

# Confidential Information Policy

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*ITP Aero is part of the Rolls-Royce group of companies and is subject to the same standards of behaviour as the rest of Rolls-Royce. ITP Aero has adopted this Policy based on the equivalent Rolls-Royce Group Policy. This Policy is mandatory and applies to all employees and workers of ITP Aero, including the parent company and all its subsidiaries. This Policy sets the minimum standard that must be followed. Where local laws, regulations or rules impose a higher standard, that higher standard must be followed.*

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*Proprietary Information ITP AERO*

## Introduction

Confidential Information belonging to *ITP Aero* is vital to our Company's success and every employee has a responsibility to use it appropriately, protect its confidentiality and disclose it only if and to the extent authorised to do so. We must also respect the confidentiality of information belonging to others (including competitors, customers, suppliers and partners) and not seek, accept or use any Confidential Information that we know or suspect we are not authorised to have. When others provide us with their own Confidential Information, we must treat it with the same respect that we give our own Confidential Information and must additionally adhere to any restrictions or conditions upon its use that they require.

Inappropriate use or disclosure of Confidential Information can cause serious harm to *ITP Aero* and others, damage important relationships, subject employees to disciplinary action and expose employees and the Company to legal, commercial and reputational harm including damages and/or debarment. Breaches of the ABC Policies are not acceptable and may result in disciplinary action up to and including dismissal.

This Confidential Information Policy ("Policy") is mandatory and applies to all employees of *ITP Aero*, its subsidiaries and joint ventures which *ITP Aero* controls ("*ITP Aero*" or "Company" or "employees"). *ITP Aero* employees who are directors on Boards of non-controlled joint ventures should encourage the joint venture to adopt this Policy as a model or use a similar policy. This Policy sets the minimum standard that must be followed. Where local laws, regulations or rules impose a higher standard, that higher standard must be followed.

### This Policy:

- Provides a framework for our approach to Confidential Information
- Sets out our Confidential Information standard

#### Your responsibility

To read, understand and comply with this policy;

Raise any questions or concerns you might have. There is advice on how you can do so in Section 2.

#### Your manager's responsibility

To understand this policy and make sure that they do not ask you to work in a way that contravenes it.

## Common terms

### Confidential Information

Any information that is not in the public domain and is intended to be protected from disclosure (whether it is proprietary in nature or whether by contract, legal protections such as trade secret laws, or other means). Information may be confidential irrespective of whether it is specifically labelled “confidential”, “proprietary” or otherwise, or whether it is oral, written, drawn or stored electronically. Alternatively, labelling information “confidential” or “proprietary” or other classification does not automatically make the information Confidential Information.

### Red flags

Indicators, or warning signs, that something might not be right. Red flags must not be ignored, but what is done when they exist will depend on the circumstances of each case. Some examples of common red flags are found in The Global Confidential Information Guidance and in Appendix 1 to this Policy. This list is not exhaustive and you should be alert to any factors that

indicate the existence of something improper.

### Owner

The person or entity that owns the Confidential Information and can authorise its disclosure to, and use by, another party. The Owner is different from just a “holder” of such information. A holder has been provided with Confidential Information by the Owner but may use it only within the limits of the authorisation given by the Owner.

### Company

This means any company within the *ITP Aero* group, including the parent company (*Industria de Turbo Propulsores S.A.U.*) and its wholly owned subsidiaries or any other company in which they have a controlling and/or majority shareholding.

### ITP Aero

This means, as applicable, either the whole *ITP Aero* group or any Company thereof as defined above.

# 1 Confidential Information Policy

## 1.1. Policy

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1.1.1 All employees must protect *ITP Aero* Confidential Information and must not use or disclose it to any other parties without appropriate authorization.

1.1.2 When entrusted with another party's Confidential Information, all employees must protect it as they would *ITP Aero* Confidential Information and use it only within the limits of the authorization provided by the Owner.

1.1.3 Employees must not seek, accept or use any Confidential Information belonging to another party without the Owner's authorization.

## 1.2. All employees

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**With respect to Confidential Information, you must not:**

1.2.1 Disclose *ITP Aero* Confidential Information to other parties unless authorized to do so.

1.2.2 Use *ITP Aero* Confidential Information other than as authorized.

1.2.3 Disclose any other party's Confidential Information unless authorized to do so by the Owner, or someone permitted by the Owner to provide such authorization.

1.2.4 Disclose confidential information of certain customers to Rolls-Royce personnel.

These customers, competitors of Rolls-Royce, establish specific limitations in their contracts with *ITP Aero*.

1.2.5 Use any other party's Confidential Information unless authorized by the Owner, or someone permitted by the Owner to provide such authorization.

1.2.6 Use confidential information of competing Rolls-Royce customers in Rolls-Royce projects. These customers establish specific limitations in their contracts with *ITP Aero*.

1.2.7 Seek, accept or use any Confidential Information that the Owner has not authorized *ITP Aero* to receive, regardless of the form in which such Confidential Information is communicated (eg. paper copies, email, oral communication).

