintenance of a sustainable environment and cause damage to our reputation.**

### What are we talking about?

Corruption is dishonest or illegal behaviour, especially by people in power, typically involving bribery. It can also include other acts, such as fraud, embezzlement, favouritism, and nepotism.

Bribery is the act of offering, promising, or giving money, gifts, or other benefit to a public official or public or private employee with the aim of receiving improper advantages. Bribery is a criminal offense worldwide.

The term “public official” or “member of the public sector” covers any person employed by or commissioned by a public authority. This includes all government officials and employees of non-governmental institutions who are regarded as public officials in accordance with applicable law.

Gifts can be given to staff employed in institutions and authorities only if they comply with normal commercial practices, are of modest value and in any case are such as not to give the counterparty or a foreign or impartial third party the impression that they are aimed at acquiring undue benefits.

### What we do:

- We do not actively or passively engage in any form of corrupt conduct and we do not tolerate any form of bribery
- **We do not**
  - give or accept excessive gifts or entertainment
  - give or accept excessive travel expenses
  - give or accept inappropriate donations, sponsorship, or memberships
  - give or accept inappropriate monetary payments
  - use third-parties to bribe on Yunex Traffic's behalf; or
  - give or accept improper facilitation payments
- In the countries where the Company does business, we comply with the regulations in force on the prevention and fight against corruption. Furthermore, in application of the “zero tolerance” principle, there must never be an appearance of dishonesty or impropriety
- Gifts and Hospitality must always be in accordance with applicable laws and regulations, must be reasonable and appropriate (in terms of type, value, frequency and the position of the recipient) and must never influence the recipient's decision-making or create the appearance of improper influence
- We report all suspected corrupt activity to our Legal & Compliance Organisation or via the Yunex Traffic [EthicsPoint](#) tool

## 1.10



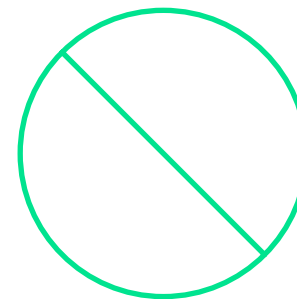
# We fight money laundering, financing of terrorism and use of proceeds of crime

## What are we talking about?

Money laundering is defined as the replacement or transfer of money, goods or other proceeds of crime or the performance of other operations aimed at interfering with the identification of the criminal origin of the proceeds.

By financing of terrorism, we mean the supply or collection of funds, by any direct or indirect means, with the intention or awareness that they are earmarked for purposes connected to the financing of terrorist activity.

By use of proceeds of crime we mean the use of money, goods or other proceeds of crime in legitimate economic or financial activities.



**We work to ensure that the Company's activities are managed transparently, with reputable counterparties and in such a way as to prevent and fight money laundering and the re-use of proceeds of crime.**

## What we do:

- We comply with all national and international laws and regulations on anti-money laundering and the financing of terrorism
- We conduct our business in compliance with the principle of the utmost transparency in commercial and financial transactions, ensuring the traceability of operations. We implement appropriate controls to prevent and fight money laundering and the reuse of proceeds of crime
- We check all the information available on our business partners before having any dealings or entering into contracts with them, with a view to ascertaining the other party's reputation and legitimacy
- We use a risk-based approach to verify the identity and economic background of customers, business partners, and other third-parties, and the origin of payments to ensure they come from legitimate sources

We immediately inform Legal & Compliance or our manager in the event of suspicious activity. When necessary, Yunex Traffic reports suspicious activity to law enforcement authorities

# 1.11



## We promote fair competition

**We never enter into anti-competitive agreements with competitors, and we support open competition in our relationships with customers, sales partners and suppliers.**

### What we do:

- We talk to competitors if we have a compelling business reason and there are no antitrust concerns
- We never talk to **competitors** about:
  - Prices, price components, or other conditions
  - Market, customer, or territory allocation
  - Business opportunities or incoming orders
  - Capacities, production volumes, or quotas
  - Corporate strategies or future market behavior; for example, sales strategies, current and future product developments, investments, and boycotts
  - Offers and tenders; and
  - Conduct during tenders or the submission of bogus offers
- We also support open competition in our relationships with customers, sales partners, and suppliers

- We never talk to **customers, sales partners, or suppliers** about:
  - Adherence to resale prices. In many cases, however, non-binding recommendations, without pressure or incentives, regarding resale prices and the establishment of maximum sale prices are permissible (if in doubt we ask Legal & Compliance); or
  - Obstruction of exports or re-imports
- We handle confidential information from Yunex Traffic and third-parties, such as competitors, customers, sales partners, and suppliers, with care

### What are we talking about?

Antitrust law protects free, undistorted, and effective competition for the benefit of customers, companies, and society as a whole. Antitrust violations can have serious consequences for our Company and the employees involved, such as high fines, exclusion from public tenders, claims for damages, damage to reputation, and imprisonment.

