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enel

**SUSTAINABLE
PROCUREMENT
POLICY**

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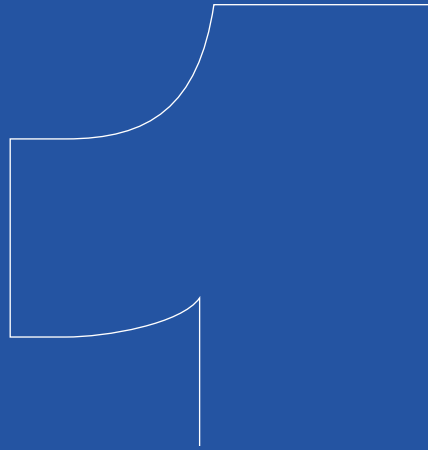
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Purpose
and scope



Purpose and scope

Enel places sustainability at the center of its industrial strategy and energy transition, recognizing structured and continuous dialogue with its stakeholders to be an enabling factor for long-term value creation, business competitiveness and the resilience of production systems. In this context, the Group is committed to a progressive decarbonization path for its activities, with the objective of achieving net zero emissions along the entire value chain by 2040, in accordance with the target certified by the Science Based Target Initiative (SBTi).

In managing relationships with the various categories of internal and external stakeholders (from investors to institutions, from local communities to suppliers...), the Group promotes a stakeholder engagement approach based on transparency, accountability and active listening. This is consistent with its governance framework and integrated into corporate decision-making processes, contributing to the sustainable and inclusive development of the territories in which it operates.


Suppliers play a central role in this journey and are recognized as key partners for improving ESG (Environmental, Social and Governance) performance, for achieving short, medium and long-term objectives in line

with the Group's industrial plan and sustainability strategy. The present policy sets out the fundamental principles of Enel's relationship with its supply chain through collaboration aimed at maximizing the economic, productive, social and environmental benefits of the energy transition, mitigating the impact generated by activities through the efficient use of resources, technological innovation and proper waste management, with awareness of the need to prevent pollution and reduce energy consumption and GHG (greenhouse gas) emissions.

Furthermore, in line with what is established within the Group's Human Rights Policy, in addition to ensuring the required quality standards, Enel's partners are expected to keep pace with the commitment to adopt best practices in terms of human rights and working conditions, health and safety, in compliance with the highest ethical and integrity standards.

This Policy applies to all companies belonging to the Enel Group, to employees and to all parties within Enel's supply chain, whether they are direct suppliers, subcontractors or sub-suppliers.





Regulatory and ethical reference framework

Regulatory and ethical reference framework

Enel requires its Suppliers to operate in compliance with applicable laws and authorizations and to adopt the highest standards in terms of sustainability. The criteria underlying

procurement practices are periodically reviewed, in order to ensure their alignment with conduct policies:

- Code of Ethics

- Zero Tolerance for Corruption Plan

- Human Rights Policy

- Group Health and Safety Policy

- Group Environmental Policy

- General Contract Conditions of Enel Group

- HSE Terms

- Supplier Code of Conduct

In addition to international standards:

- International Labor Organization (ILO) Conventions

- Ten Principles of the United Nations Global Compact

- The United Nations Guiding Principles on Business and Human Rights

- OECD Guidelines for Multinational Enterprises on Responsible Business Conduct

- OECD Guidelines for Responsible Sourcing



Supplier Code of Conduct

Supplier Code of Conduct

As part of managing relationships with suppliers, Enel has also defined a “Supplier Code of Conduct” consistent with the Group’s sustainability strategy and with its relevant corporate policies. This Code clearly and structurally

defines expectations towards suppliers in order to promote business relationships based on the sharing of the same core values and on compliance with common regulatory standards.





Governance and approach to sustainable supply chain management

Governance and approach to sustainable supply chain management

The Board of Directors (“BoD”) of Enel oversees ESG issues, including those related to the supply chain, through the Corporate Governance and Sustainability Committee; the latter assists the BoD in evaluations and decisions regarding the corporate governance of the Company and the Group and sustainability – including, among others, matters related to the supply chain and other stakeholders – performing preparatory, advisory and consultative functions.