1.2.8 Obtain from a third party (eg. agent, commercial intermediary, adviser, consultant, customer, supplier, joint venture, consortium, partner) any Confidential Information that *ITP Aero* is not authorized to receive itself.

1.2.9 Engage in industrial espionage or otherwise seek to obtain other parties' Confidential Information through illegal, unethical or disreputable means.

1.2.10 Pressure, induce, encourage, accept or allow job applicants, new employees or contractors to provide Confidential Information from a previous employer or otherwise breach duties of confidentiality they may owe to previous employers.

1.2.11 Seek access to any information including information with a government classification where access is not required for legitimate business purposes or if not authorized to do so.

### 1.3. All employees

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**With respect to Confidential Information, you must:**

1.3.1 Keep all Company documents secure and protect against the unauthorized or inadvertent disclosure of *ITP Aero* Confidential Information to other parties. This duty to protect Confidential Information applies both during and after an individual's employment with the Company.

1.3.2 Prior to disclosing any *ITP Aero* Confidential Information to another party, confirm if an agreement is required to protect the Confidential Information and intellectual property rights of *ITP Aero*.

1.3.3 Keep all Confidential Information provided to *ITP Aero* by other parties protected and secure and only use it within the limits of the authorization given by the Owner.

1.3.4 Avoid access of Rolls-Royce personnel to the confidential information of competing Rolls -Royce customers. These customers establish specific limitations in their contracts with *ITP Aero*.

1.3.5 When presented with Confidential Information by anyone other than the Owner, confirm that the person providing the

Confidential Information is authorized by the Owner to disclose the information to the Company.

1.3.6 Adhere to any relevant laws, regulations or rules applicable in the jurisdictions in which they are operating, including any export control regulations; intellectual property laws; government procurement regulations (such as the Public Contracts Regulations in Spain, the Defence and Security Public Contracts Regulations in the United Kingdom and the Federal Acquisition Regulation in the United States) and competition, antitrust or antimonopoly laws.

1.3.7 Report as soon as possible if you know or suspect a breach of any ABC Policy by you or by another person. Reports should be made to a member of the Ethics & Compliance team, the Legal Function or the Ethics Line.

### 1.4. All employees

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**If you have received third party information and are unsure whether the information is Confidential Information or whether the disclosing party is authorized to make it available to you, then you must:**

1.4.1 Ask the source to confirm that he or she is permitted to provide it to *ITP Aero*.

1.4.2 Not share, distribute or use the information unless and until the concerns are resolved in a manner that enables you to proceed in accordance with this Policy (seek advice if required).

1.4.3 Where concerns or Red flags are identified and mitigated or resolved, keep a record of the relevant actions taken that may arise from its application or interpretation, through the mechanisms established in the “Speak-up” Policy or through the Ethics Line.

## 1.5. All employees

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**If you are unable to resolve any concerns or red flags, then you must:**

1.5.1 Without delay, inform the Ethics & Compliance team or to the *ITP Aero* Ethics Line.

1.5.2 While awaiting instructions, not share, use, distribute, delete or destroy the information.

1.5.3 Proceed as instructed by the Ethics & Compliance team.

In dealing with these situations, the identity of the reporters will be kept confidential and ITP Aero will not retaliate against them.

## 1.7 Disciplinary system

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Non-compliance with this Policy by any employee of ITP Aero will be considered a misdemeanour and will be sanctioned in accordance with the Sanctioning Regime provided for in the applicable Collective Agreement, or in its absence, in the labour legislation in force, which may include the dismissal of the offender.

## .6 Communication of breaches

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Any breach of this policy must be reported to the Ethics & Compliance Area, as well as any doubt

## 2 Where to get more information and some others documents to read.

Any communication related to this Policy, either on additional information or non-compliance could be done through the channels established in the Speak Up Policy.

Other documents related to this Policy are:

- The ITP Aero Code of Conduct.
- The ABC Policy and the guiding documents of the Ethics & Compliance site of the ITP Aero intranet.
- The Speak Up Policy.
- The ITP Aero Global Security Policy.
- The ITP Aero IT Acceptable Use Policy.

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Author/Owner	Information Management Compliance.
Approver	Internal Governance and Resources Executive Director.

## 3. Appendix 1

### Red Flags

Red flags are indicators, or warning signs, that something might not be right. You must not ignore red flags, but what you do when you see them will depend on the circumstances of each case. The following are examples of common red flags. This list is not exhaustive and you need to look out for anything which indicates that things may not be right.

1. The source requests that you do not disclose who provided the information.
2. The source tries to disclose the information via a suspicious, secret or unofficial channel such as personal email.
3. It is not clear how the source obtained the Confidential Information, why someone in his or her position would have such information or how someone in his or her position would have obtained authorization to share it with you.
4. The source asks for or suggests that you give him/her something in his/her individual capacity in return for the Confidential Information.