Anticompetitive agreements include price agreements, market, customer, or territory allocations, and project agreements with competitors. Abusing a dominant position (indicator: more than 30 to 50 percent market share) is also prohibited.





# 02

We establish and maintain long-term, sustainable relationships with our stakeholders



## 2.1

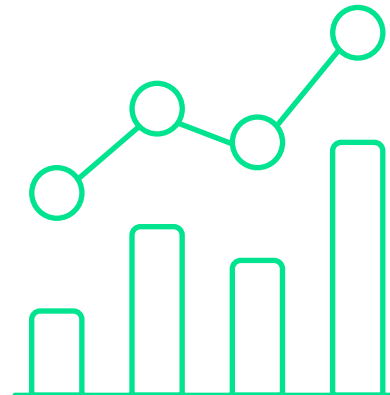


# We maintain constant dialogue with the financial community, protect shareholders' investments and maximize their value

**To the extent needed, we work to maintain a constant and constructive dialogue with our shareholders, institutional and private investors, financial analysts and market operators and, in general, with the financial community, with a view to protecting their investments in both our Company and the wider Atlantia Group and maximizing their value in compliance with ethical standards.**

## What we do:

- We promote the sustainable success of our activities and create common value with our shareholders in the long term, ensuring an effective management of the Company, protection of trust and value for the shareholders, control of business risks and transparency towards the market
- We provide systematic, accurate and complete information on our activities, in accordance with the confidentiality requirements on information related to our business, and in compliance with applicable legislation
- In compliance with our Mission and our Values, which inspire our strategies and our investments, we ensure: (i) transparent, clear, accurate and complete communication; and (ii) equal access to information for all shareholders and investors



## 2.2

# We responsibly manage dealings with our suppliers and customers

## 2.2.1 We loyally and fairly manage dealings with our suppliers

Our dealings with our suppliers are inspired by the principles of loyalty, fairness, transparency and efficiency, in compliance with the laws of the countries in which the Company conducts business, with the principles and values set out in the Code of Ethics and with our contractual commitments. This is why we contractually oblige our suppliers and business partners to adhere to a uniform Code of Conduct for Yunex Traffic Suppliers and Third-Party Intermediaries. It is based, among other things, on the UN Global Compact and the principles of the International Labour Organization, and it reflects the Yunex Traffic Code of Ethics, which apply to the entire Company.



### What we do:

- We choose our goods, services and works suppliers through transparent, traceable and impartial qualification and evaluation processes, aimed at promoting free competition and equal treatment of the parties. In selecting our suppliers, we take into account the quality, the technical-professional suitability, the integrity, the economic conditions and the methods for supplying goods and services, as well as their ability to meet the obligations of transparency and confidentiality, depending on the nature of the service
- We require that our suppliers work in line with our principles of respect for Human Rights, environmental protection and the protection of staff and workplace health and safety, as well as sustainability. We demand compliance with the laws and international regulations in force in the country in which the Company conducts business. We expect that they refrain from adopting, towards their staff, practices that encourage discrimination of any kind or that facilitate the exploitation of child labour or any workers against their will. In fact, we do not work with anyone who does not accept these conditions and we reserve the right to take suitable measures, including the termination of the contract, in the event that our business partner, in carrying out activities in the name or on behalf of Yunex Traffic, violates any provisions of the law, of a contract or of this Code of Ethics
- **We adhere to the following principles which apply to cooperation with our partners:**
  - We work closely with our suppliers and business partners
  - We partner with our suppliers and help them improve
  - We constantly analyse our current business relationships and react immediately to emerging risks
  - We only work with suppliers who are prepared to tackle problems openly and implement risk reduction measures
  - We conduct appropriate due diligence reviews, including compliance with export controls and anti-money laundering laws
  - We assess project risks when deciding whether to bid on a project



## 2.2.2 We build trusting relationships with our clients and customers

**We conduct business by building relationships based on trust with our customers and clients, with a view to meeting their expectations, maintaining high levels of quality, innovation, performance and reliability as well as safety.**

### What we do:

- We work with high management and technical standards to provide our customers with safe and sound infrastructures. We adopt commercial policies and make choices in line with international best practices. We ensure complete, updated, verified and transparent information on the specifications and quality of our services and activities
- We are open and honest. We take our responsibility seriously, we are reliable, and we only make promises we can keep
- We promote constant innovation in our activities, with the aim of anticipating the needs of our customers and meeting their requests through prompt and competent response
- We act in compliance with current regulations on the protection of consumer interests and customer satisfaction