The management of the procurement of goods, works and services necessary for carrying out the Group’s activities is entrusted to the Global Procurement function, whose organizational model consists of global purchasing units – to promote standardization, optimization and value creation for procurement categories common to all the geographical areas in which Enel operates – and country units for other procurement categories.

All Procurement units, both global and country, are linked with business structures to enable strong integration and collaboration between Enel requesting and purchasing units. In this context, Global Procurement ensures the integration of the sustainability strategy into procurement processes, in coordination with the Sustainability function, which defines the guidelines and governance framework

for the identification and management of ESG risks and impacts along the supply chain. Finally, operational implementation is supported by an approach based on collaboration with other relevant corporate functions, enabling the integration of sustainability considerations into supplier qualification, tendering, contracting and monitoring processes.

Enel promotes broad and structured engagement of suppliers aimed at supporting their transformation and growth journey. This approach is based on the awareness that the evolution of the energy sector, together with the progressive digitalization of processes, requires operating models and innovative methods in the execution of works and in the provision of goods and services.

Suppliers have access to various channels of communication with Enel to report actual or potential negative impacts on workers along the value chain. These methods include ongoing dialogue with Global Procurement representatives during qualification and tender phases, as well as interaction with representatives of the different Business Lines during contract execution.





Procurement process
ESG criteria

Procurement process ESG criteria

Enel Group integrates sustainability into every phase of its procurement activities.

Procurement processes are aimed at seeking the maximum competitive advantage for Enel and ensuring equal opportunities for every supplier; they are also based on pre-contractual and contractual conduct oriented towards

essential mutual fairness, transparency and collaboration.

Supplier performance, in addition to ensuring the required quality standards, must adopt best practices in terms of human rights and working conditions, occupational health and safety, environmental responsibility and respect for privacy and information security by design and by default.

Enel procurement employees involved in these processes are required to:

- Not preclude any supplier, who meets the required requirements, from the possibility to compete for the awarding of contracts, adopting objective and transparent criteria in selecting the pool of bidders;
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- Ensure fair competition in each tender with the presence of an adequate number of suppliers.



05.1

Supplier scouting

Supplier scouting activities are aimed at identifying and engaging new suppliers to be qualified or contracted in order to increase the sources of supply for Enel Group. The process is based on the identification of purchasing categories for which it is necessary to increase the number

of suppliers, in line with the defined procurement plan. The identified potential suppliers are subject to verification of their specific technical requirements and initiated into the qualification process.

05.2

Supplier Qualification

Enel has adopted a qualification system to identify suppliers that meet the requirements necessary to collaborate with the Group. Supplier qualification is organized by product categories, known as Merchandise Groups.

The evaluation process varies depending on the level of risk (high, medium or low) associated with each Merchandise Group (MG) for each topic (technical aspects, safety, environment, reputational, etc.).

Regardless of the risk level of the MGs, checks are carried out on legal/reputational, economic-financial and sustainability aspects, with particular reference to health and safety, environment and human rights.

With regard to health, safety and environmental aspects, for higher-risk product categories and, in the case of health and safety aspects, also for medium risk, an on-site assessment at the supplier's premises/sites is expected.

If such analyses and evaluations have a positive outcome, the supplier may be qualified and registered in the Official qualified Supplier Register for five years and, therefore, be invited to participate in the Group's procurement procedures.

Enel monitors the maintenance of qualification requirements throughout the entire period of inclusion in the Supplier Register. In the event that even a single requirement is no longer met, the supplier's qualification status will be temporarily suspended for the time necessary to carry out appropriate assessments, which may lead to re-admission to the Register or revocation of the qualification.

The evaluation of the actions described above is the responsibility of the "Monitoring Group" commission, which has to evaluate and define any measures in the event of loss of qualification requirements.

