

# Procurement Policy

## **TABLE OF CONTENTS**

<b>1. Background</b>	<b>3</b>
<b>2. Purpose and Scope</b>	<b>3</b>
<b>3. Basic Principles</b>	<b>4</b>
<b>4. Lines of action and commitments</b>	<b>5</b>
<b>5. Implementation and monitoring</b>	<b>6</b>
<b>6. Communication and transparency</b>	<b>6</b>
<b>7. Approval, monitoring and control</b>	<b>6</b>

## **1. Background**

The Board of Directors of Cellnex Telecom, S.A. (hereinafter, “Cellnex” or the “Company”), is the body by which the entity is represented at the highest level, responsible for the directorship, administration, management and control of the business.

In the performance of these functions, the Board of Directors of Cellnex is responsible for approving the general policies and strategies of the Group and therefore approves this Policy and reinforces its commitment to its application in all the companies controlled by Cellnex (“Cellnex Group” or the “Group”).

This document reflects the importance attached by the Group to the adoption of the good corporate governance practices and determines the key commitments, principles and foundations of the Cellnex Group's Procurement Policy.

## **2. Purpose and Scope**

### **2.1. Purpose**

The new policy has been drawn up with the aim of advancing the Company's commitment to ESG to its value chain and its stakeholders, reinforcing the commitment to its implementation and the key levers to do so, as well as updating the focus on financial sustainability of our procurement according to Cellnex business model.

The Procurement Policy sets a clear framework for the Cellnex Group and its Suppliers on policies and code of conduct governing the procurement activity of the Group.

This document is part of Cellnex's formal commitment to excellence in the procurement function, which has as its main objective the delivery of efficiencies to the Group in a sustainable way through the highest professional and ethical standards.

### **2.2. Scope**

The Procurement Policy constitutes a corporate Policy and is applicable to all companies that make up the Cellnex Group in the countries in which it operates. In this connection, the Group's companies and subsidiaries shall adopt the appropriate decisions and their actions will be governed accordingly in order to ensure compliance with the Policy.

For the purposes of this Policy, companies of the Cellnex Group are those Companies in which Cellnex Telecom, S.A. possesses or may possess, directly or indirectly, the control, where control means:

- the ownership of the majority of the voting rights
- the ability to appoint or remove a majority of the members of the Board of Directors (or equivalent body), or

- the ability to hold, by virtue of any agreements concluded with third parties, the majority of the voting rights.

This Policy shall apply to all levels of financial commitment to third party Suppliers, except site leases and site acquisitions, national and local taxes, energy hedging, M&A deals and financing, staff costs and expense declarations, and intercompany agreements.

### 3. Basic Principles

The Procurement process sets out the basis on which commitment to third parties for Group expenditure will adhere to rules and a governance structure. This is key for the Company due to the high economic, environmental and social impact of the Group's spend. Because of the relevance and impact, internally and to all its stakeholders, Cellnex has established a framework for the selection and control of the supply chain, awarding contracts that support continuous improvement of procurement processes and establish lasting and stable business relationships.

The basic principles of this Procurement Policy are:

**Overall integration with Cellnex Policies.** Cellnex's Procurement Policy is aligned with and complementary to other Cellnex internal policies and regulations, such as the [Code of Ethics](#), the [Risk Management policy](#), the [Human Right policy](#) and the [ESG policy](#), amongst others and the Cellnex Integrated Management System.

**Sustainable efficiency and financial integrity.** This requires that Cellnex procurement decisions take into account the overall costs along the lifecycle of the procured goods or services, considering value generation for Cellnex (price, quality, performance, functionalities and ESG considerations). This is necessary to enable Cellnex to provide the best possible return for its shareholders over the longer term.

**Contractual commitments meet the Group's minimum standards** for supplier selection, procurement process and contractual liability. To achieve this, according to the total value of the commitment, the final award decision will include an assessment of the role of Procurement and the Governance applied in the process.

**The defense of free competition** is one of the basic principles in the selection of suppliers. There is a duty to act with impartiality, integrity, objectiveness, transparency and to ensure equal opportunities. The selection of suppliers will be based principally on the criteria of cost, quality, delivery compliance and sustainability, while always acting under the principles of Cellnex's Code of Ethics and Suppliers' Code of Conduct.

**Ensuring the Supply Chain both support and are compliant with the Group's policies, which include the following principles:**

**Group and its suppliers are actively and responsibly undertaking to protect the environment**, respecting the current legislation on the matter, and adopting procedures to minimize the environmental impact and GHG emissions of their activities.

**Compliance with the protection of and respect for universally recognized basic Human Rights**, within the Cellnex Group's area of influence, is mandatory for the Cellnex Group's suppliers and every procurement decision will be aligned with this principle.

**Information containing personal and/or confidential data** which may arise from commercial relations between the Cellnex Group and its suppliers must comply with the data protection policy which ensures the confidentiality of such data.

**Compliance with the applicable legal and regulatory requirements** (international, European, State, regional and local) and the willingness to adapt to future regulations, customer and social requirements, is a commitment and responsibility shared by the entire Cellnex Group.

**Suppliers Code of Conduct** details how suppliers will have to behave as part of Cellnex's supply chain. This Code of Conduct is published on the corporate website and suppliers are obligated to be aware of and be able to demonstrate compliance.

#### **4. Lines of action and commitments**

Based on the basic principles established in section 3, Cellnex is committed to promoting these values, both at the core of its operations and in its sphere of influence. Therefore, the main lines of action to which Cellnex is committed are:

##### **4.1. Processes and tools**

Procurement publishes in the internal channels the different processes required to undertake procurements, award contracts and the management of supply and contracts. Procurement will provide the required training and support materials to ensure all users in Cellnex Group know how to perform these activities. Moreover, Procurement will maintain updated documentation accessible for all users.

The established procurement processes require a clear segregation of functions defined, which is necessary for Group governance. The segregation of procurement duty ensures the correct supervision and control of compliance with the basic agreed principles.

The processes are to be executed in all the countries where Cellnex Group operates.

##### **4.2. Risk & ESG management in the Supply Chain**

The management of risks and ESG aspects is a fundamental part of the procurement activity, and will be considered when making purchase decisions in accordance with the Procurement processes. These include when exclusion criteria may be applied to a supplier or contract.

Additionally, Cellnex undertakes to periodically review how its main suppliers (main suppliers defined in terms of economic volume, impact on Cellnex's Group activity) perform to ensure that they do not represent any undue risk for Cellnex Group and that they are acting in accordance with the Group policies and codes of conduct.

## **5. Implementation and monitoring**

The Procurement area is responsible for monitoring compliance to the procurement processes, with the participation of different areas of the Company, and is also responsible for promoting, measuring and reporting the development and implementation of this Policy on a global and local scale. Cellnex undertakes to maintain a transparent management model for procurement and to regularly share it with the internal management bodies and with the main stakeholders.

All Cellnex Group employees have an obligation to know, understand and comply with the terms of this Policy regardless of the country or region in which they are located. In addition, they must report any possible impact or non-compliance on the matter.

## **6. Communication and transparency**

Cellnex is committed to sharing its progress on the observation and implementation of the Procurement Principles on a regular basis with both internal and external stakeholders, upholding the principle of transparency.

Cellnex promotes knowledge and compliance with the commitments established in this Policy, which will be permanently available on the website.

## **7. Approval, monitoring and control**

The Audit and Risk Management Committee is the body responsible for monitoring the degree of compliance of this policy.

Barcelona, 26<sup>th</sup> January 2023.