## 2.3



# We promote dialogue and transparency in relationships with institutions and authorities

**We work to create and maintain a constructive and transparent dialogue with national and international institutions and authorities, in compliance with applicable legal and regulatory provisions, so that our integrity and reputation may not be compromised.**



## What we do:

- We do not have relations with representatives of institutions and authorities for the purposes of exercising improper influence and undue interference in decisions affecting our Company
- We do not provide grants, advantages or other benefits to political parties and workers' trade unions, or to their representatives or candidates, with the exception of any grants allowed in the countries where we conduct business, under specific regulatory provisions. We especially act according to our principles against corruption ([please see 1.9 of this CoE](#))
- We have a system of delegations of powers and authorities in place, which identify the corporate roles and functions responsible for and authorized to interface with the representatives of institutions and/or public authorities in the name and on behalf of the Company. The persons in these roles and functions are also required, as part of their duties, to verify in advance and with reasonable care that all declarations or representations made in the interest or on behalf of the Company are true and correct and that no false or partially untrue declarations are made
- We comply with every request of the judicial authorities and regulatory bodies, including Public Supervisory Authorities, and collaborate in any relevant preliminary procedures, in accordance with the principles of loyalty, fairness and transparency and in compliance with any current applicable regulations, without causing obstruction or prejudice to their activities



## 2.4

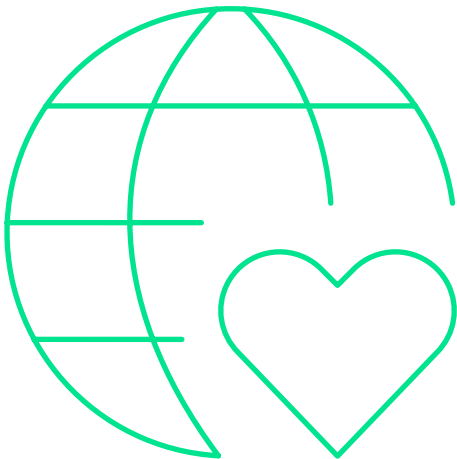


### We create value in the communities in which we conduct business

**We positively contribute to the socio-economic development of the communities in which we conduct our business, by providing efficient and innovative services. We support and encourage, to the extent possible, the use of local labour and suppliers.**

### What we do:

- We respect the rights of individuals and communities. We recognize and value their culture, lifestyle and institutions
- We maintain ongoing transparent dialogue with the communities and with the main local stakeholders directly and/or indirectly involved in our activities. We promote forms of continuous and informed consultation in order to understand their expectations and needs and build a climate of mutual cooperation
- We support social, cultural and educational initiatives geared to improve people's living conditions and foster autonomous, lasting and sustainable local growth



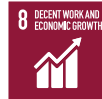


03

We promote and  
protect people's  
rights and value



## 3.1



# We respect human rights

**The protection of human rights is a core element of Yunex Traffic's responsible business conduct and we advocate for human rights in our value chain. Respect for and protection of human rights are essential principles in every area of activity. Compliance with human rights laws and regulations is therefore essential and expected of all recipients of this CoE.**

## What are we talking about?

By human rights we mean the universal and inalienable rights granted to everyone without discrimination on the basis of origin, nationality, language, age, sex/gender, gender identity, sexual orientation, ethnicity/culture, religion, physical condition and disability, economic condition, political views or trade union membership and more.

What does this mean? Here are a few examples what behaviour is unacceptable:

Racially offensive or xenophobic material is placed on a colleague's desk; Innuendo or comments hostile to a person with a disability; Gender-specific harassment or violence, including assaults, unwanted advances, or improper remarks or jokes; or displaying improper images or objects, including those with sexual content.

## What we do:

- We foster and promote a culture of diversity as the founding value of the concept of equality and inclusion, which we support in the way we do business
- We stand for equal conditions and opportunities to all our employees, without discrimination on the basis of race, nationality, language, age, sex/gender and gender identity, sexual orientation, ethnicity/culture, religion, physical condition and disability, economic condition, political views or trade union membership and more. We foster an inclusive work environment that protects the mental and physical wellbeing and health and safety of people
- We fight discrimination and harassment, the exploitation of forced, compulsory or child labour, human trafficking and violations of the freedom of association
- We conduct our business in compliance with human rights, also considering the potential and actual impact on human rights of the activities performed by our business partners, whom we expect to give similar consideration to the activities they assign to, or perform in cooperation with, our Company
- We improve our procedures for detecting and addressing human rights violations in our supply chain
- We do not tolerate any form of violation of human rights and we are committed to guaranteeing the rights of people in every activity carried out across our Company, in order to create economic and social value for the communities and territories in which we operate
- We examine the decisions that we make on behalf of our Company at an early stage for possible adverse effects on the human rights of others inside and outside Yunex Traffic
- We strive to avoid or mitigate negative effects on human rights that occur in connection with our business activities, regardless of whether Yunex Traffic has caused or contributed to these effects

