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ASSET MANAGEMENT IRELAND

Fideuram Asset Management (Ireland) dac

FAMI ADDENDUM TO THE INTESA SANPAOLO GROUP INTERNAL CODE OF CONDUCT ("the Irish Addendum")

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Document control

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1	December 2023	Compliance desk	N/A – first issuance
2	October 2025	Compliance desk	- Added clarification that the Conduct Standards are not to be viewed in isolation but as a component of the firm's broader regulatory obligations which support and reinforce FAMI's other critical frameworks; -Added examples of behaviours that comply with the obligations referred to SFDR, Guidance on Fund Names and DORA regulations.



1. INTRODUCTION

- 1.1 *This Irish Addendum forms part of the Intesa Sanpaolo Group Internal Code of Conduct (the “Group Code of Conduct”) and is applicable to all Management Board members, PCF and CF holders and all employees who come within the definition of “Recipient” under the Group Code of Conduct in respect of Fideuram Asset Management Ireland DAC (“FAMI”). [The provisions contained in this Irish Addendum also apply to workers under supply contracts and participants of internship/traineeship initiatives with FAMI, insofar as they are compatible with the activities carried out and the rules governing the relative relationships.]*
- 1.2 *FAMI, as a regulated financial services provider licensed by the Central Bank of Ireland (CBI), is committed to meeting the highest standards of conduct and governance. This Addendum provides a specific framework for conduct that aligns with Irish law and the CBI's regulatory and supervisory expectations.*
- 1.3 *The Central Bank (Individual Accountability Framework) Act 2023, together with associated regulations and guidance issued by the Central Bank sets out the requirements of the Individual Accountability Act (the “IAF”). As a regulated firm within scope of the IAF, FAMI is required to establish, maintain, and give effect to policies on how the Common Conduct Standards and Additional Conduct Standards are integrated into the conduct of its affairs.*
- 1.4 *One of the elements of the IAF is the introduction of clear and enforceable conduct standards, which are intended to act as a benchmark to demonstrate the standards of behaviour which are expected from individuals and firms. In particular, the conduct standards comprise the following elements:*
 - (A) *Common Conduct Standards, which apply to all persons performing CF roles in regulated financial services providers;*
 - (B) *Additional Conduct Standards, which apply to all persons performing PCF roles and the CF-1 in regulated financial services providers; and*
 - (C) *Business Standards, which apply directly to regulated financial services providers themselves.*
- 1.5 *On this basis, it is important that all employees are not only aware of the Common Conduct Standards but also committed to upholding them in every aspect of their employment with FAMI. These standards apply universally, regardless of whether the individual is acting on the company's behalf inside or outside of Ireland.*
- 1.6 *The requirements of this Irish Addendum, particularly the Conduct Standards, are not to be viewed in isolation. They are a fundamental component of the firm's broader regulatory obligations and are designed to support and reinforce FAMI's other critical frameworks. As an integral part of FAMI's governance, these standards apply to all aspects of the company's operations and are designed to ensure consistency and coherence across the company's compliance with key regulations, including those concerning Operational Resilience (DORA), Sustainable Finance (SFDR), and Risk Management.*



- 1.7 *The requirements of this Irish Addendum are in addition to the obligations and requirements you are subject to under the Group Internal Code of Conduct and the provisions of this Irish Addendum should be read and considered together with the Group Code of Conduct at all times.*
- 1.8 *The requirements of this Irish Addendum are in addition to any other obligations you may be subject to under the IAF. In particular, the Common Conduct Standards operate independently from the Central Bank's Fitness & Probity regime.*

2. COMMON CONDUCT STANDARDS

2.1 There are five Common Conduct Standards ("CCS"). The IAF also provides a non-exhaustive list of standards constituting each CCS.