05.3

Tender process

In line with the commitment to introduce sustainability-related aspects into tender processes, Enel has adopted a structured process for defining sustainability "Requirements" (conditions necessary for the supplier's participation in the tender) and sustainability "K" factors (optional factors that provide for the assignment of a score/reward to the supplier that possesses them), grouped

according to environmental, social and governmental aspects. The criteria that determine contractual commitments are then also monitored throughout the entire contract execution period. Failure to comply entails consequence management actions ranging from the application of penalties to contract termination.

05.4

Supply chain decarbonization

The supply chain represents one of the main sources of the Group's indirect emissions (Scope 3).

Enel, therefore, pays particular attention to the decarbonization of its supply chain, mainly through the introduction of specific sustainability Requirements and/

or K in tender processes that incentivize suppliers with high environmental performance and in possession of recognized certifications (ISO, EPD), contributing to the objectives of Enel's Net Zero Roadmap to 2040, certified by the Science Based Targets initiative (SBTi) and aligned with limiting global warming to 1.5°C.

05.5

Ethical principles in contractual relationships

With reference to contractual aspects, Enel has defined specific clauses, subject to periodic updates, applicable to all contracts for works, services and supplies, in order to incorporate relevant regulatory updates and ensure continuous alignment with international best practices in environmental sustainability, social responsibility, protection of human rights, occupational health and safety and integrity.

The General Contract Conditions provide, with regard to labor protection, that suppliers, subcontractors, sub-suppliers, third parties and, more generally, the entire involved supply chain, ensure compliance with current

regulatory provisions concerning remuneration, social security, insurance and taxation, with reference to all workers employed, in any capacity, in the execution of the contract.

Compliance is also required with the principles set out in the International Labor Organization (ILO) Conventions and with legal obligations regarding the protection of child and female labor, equal treatment, prohibition of discrimination, abuse and harassment, freedom of association, trade union rights and representation, rejection of forced labor, as well as safety, environmental protection and hygienic-sanitary conditions.

With reference to ethical aspects, Enel's General Contract Conditions provide that suppliers:

- Acknowledge the so-called "ten principles" of the United Nations Global Compact and declare that they manage their activities and business operations in compliance with such principles regarding human and labor rights, environmental protection and anti-corruption;
- Acknowledge the commitments undertaken by Enel through the principles contained in the documents referred to below and comply with them in the execution of the contract, undertaking to:
 - Share the principles of the Code of Ethics, which promotes, among other things, the value of fair competition through abstention from collusive, predatory or abuse of dominant position behaviors;

- Share the principles of the Group's Zero Tolerance for Corruption Plan, which establishes the absolute prohibition of corrupt practices and the commitment to operate according to criteria of integrity and legality;
- Comply with the Human Rights Policy, which also includes principles relating to respect for the environment and biodiversity;
- Acknowledge the adoption by Enel, as applicable, of the Organization, Management and Control Model pursuant to Legislative Decree no. 231/2001 (for the Group's Italian companies), of the criminal risk prevention models provided for by applicable national regulations, or of the Enel Global Compliance Program, undertaking to be guided by equivalent principles in the execution of the contract;
- Adopt suitable behaviors to prevent conflicts of interest for the entire duration of the contractual relationship, by committing to promptly notify Enel in writing should circumstances attributable to such situations emerge.



In addition to the above obligations set out in the General Contract Conditions, there are further commitments that suppliers undertake when signing the contract, including the prohibition of forced labor, the obligation to oversee and control their own supply chain, the declaration of not being subject to international sanctions or criminal proceedings for specific categories of offenses. Furthermore, in line with the commitment to promote

the adoption of high standards in health, safety and environmental matters along the supply chain, Enel has adopted a set of specific contractual clauses, applied at Group level, which define the set of obligations concerning health, safety and environment that contractors must comply with and ensure compliance by their subcontractors (Health, Safety and Environment Provisions).

05.6

Supply-chain risk management

With reference to the risk management system, Global Procurement applies metrics aimed at representing the risk level of each supplier by calculating an aggregated index determined on the basis of specific indicators.

