

# Know Your Partner 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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## Introduction

The aim of this Policy is to ensure that at ITP Aero, we know our business Partners better (understood here and throughout this document to mean all those who collaborate or contribute to the development of our business activity: clients, suppliers, partners in business or industrial or commercial activities, external collaborators, consultants, financial agents, etc.), including what they do for us and what risk of bribery and corruption they may represent for the Company. Authorities around the world may hold ITP Aero and Rolls-Royce responsible for the bribery or corrupt action of one of our Partners, when the Partner is seen to be acting on our behalf. Therefore, we will only engage and transact with Partners of known integrity who will not expose ITP Aero and Rolls-Royce to unacceptable reputational or legal risks and require that their conduct always meets our standards.

ITP Aero is part of the Rolls-Royce group of companies and so is subject to equivalent standards of behaviour to the rest of Rolls-Royce. ITP Aero has adopted this Know Your Partner Policy (“Policy”) based on the Rolls-Royce Know Your Partner Policy. It contains the same fundamental requirements, but is appropriately amended to reflect the fact that ITP Aero remains a corporate entity and does not have access to all of the Rolls-Royce policies, processes and systems, which rely upon a network connection. In spite of this, ITP Aero administrators, directors and employees are expected to adhere to these equivalent standards.

This Policy is mandatory and applies to Board of Directors, senior management and employees of ITP Aero, its subsidiaries (referred here collectively as “ITP Aero” or “Company”). It also applies to third parties, such as promoters, agents, consultants and brokers representing ITP Aero. 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. Breaches of the ABC Policies, including this Policy, is considered a failure to comply with work obligation and may result in disciplinary action up to and including dismissal.

**This Policy:**

- Provides a framework for our commitment to third parties who will participate in the business of ITP Aero.
- Establishes our standard for Knowing Your Partner (KYP)

**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

### Partner

All third parties with which ITP Aero maintains business relationships for the development of its commercial activity in any way, either as clients, suppliers, partners in business or industrial or commercial activities, external collaborators, consultants, financial agents, or any other.

### Red flags

Indicators or warning signs of potential breaches of the anti-corruption and bribery Policies (including this one), laws, regulations or contractual commitments. For example: any reluctance by the Partner to accept the Company's standard anti-bribery and corruption contractual clauses, arrival of the Partner on the scene just before the award of a contract, any indication that the

Partner has obtained or used unauthorised confidential information; etc. More examples can be found on the Know Your Partner Procedure.

### 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 ITP Aero “Know Your Partner” Policy

## 1.1. Policy

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1.1.1. We will only engage and transact with Partners of known integrity who will not expose ITP Aero and Rolls-Royce to unacceptable reputational or legal risks and whose conduct meets our standards at all times. It is a third party’s work, not its title, which is important.

1.1.2. For legal and reputational reasons, ITP Aero needs to know with whom it is doing business.

1.1.3. This policy is designed to help us assess the potential reputational and ABC risks posed by third parties we deal with.

## 1.2. Application

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1.2.1. In general;

- For certain third parties we deal with, due diligence must be undertaken. The due diligence required varies depending on the level of ABC risk on the relationship. Details on what due diligence is required can be found in the Know Your Partner Procedure.
- For each third party there should be an individual (the “Proposer”) who is assigned overall responsibility for ensuring that the requirements of the Know Your Partner Procedure are followed. This should be an employee involved with the management of the relationship with the third party.

1.2.2. *Proposer.* You must ensure that the requirements relating to due diligence and ongoing monitoring detailed in the Know Your Partner Procedure are followed.

1.2.3. It is the responsibility of anybody interacting with the Partner to look for Red flags and, if any are found, to report these to a member of the Ethics & Compliance team as soon as possible. The existence of a Red flag does not automatically mean that ITP Aero must not engage, or must cease dealing with the Partner, but any Red flag must be investigated and resolved without delay or define mitigation actions. The exact nature of any resolution will depend on the circumstances surrounding each Red flag.

1.2.4. *Know Your Partner Procedure* provides a separate guide to Red flags.

## 1.3. Relationships with Government, authorities and customers

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1.3.1. Some customers and government bodies require that we provide representations regarding certain types of third parties (in particular agents, consultants, distributors and other intermediaries (“Advisers”)) that we retain, use or plan to use in a particular territory.

1.3.2. Any contract, terms and conditions, bidding document or any other document that contains a representation regarding the use of Advisers, must be reviewed and approved by

Ethics & Compliance before any contract or document is signed.

## **1.12. Communication of breaches**

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In the event of a breach of this Policy, it must be reported to the Ethics & Compliance Area, as well as any doubt that may arise in connection with its application or interpretation through the mechanisms established in the "Speak Up" Policy or through the Ethics Line.

In the treatment of these situations, the confidentiality of the identity of the complainants will be guaranteed and ITP Aero will not retaliate against them in any way.

## **1.13. Disciplinary System**

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Failure to comply with this Policy by any employee of ITP Aero, will be considered a misdemeanour, and will be sanctioned in accordance with the Sanctions System provided in the Collective Agreement of application, or failing that, in the current labour legislation, which may include the dismissal of the offender.

## 2 Where to find out more information and other documents to read

Any communication related to this Policy, whether regarding additional information or non-compliance, may be made through the channels established in the Speak Up Policy.

Other documents related to this Policy are:

- ITP Aero's Code of Conduct.
- The ABC Policies and guidance documents on the Ethics & Compliance site of ITP Aero's intranet.
- Speak Up Policy

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