- **CCS 1:** You must act with honesty and integrity
- **CCS 2:** You must act with due skill, care and diligence
- **CCS 3:** You must co-operate in good faith and without delay with the Central Bank and equivalent regulators in other jurisdictions
- **CCS 4:** You must act in the best interests of customers and treat customers fairly and professionally
- **CCS 5:** You must operate in compliance with standards of market conduct, trading venue rules and any applicable market codes

2.2 The below is a non-exhaustive list of behaviours that the IAF provides in relation to each of the Common Conduct Standards:

Common Conduct Standards	
1.	<p><u>Act with honesty and integrity:</u></p> <ul style="list-style-type: none">a) having regard to the legitimate interests of the firm, its staff, customers and other persons with whom it engages,b) operating without bias and preventing, or identifying and appropriately managing, conflicts of interest,c) not exerting pressure or influence on a customer so as to limit their ability to make an informed choice in relation to any financial service,d) not misusing or misappropriating any assets or information of the firm or its customers, ande) reporting appropriately, and not impeding others from reporting, to the management of the firm:<ul style="list-style-type: none">i. information relevant to, or giving rise to a suspicion of, the commission of a prescribed contravention or contravention of any other legal obligation or standard imposed on the firm, andii. any matter otherwise adversely affecting the activities or interests of customers, the firm, its related undertakings, or the financial system in the State.



	<p><i>Examples of behaviours that comply with your obligation to act with honesty and integrity:</i></p> <ul style="list-style-type: none">a) doing the right thing even when nobody is watching,b) demonstrating trustworthiness and reliability,c) adhering to the firms policies,d) preventing, identifying and managing any potential conflicts in a clear and timely manner,e) appropriately communicating, discussing and documenting conflicts in order to assess their materiality and take mitigating measures,f) assessing potential conflicts on an ongoing basis, not as a “one-off” exercise,g) consulting with experts or reporting lines where unsure or unclear about something,h) practising and encouraging honest and open communication,i) following through on commitments and taking responsibility for actions,j) not acting for personal gain but rather in accordance with positive values,k) not misreporting or falsifying documents, including details of training, qualifications, past employment record or experience,l) recognising and acknowledging bias, understanding the effect of cognitive biases on decision-making and demonstrating attention and effort to lessen the impact of such biases, such as strategies and seeking out broader perspectives.m) Ensuring all statements, marketing materials, and disclosures related to environmental, social, and governance (ESG) or sustainability factors are accurate, clear, and not misleading, in line with regulations such as the Sustainable Finance Disclosure Regulation (SFDR) and applicable ESMA guidelines on ESG-related fund names. <p><i>Examples of behaviours that breach your obligation to act with honesty and integrity:</i></p> <ul style="list-style-type: none">a) deliberately performing your job in a way that you know is against firm policies or practice,b) failing to adhere to firm policies and procedures,c) misreporting,d) destroying documents,e) failing to disclose, not disclosing fully or providing misleading, invalid or incorrect information to the firm, its customers, employees or regulators,f) misusing assets or confidential information in respect of clients or the firm,g) actions that constitute serious misconduct under your employment agreement.h) failing to ensure that disclosures related to a fund’s ESG characteristics are accurate or failing to correct a material error in such disclosures.i) using misleading or exaggerated language to describe a fund's sustainability features or failing to meet the stated investment criteria for a fund with a sustainable name.
2.	<u>Act with due skill, care and diligence:</u>



- a) having appropriate knowledge of the business activities of the firm relevant to the CF role, and the associated risks of those activities,
- b) having appropriate knowledge of the legal and regulatory framework, including any legal obligation or standard imposed on the firm, relevant to the CF role,
- c) operating in compliance with the systems and controls, processes, policies and procedures of the firm and any legal obligation or standard imposed on the firm,
- d) acting without detriment to customers, the firm, its related undertakings, or the financial system in the State,
- e) ensuring that any communication, including any record, provided to a customer or other person is clear, accurate, up to date and not misleading,
- f) acting appropriately in any decision-making, including collective decision-making, ensuring decisions are properly informed and exercising sound judgement, and
- g) monitoring the performance of any delegated tasks and ensuring that those tasks are appropriately performed.