## 3.2

# We safeguard people's health and safety



**We protect and promote health, safety and wellbeing of people and comply with the highest international health and safety standards and any specific laws and regulations applicable, in order to ensure that our management is based on principles of precaution, prevention, protection and risk management, in any activity we carry out.**

### What we do:

- We adopt measures and tools suitable to prevent and protect from any malicious or negligent behaviour, including by third parties, which could cause direct and/or indirect damage to employees and/or business partners and/or assets of our Company, periodically updating the methodologies on prevention and using the best protection technologies and practices available
- We build and maintain inclusive and motivating work environments, designed to promote the physical and mental well-being of people and to ensure the health and safety of our employees and our business partners, and we look out for each other, reporting any situations of danger
- We periodically organize specific training for all employees who, because of their position, are called upon to assess and manage the risks associated with workplace health and safety and to ensure the safety of their colleagues and co-workers

- We clearly and transparently inform our employees and our business partners about the essential preventive and protective measures that need to be implemented in order to eliminate or mitigate the risks and criticalities of the processes and activities in which they are involved
- We recognize and protect the staff's right to rest and have leisure time, by respecting the applicable working hours laws and collective agreements, the applicable Conventions of the International Labour Organization (also known as ILO) and allowing all our employees and other staff to balance work and home lives
- We educate ourselves in advance about the security risks in the countries to which we will be traveling and comply with prescribed security procedures and requirements
- We do not expose ourselves or our colleagues to unnecessary hazards through reckless behaviour or by ignoring security regulations
- We react quickly in a critical situation, contact the emergency hotline ["International SOS"](#) and follow the relevant security instructions
- We report security incidents promptly to our manager

## What are we talking about?

**Our health:** Yunex Traffic protects and promotes our health and well-being, guards against the risk of work-related accidents, and offers a wide-range of support to maintain and promote our physical and mental health.

**Our occupational safety:** Yunex Traffic provides a safe work environment to ensure employees return home healthy and unharmed at the end of the working day. We ourselves contribute to this e.g. by observing the safety regulations at our workplace and the applicable working-hours regulations.

**Our personal security:** Yunex Traffic is active worldwide, including in areas and situations where the security situation is critical. To protect our employees, the Company, and our business in the best possible way, Yunex Traffic identifies and analyses global security risks and assesses their potential impact.



## 3.3

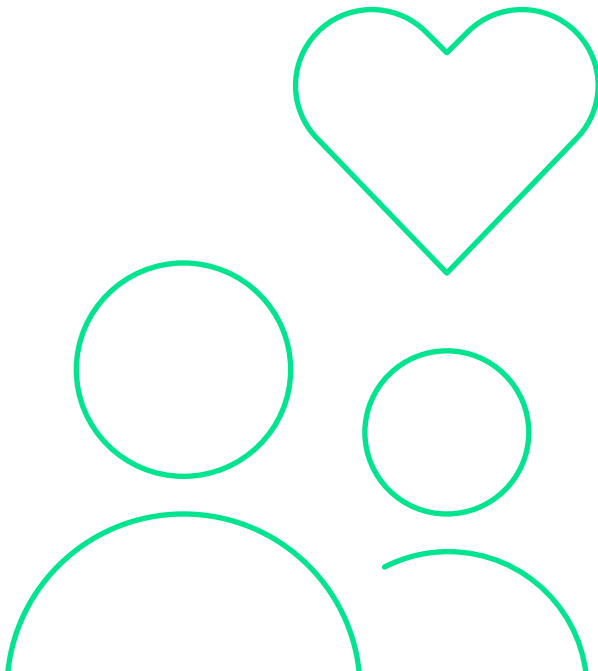
### We value our people



**Our people are the essential element for the existence, future development and success of the Company. For this reason, we value their abilities and skills, so that everyone may be in a position to fulfil their potential.**

