

SUPPLIERS CODE OF CONDUCT

1. FOREWORD

The Code of Conduct is an important pillar of Ermenegildo Zegna's social policy. This means that we are committed to observe and comply with all regulations and national and international conventions, in particular with regards to ethics, social responsibility and protection of the environment.

This Code of Conduct shall apply to all employees in the production facilities of all external suppliers and represent a set of minimum standards to be respected.

2. COMPLIANCE WITH LAWS

When national law or other applicable regulations address the same issue as this Supplier Code of Conduct, the highest standards or most restricting provisions has to be applied. In case this Supplier Code of Conduct is in conflict with applicable law, the applicable law must be applied.

Our suppliers remain guarantors, regarding the working activities performed by their authorized subcontractors and suppliers and must grant the compliance of this Supplier Code of Conduct.

3. LABOUR, ENVIRONMENTAL CUSTOM STANDARDS AND SOCIAL RESPONSIBILITIES

We share with our suppliers a commitment to high ethical standards in order to grant the following principles of the Code of Conduct:

- ✓ **Workplace:** A workplace that complies with laws and regulations like proper break areas for general rest and dining purposes and guarantees reasonable minimum conditions of light, ventilation, minimum space, hygienic standards and access to a free drinking water supply.
- ✓ **Health & Safety:** Suppliers shall provide a safe and healthy work environment guaranteeing that the following health & safety requirements (among others) are in place: adequate medical resources, fire prevention measure including fire exits, safety equipment's, ect.
- ✓ **Environment:** All our suppliers must comply with national and international environmental rule, regulations and standards. In particular, the procedures and standards applied in the disposal of waste, the handling and disposal of chemicals and other hazardous substances as well as in the handling of emissions and waste water must at least comply with the minimum statutory requirements. The supplier is required to continuously work on reducing and avoiding environmental pollution, and to ensure that he uses natural resources as efficiently as possible.
- ✓ **Prohibition of Forced Labour:** Suppliers will not use involuntary, forced or trafficked labour, will maintain employment strictly on a voluntary basis.
- ✓ **Prohibition of Child Labour:** No employment of minors. For this purpose, we consider a minor as one who is below the minimum age mandated by the applicable law, or the age for completing compulsory education, whichever of the two is higher.

- ✓ **Prohibition of illegal, clandestine and undeclared workforce:** Our suppliers have to conform with all applicable regulations in order to avoid the employment of illegal, clandestine and undeclared workforce.
- ✓ **Treatment of Migrant Workers:** The United Nations defines migrant worker as: "A person who is engaged or has been engaged in a remunerated activity in a State of which he or she is not a national." Consequently, the suppliers that use a migrant worker's like steady workforce have to define a policy on migrant workers in order to ensure the compliance with all legal standards.
- ✓ **Prohibition of Harassment, Abuse and discrimination:** A work place where there is dignity and respect, free from any form of harassment, abuse or corporal punishment. Respect and equality, regardless of race, religion, age, sex, social origin, political views, sexual orientation, or position.
- ✓ **Working Contract, compensation and benefits:** Employees and employers must have proper documentation related to employment on hand. This documentation could be either a working contract or any other legally acceptable document. The wage must be respectful of basic needs, minimum pay by category and all benefits mandated by law. Overtime compensation policies must be in accordance with local law. All wage deductions must not be used as a disciplinary measure.
- ✓ **Hours of Work:** Hours worked each day, and days worked each week and month, should not exceed the limitations of the country's law. Suppliers will provide at least one day off in every seven-day period, except as required to meet urgent business needs.
- ✓ **Freedom of Association and Collective Bargaining:** Freedom of association and the right to join unions or other work or industry related associations as well as the right to collective bargaining in accordance with local law.
- ✓ **Disciplinary System's:** Our suppliers have to define a discipline process in order to evaluate that each employee ensures adherence to company policies and procedure and each violation must be grouped in according to the gravity of the offense and the number of times violation has occurred. The disciplinary measurement will not be used to punish or embarrass an employee in order to maintain labour discipline. Deductions must be limited to those allowed by local law.
- ✓ **Customs Compliance and Security:** We require our suppliers to comply with applicable customs laws, including those relating to imports and the ban on transshipment of merchandise to the importing country. Facility security procedures to guard against the introduction of non-manifested cargo into outbound shipments (e.g. drugs, explosives, biohazards, and/or other contraband) have to be put in place.

4. BUSINESS INTEGRITY REQUIREMENTS

Miscellaneous integrity requirements are requested to suppliers in the conduct of their business activities.

- ✓ **Anticorruption:** All our suppliers must respect all applicable laws regarding corruption and implement appropriate measures to prevent, detect and sanction any corruption, directly or indirectly, crosswise the scope of their activities.
- ✓ **Intellectual property:** All suppliers, who have been granted the use of Brands and distinctive belonging to Ermenegildo Zegna, must guarantee the correct use and the compliant with all elements defined in the business agreement.

- ✓ **Protection of personal information:** We require our suppliers to comply with all applicable laws and regulations concerning the protection of personal information.
- ✓ **Trade restrictions and international sanctions:** All our suppliers must respect international trade restrictions and sanctions, and regulations concerning export controls.
- ✓ **Protection of assets:** Our suppliers are required to set-up all necessary measures in order to protect our resources and assets, fighting counterfeiting, and guarantee an adequate cooperation and communication flows.

5. AUDIT AND INSPECTION

- ✓ **Audit and access to information:** We reserve the right to conduct periodically compliance audits at our suppliers and their own suppliers and subcontractors in order to verify the level of compliance respect to this Supplier Code of Conduct. During the audit activities the supplier must provide all information and data's. The supplier auditee must define an action plan in order to define the corrective action in order to resolve the deficiencies identified.

In the event of any violation of this Supplier Code of Conduct by the supplier or one of its suppliers or subcontractors, Ermenegildo Zegna reserves the right to review the business relationship and possibly terminate it in conformity with applicable law.

Date:

Name and address of supplier:

Name and position of supplier representative:

Signature:

Chop (if applicable):