Examples of behaviours that comply with your obligation to act with due skill, care and diligence:

- a) taking appropriate action, for example reporting to relevant regulatory bodies, where the individual considers that a decision may not be in the best interests of customers based on the facts and information at hand on the matter and following appropriate and effective challenge,
- b) acting to the best of one's ability and in a consistent manner to a standard that could reasonably be expected from an individual in such a role,
- c) having a clear and comprehensive understanding of the business activities of the firm that are relevant to your role/ function and the specific responsibilities that are to be undertaken in your function including but not limited to the associated risks and the related legal and regulatory framework,
- d) keeping yourself informed with regard to developments relevant to their role/function, including for example changes in respect of the legal and regulatory framework, the firm's market, customer base, industry and the associated impact on risks by engaging in relevant training and maintaining qualifications as required,
- e) proactively identifying and reporting any potential or actual ICT-related incidents, vulnerabilities, or weaknesses in the firm's systems, following internal procedures.
- f) ensuring that the use of the firm's technology and information systems is in full compliance with all relevant security and operational policies, including those related to third-party providers. having sufficient knowledge to explain an issue and if not seeking the relevant expertise on a timely basis,
- g) where you have direct or indirect reports, monitoring performance of the delegated task on an ongoing basis, including but not limited to staying up to date and knowledgeable about the issues or activities delegated, receiving reports on progress and where appropriate challenging the information received as well as progress made,
- h) providing advice or guidance to customers only where qualified or competent to do so,
- i) explaining the risks of a product to a customer,



	<p>j) proactively keeping informed with regard to developments relevant to your role, including for example changes in respect of the legal and regulatory framework, the regulated firm's market, customer base, industry and the associated impact on risks by engaging in relevant training and maintaining qualifications as required,</p> <p>k) errors in judgment or omissions which are not deliberate are not breaches of this standard, in particular where you take steps to remedy and learn from errors.</p> <p><i>Examples of behaviours that breach your obligation to act with due skill, care and diligence:</i></p> <p>a) providing advice or guidance to customers where not competent to do so,</p> <p>b) engaging in acts, omissions or business practices that could be reasonably expected to cause customer detriment,</p> <p>c) failing to explain the risks of a product to a customer,</p> <p>d) providing false, inadequate or misleading information to others including details relating to a product, an individual's qualifications, past employment record or experience,</p> <p>e) treating compliance with relevant systems and controls as a "tick-box" exercise instead of as an enabler of the effective operation of the business.</p> <p>f) failing to follow FAMI's established policies and procedures for reporting an ICT incident, or otherwise concealing a cyber-security threat or vulnerability.</p> <p>g) deliberately circumventing security controls or failing to report a known weakness in a technology system.</p> <p>f) h) neglecting to perform required due diligence or ongoing monitoring on an ICT third-party service provider as part of your delegated responsibilities.</p>
3.	<p><u>Co-operate in good faith and without delay with the Central Bank and equivalent regulators in other jurisdictions:</u></p> <p>a) responding to requests and requirements under financial services legislation in an open and timely manner,</p> <p>b) disclosing information or records when required to do so under financial services legislation,</p> <p>c) attending meetings and interviews when required to do so under financial services legislation,</p> <p>d) not providing false, inaccurate or misleading information, records or explanations,</p> <p>e) not destroying, hiding or putting beyond reach information or records that it is reasonable for the person to expect to be required to be disclosed under financial services legislation, and</p> <p>f) not engaging in evasive, misleading or obstructive conduct.</p> <p><i>Examples of behaviours that comply with your obligation to cooperate:</i></p> <p>a) reporting information in accordance with existing internal processes,</p> <p>b) accommodating requests from the Central Bank in a timely, co-operative and transparent manner,</p> <p>c) answering Central Bank questions openly and honestly.</p>