### What we do:

- We are committed to creating an inclusive and respectful work environment, open to dialogue and aimed at enhancing diversity and talents. We are also committed to promoting excellence and the personal and professional growth of each individual, encouraging innovation and change and ensuring fair working conditions for everyone
- We organize and promote training programs for our people, also taking into account the needs and aspirations present within the Company
- We demand that interpersonal relationships are maintained in accordance with principles of integrity and mutual respect, condemning any type of discrimination, harassment or abusive or defamatory attitude because we believe that respect for the freedom and dignity of each individual is fundamental



## 3.4



### We reject any form of discrimination

#### What we do:

- We guarantee equal dignity and impartiality of treatment for all our people, rejecting any form of discrimination and harassment, any inappropriate or disrespectful behaviour, such as physical and verbal abuse and sexual harassment in the workplace or in events associated with it
- We adopt procedures and policies on diversity and inclusion with the aim of fostering and reinforcing a culture of integration of diversity and informing all staff about their rights and obligations regarding the prevention and removal of any discriminatory behaviour and the maintenance of a working climate that ensures respect for everyone's dignity
- We respect the diversity of our employees and potential employees, and promote equal opportunities, during the recruitment process, and at every stage of their employment
- We avoid any discrimination in terms of remuneration and we base our choices as to the hiring of staff and career advancement, on merit and performance. We do not let ourselves be influenced by factors such as origin, nationality, language, age, sex/gender, gender identity, sexual orientation, ethnicity/culture, religion, physical condition and disability, economic condition, political-trade union opinion etc.

**We work to protect diversity and guarantee the dignity of our people. We consider diversity and inclusion as strategic elements for our Company, as the interaction of different genders, cultures, generations, perspectives and different backgrounds allows us to create lasting value, guarantees progress and is fertile ground for innovation and sharing of ideas.**

### What are we talking about?

Discrimination means any conduct (or omitted conduct) that involves an unjustified or illegitimately unequal treatment of individuals within or outside the Company. Discrimination can occur on the basis of race, nationality, language, age, sex/gender, gender identity, sexual orientation, ethnicity/culture, religion, physical condition and disability, economic condition, political views or trade union membership, or other characteristics, including as a result of certain behaviours or actions (for example whistleblowing).

In the workplace, discrimination also includes harassment, defined as a repeatedly and persistently hostile conduct, with persecutory intent, which violates the dignity of a person and creates an intimidating, degrading, humiliating, hostile or offensive climate.

## 3.5



### We fight child labour, any form of forced labour and modern slavery

#### What are we talking about?

Child labour is defined as any type of work which, by its nature or by the circumstances in which it is carried out, might endanger the health, safety or morality of a child.

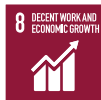
By forced labour and modern slavery we mean any form of work or service carried out either against one's will<sup>3</sup> or for remuneration, however under physical threats or constraints, including prostitution, trafficking in human beings<sup>4</sup>, sexual slavery.

#### What we do:

- We recognize children's human rights, including the right to education, the right to play and have their basic needs attended to. For this reason, the use of child labour is strictly prohibited, as defined by applicable legislation in each country where our activities are carried out. In no case can working below the minimum age limits be deemed to be acceptable<sup>5</sup>
- We reject the use of any type of forced or compulsory labour, including forced labour in prison, bonded labour, trafficking and exploitation of human beings in all its forms,<sup>6</sup> as well as confiscation of money or identity documents on commencement of employment in order to detain the worker against his will
- We ensure that all our employees and the employees of our suppliers and business partners enjoy freedom of movement and are not restricted by physical coercion, abuse, threats or psychological intimidation and that they have the right to work freely, knowing their working conditions in advance and in return for regular payment
- We ensure that the remuneration of employees is at least equal to the limits set by collective agreements and by any legislation applicable in the countries in which we conduct business. We also strive to meet higher standards by ensuring a fair income and living wage

<sup>3</sup> | Work for which a person has not spontaneously applied is included in this definition (ILO Convention no. 29) <sup>4</sup> | Trafficking in human beings is defined as the recruitment, transport, transfer, accommodation or reception of people, under the threat or by the use of force or other forms of coercion or deception <sup>5</sup> | ILO Convention n. 138 <sup>6</sup> | ILO Convention n. 29

## 3.6



### We respect the rights of workers and their freedom of association

**We respect workers' rights and trade union freedom, in particular freedom of association and collective bargaining, including through responsible and constructive negotiation with labour protection organizations and workers' representatives.<sup>7</sup>**

#### What are we talking about?

Freedom of association is defined as the possibility for workers, without any distinction and without prior authorization, to form organizations of their choice and become members thereof, without bearing any type of discrimination or other repercussions.