For example, the calculation includes the probability of insolvency, the level of concentration of contracts with individual suppliers or industrial groups, the degree of the supplier's dependence on Enel, the performance index relating to the correctness of conduct throughout the entire tender process, as well as quality, punctuality and sustainability in contract execution, country risk and other relevant factors.

For these indicators, specific thresholds are defined that guide the procurement strategy, negotiation activities and award decisions, enabling an informed assessment of the potential risks and benefits involved.

The global geopolitical context is also subject to continuous monitoring, including in relation to material supply chains, in order to manage market price volatility and adopt

the most appropriate strategies such as, for example, diversification sources of supply. This approach is aimed at preventing disruptions in the supply chain and mitigating risks arising from market shortages, logistical criticalities, and operational interruptions.

In addition to these measures, Enel has adopted a set of specific contractual clauses aimed at preventing potential geopolitical risks and human rights violations through the supply chain mapping for main strategic supplies.

Such clauses are differentiated by purchasing category according to a risk-based approach, with reference to the critical materials characteristic of each product and provide for different levels of analysis along the supply-chain tiers, as well as obligations for direct suppliers and monitoring mechanisms.

05.7

HSE Partnership

Enel promotes the engagement of its suppliers to strengthen a "partnership" relationship on safety and the environment, through engagement and awareness initiatives (e.g. Contractor Day or Safety and Environment Days) with the specific objective of exchanging best practices, sharing experiences and "lessons learned" and working together to develop business processes that ensure increasingly higher safety and environmental standards.

The approach is based on close collaboration between

the Group and its suppliers: sharing of Quality, Health, Safety and Environment objectives in the assignment and execution of works, monitoring of health, safety and environmental performance, also through the analysis of dedicated indicators that provide drivers to guide preventive and support actions.

There are also periodic meetings involving operational and managerial levels of Enel and its suppliers and sub-suppliers in order to foster an open and continuous dialogue.

05.8

Supplier Development Program

Enel has launched several initiatives in order to make the supply chain increasingly resilient and to make the concept of supplier centrality more concrete and tangible.

An example is the Supplier Development Program, aimed at supporting the growth path of companies in the supply chain and, at the same time, contributing to the achievement of the Group's strategic objectives.

Through the agreements with numerous top-tier partners,

more favorable conditions with respect to the market are guaranteed for access to the services offered by the program.

These include financial instruments to facilitate access to liquidity, subsidized finance, managerial training programs, consulting services on sustainability and circular economy, access to rent catalogs of work transport vehicles and work machinery, services for obtaining certifications, scouting and recruiting of personnel and cyber security.

This program is aimed at promoting:

- Increased awareness in relation to sustainability and digitalization topics;
- Business diversification and the consequent reduction of suppliers' dependence on Enel;
- Increased financial strength;
- Internationalization, an enabling factor to further grow Enel's business outside the national and European territory.



05.9

Supplier Performance Management (SPM)

Supplier Performance Management (SPM) is a process of systematic collection of data and information relating to the execution of the services covered by the contract whose objective, from a collaboration perspective with suppliers, is not only to undertake any corrective actions

during contract execution, but also to encourage a path of improvement. Depending on the performance achieved by suppliers, a “consequence management” model is applied, which may include actions aimed at improvement and risk reduction as well as actions to reward excellence.



The monitoring of categories is carried out:

- **at contractual level:** analysis carried out periodically that takes into account the supplier's performance during the contract validity period to minimize contractual risk. Following this analysis, ordinary actions may be undertaken such as contract termination, application of penalties where provided, assignment of an improvement plan, increase of contractual volume where applicable, etc.;
- **at merchandise group level:** long-term analysis carried out periodically that takes into account the supplier's performance over the last 12 months, with the objective of implementing consequence management actions at a broader level such as, on the supplier's qualification status in the Register (suspension, extension of the qualification duration, increase or decrease of the awarding class, etc.).

Furthermore, supplier assessments carried out within the SPM process produce an indicator that allows a synthetic

evaluation of performance in specific areas, which are in turn used to integrate an aggregated risk indicator.