	<p><i>Examples of behaviours that breach your obligation to cooperate:</i></p> <ul style="list-style-type: none">a) being untruthful, providing false or misleading information,b) trying to prevent or influencing a decision to prevent information from being reported,c) failing to attend a requested meeting or interview,d) unreasonable delays in providing requested information,e) sending piecemeal, ambiguous or irrelevant information in a way that obscures salient information,f) relying on loopholes or technicalities to justify or defend uncooperative behaviours,g) failing without good reason¹ to:<ul style="list-style-type: none">i. inform a regulator of information of which the approved person was aware in response to questions from that regulator,ii. attend an interview, meeting or answer questions put by a regulator, despite a request or demand having been made,iii. reply to questions or requests for information in a timely manner, andiv. supply a regulator with appropriate documents or information when requested or required to do so as required under financial services legislation and within the time limits attaching to that request or requirement.
4.	<p><u>Act in the best interests of customers and treat customers fairly and professionally:</u></p> <ul style="list-style-type: none">a) ensuring that customers are informed in a clear manner of relevant information relating to financial services of which they ought to be aware, and not impeding the provision of relevant information to customers,b) communicating with customers in a timely manner having regard to the urgency of any matter and the time required by the customer to consider the relevant information,c) assessing the needs and circumstances of customers, including their level of knowledge and experience of financial services, their financial circumstances and the range of options available to them, and ensuring that any advice or recommendation provided to customers is appropriate and tailored to their needs and circumstances,d) ensuring that customers are not misled as to the advantages of any financial service,e) acknowledging and seeking to resolve any complaints received from customers,f) resolving errors or mistakes affecting customers, and disclosing errors or mistakes to the customers affected in a timely manner, andg) not acting in a manner that is unfair to customers. <p><i>Examples of behaviours that comply with your obligation to act in the best interests of customers and treat them fairly and professionally:</i></p>

¹ Good reasons can include: (i) a right to preserve legal professional privilege; (ii) a right to avoid self-incrimination; (iii) complying with an order of a court; and/or (iv) complying with an obligation imposed by law or by a regulator.



	<ul style="list-style-type: none">a) providing adequate control over a client's assets by segregating a client's assets and processing a client's payments in a timely manner,b) clear and comprehensible communication with customers,c) providing advice or guidance to a customer only when an individual is competent to do so,d) considering the root cause of customer issues and taking action to minimise the chance of an issue recurring,e) providing clear, fair, and not misleading information to customers about the ESG risks and opportunities associated with a fund, including details on the firm's investment process and stewardship activities. <p><i>Examples of behaviours that breach your obligation to act in the best interests of customers and treat them fairly and professionally:</i></p> <ul style="list-style-type: none">a) creating and selling products which fail to meet the legitimate expectations of the customers,b) ignoring feedback from customers that may indicate problems which need to be addressed,c) failing to consider if an issue raised by one customer might have affected other customers as well,d) undertaking, recommending or providing advice on transactions without a reasonable understanding of the risk exposure of the transaction to a customer, including recommending transactions in investments to a customer without a reasonable understanding of the liability (either potential or actual) of that transaction,e) providing advice or guidance where not competent to do so,f) providing a customer with inaccurate information about the sustainability profile or ESG risks of a fund.
5.	<p><u>Operate in compliance with standards of market conduct, trading venue rules and any applicable market codes.</u></p> <p><i>Examples of behaviours that breach your obligation to operate in compliance with applicable market rules and standards:</i></p> <ul style="list-style-type: none">a) complying with internal market conduct policies, processes and procedures,b) complying with relevant industry codes of practice, particularly where the regulated firm has made a commitment to comply,c) taking steps to gain an awareness of:<ul style="list-style-type: none">i. relevant rules, processes, policies, procedures, systems and controls (both the relevant market conduct and trading venue rules and the internal systems in place to ensure compliance); and,ii. conduct risks relevant to the CF and market activity that the person engages in. <p><i>Examples of behaviours that breach your obligation to operate in compliance with applicable market rules and standards:</i></p> <ul style="list-style-type: none">a) manipulating or attempting to manipulate a benchmark or a market, such as a foreign exchange market, or a benchmark.



3. CONCLUSION

Due to the fundamental nature of the Common Conduct Standards, it is FAMI's expectation that all Recipients will familiarise themselves with, behave in a manner that is consistent with, the standards. FAMI is fully committed to integrating the Common Conduct Standards into all aspects of its conduct, which depends on compliance with the standards at an individual level. For this reason, your compliance with the Common Conduct Standards will be taken into account when your overall performance is being reviewed and/or you are being considered as a candidate for promotion.