#### What we do:

- We recognize the right of our employees to form and join a union of their choice and the right to collective bargaining without fear of intimidation
- We encourage a climate of mutual respect in line with the principles of fairness, transparency and participation. We do not tolerate any discriminatory behaviour towards employees who belong to a particular association (including, but not limited to, trade unions, political parties, charities, etc.) and towards workers' and employees' representatives within the Company<sup>8</sup>
- Yunex Traffic constructively cooperates with employees, employee representatives, and trade unions. Even in the event of disputes, Yunex Traffic strives to ensure sustainable and constructive cooperation in the long-term and for solutions that reflect the interests of the Company and the interests of its employees





04

We protect  
the environment



# 04

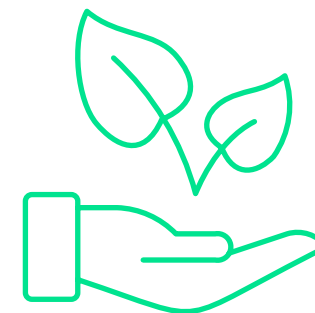


## We protect the environment

**We are committed to the protection of the environment by preserving its integrity threatened as a result of human activities.**

### What are we talking about?

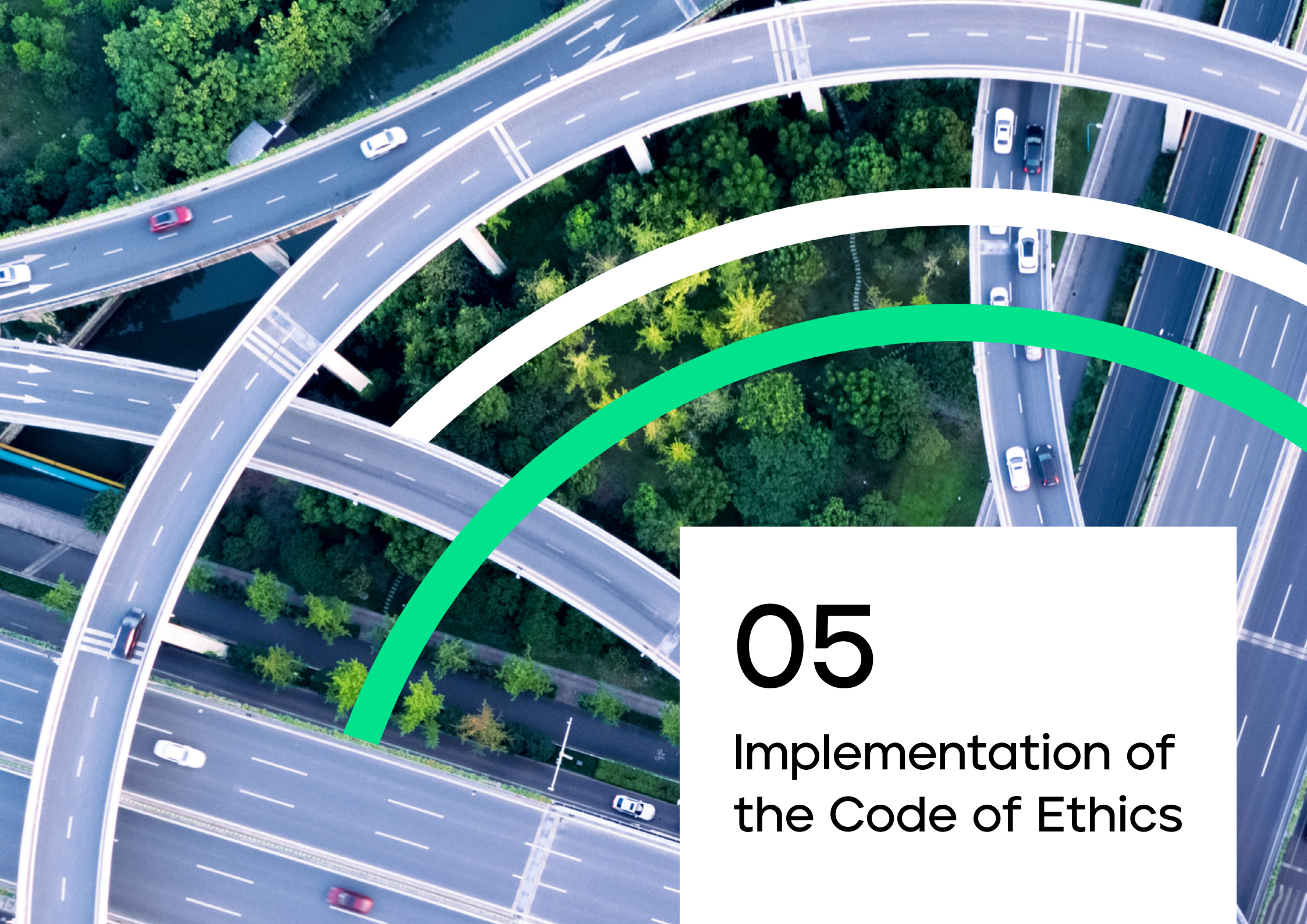
Environmental protection is defined as the protection of natural resources and the environment as a whole, by preserving its integrity and minimizing the effects of human activities on biodiversity and local ecosystems, including through appropriate renaturalization.



### What we do:

- With our pursuit of sustainable mobility and the development of innovative technologies, we contribute to the protection of the environment and the responsible use of resources
- We promote solutions that might reduce our environmental impact by improving the efficiency of factories and processes, saving energy and generating and using energy from renewable sources
- We measure direct and indirect emissions from the execution of our activities. We promote the strengthening of environmental performance control processes and the monitoring of indicators to evaluate the effectiveness of systems and to define goals and actions for a constant improvement of performance
- We comply with applicable regulations in the countries in which we conduct business and adapt our business to the main international standards and guidelines on environmental management and energy management, promoting the implementation of certified management systems
- We promote sustainable consumption and production models of the resources that serve our activities, encouraging on the one hand a reduction in the use of natural resources and on the other their recycling and re-use
- We train our people and raise their awareness on environmental issues. We commit ourselves to the promotion of activities that involve the entire supply chain, in order to align their behaviour with the required standards and drive positive change
- We intend to combine economic growth with the protection of natural assets in all areas of our business: in strategic decision-making processes, in the establishment of partnerships, in investment operations and in business development





# 05

Implementation of  
the Code of Ethics

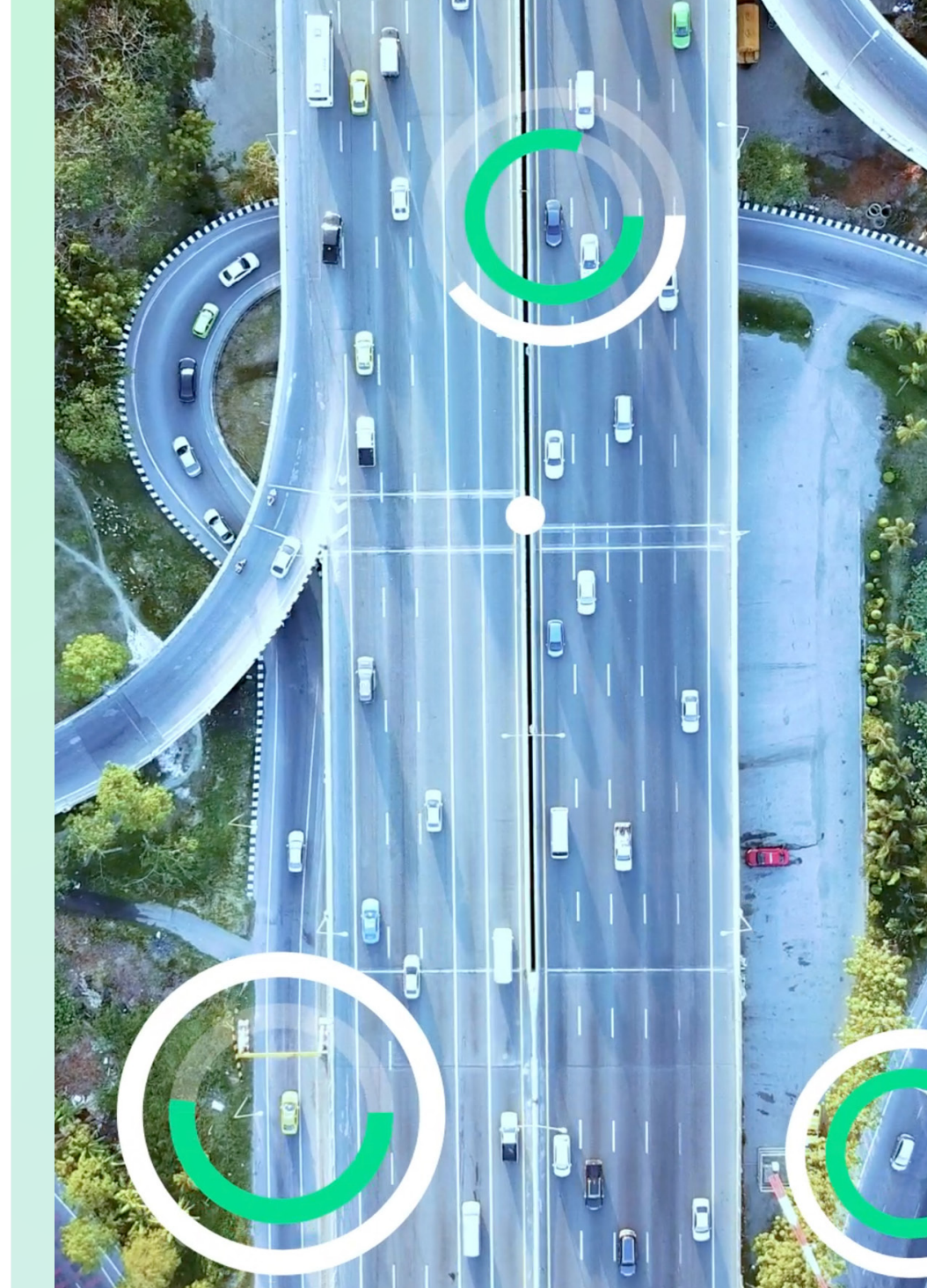
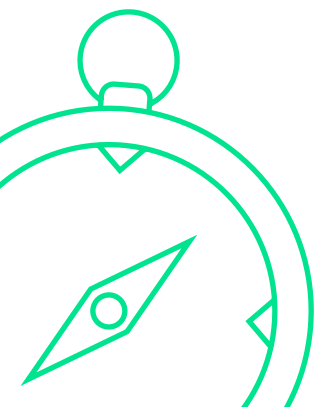


## 5.1

# Dissemination and awareness of the contents of the Code of Ethics

The Code of Ethics is a fundamental handbook which applies across our entire Company. It is based on the document of the same name of our parent Company Atlantia S.p.A. and is in accordance with the principles and rules of conduct described therein.

The Code of Ethics can be consulted at any time by all employees of Yunex Traffic as well as by external persons. It is published, among other places, on the Internet and on the Intranet. The Code of Ethics is handed out to new employees when they are hired and is part of their employment contract. All employees are informed immediately of any changes or updates. Mandatory training programs for all employees ensure that they are aware of and apply the Code of Ethics at all times.



## 5.2

### Reporting violations of the Code of Ethics


Yunex Traffic expects and wants us to report possible violations of the Code of Ethics. Whenever we come across behaviours that we believe do not comply with the Code of Ethics or that we believe may put our Company and/or our people at risk, we have a duty to report them in order to safeguard our Company, ourselves and our reputation. All reports of violation, or suspected violation, of the Code of Ethics and/or of the internal and external regulatory system will be taken seriously, provided they have a precise and detailed content. In so doing, we help to identify and eliminate misconduct and grievances and protect ourselves and the Company against risks or damages that may occur.

We have promoted the adoption of procedures aimed at regulating the process of receiving and managing reports, in line with international regulations and standards on whistleblowing.

Anonymous reports are permitted, although we would encourage you to provide your name and other details as this will allow a more prompt and efficient investigation.

Regardless of whether you report anonymously or not, we guarantee confidentiality on the contents of the report and on the identity of the whistle-blowers (if communicated) and the reported persons, in compliance with privacy legislation and applicable regulations.

We forbid any act of retaliation or discrimination, direct or indirect, against the whistle-blower or anyone who raises concerns in good faith regarding compliance with the Code or ethical issues.



We can report circumstances that indicate a violation of the Code of Ethics to the following persons or entities:

- Managers
- Compliance Officer
- Legal & Compliance department
- Human Resources personnel
- [EthicsPoint WebIntake](#)
- Employee representatives



## 5.3

### Disciplinary system and contractual remedies

Compliance with the rules of the Code of Ethics and Company regulatory instruments must be considered an essential part of the contractual obligations we have undertaken.

Hence, for the employees of Yunex Traffic, the violation of the principles and contents of the Code of Ethics constitutes a breach of primary employment obligations which can have serious consequences for our Company and us. Those consequences may be for each of us:

1. Disciplinary action, including the possible loss of employment
2. Fines and damages
3. Imprisonment

For all the other recipients of the Code of Ethics, a violation of the principles and contents of the Code shall be handled in accordance with the applicable laws or contractual remedies.



# Questions?

Feel free to contact the Yunex Traffic  
Compliance-Team at  
[compliance@yunextraffic.com](mailto:compliance@yunextraffic.com).

**Yunex GmbH**

Chair of the Supervisory Board: Susanna Schneeberger

Management Board: Markus Schlitt, Jan Villwock, Ugo Govigli

Registered office: Munich, Germany; Commercial registry Munich, HRB 250768

WEEE-Reg.-Nr. DE 16050050

