



MSC CRUISES
BUSINESS PARTNER (SUPPLIER)
CODE OF CONDUCT 2024

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FOREWORD

FROM MSC CRUISES EXECUTIVE CHAIRMAN

A MESSAGE TO OUR BUSINESS PARTNERS AND SUPPLIERS

As the world's largest privately-owned cruise company, MSC Cruises SA, together with its affiliates and group companies ("MSC Cruises"), is committed to undertaking business fairly and upholding all applicable laws, including but not limited to anti-bribery, sanctions and forced labour and underage employment laws. MSC Cruises is also committed to the development of sustainable practices as well as to the protection of human rights and the environment.

MSC Cruises has adopted the Business Partner Supplier Code of Conduct (the "Policy" or "Business Partner Code") and it is the expectation of MSC Cruises that its Business Partners assist in the fight against bribery and corruption, compliance with sanctions, forced labour legislation as well as other sensitive compliance areas by conducting business ethically. The Business Partner Code applies to all business partners, suppliers, vendors, distributors, consultants, agents and any other third parties who do business with us or on our behalf ("Business Partners").

The purpose of the Business Partner Code is not to cover all circumstances or anticipate every situation that may arise. Instead, it sets forth the principles and policies for the conduct of MSC Cruises' business in an ethical manner. When encountering situations not addressed specifically by this Business Partner Code, it is MSC Cruises expectation that its Business Partners maintain the highest ethical standards observed in their respective industry.

Sincerely,
Pierfrancesco Vago
Executive Chairman

GLOSSARY

Glossary of relevant terms

TERM	DEFINITION
Active Bribery	Means any action to, directly or indirectly, offer, promise or give to any person of the private sector an undue advantage, in order to cause that person to carry out or fail to carry out an act in connection with his or her professional or commercial activity which is contrary to his or her duty or dependent on his or her discretion.
Business Partner	The Business Partner means all business partners, such as vendors, suppliers, distributors, consultants, agents and any other third parties who do business with us or on our behalf.
CLIA	Means the Cruises Lines International Association.
Code	Means the latest version of MSC Cruises Business Partners' Code of Business Conduct.
Company	Means any and all companies of MSC Cruises S.A. group, i.e., the same MSC Cruises SA, located at Avenue Eugène-Pittard 16, 1206 Geneva, Switzerland and/or any entity that is directly or indirectly controlled by MSC Cruises no matter the geographical location.
Confidential Information	Means all non-public information in MSC Cruises' possession related to business, including, but not limited to, contracts, pricing information, marketing plans, trade volumes, customer's identity, trade secrets and any other information of commercial value to any other person, communicated by any means, including oral and/or electronic means, whether marked, designated or otherwise identified as "confidential".
Corruption	Means the action of offering, promising or giving a Government Official, directly or indirectly, an advantage which is not due to him, in order to cause that Government Official to carry out or to fail to carry out an act in connection with his official activity which is contrary to his duty or dependent on his discretion.
Employee(s)"	Means employees, representatives, officers and directors of MSC Cruises, as defined hereafter, including but not limited to MSC Cruises' ship management, crewing companies, and owned sales agents, as well as crew members and onboard personnel of MSC Cruises' ships.

TERM	DEFINITION
Facilitation Payment	Means any payments or advantages of any kind made with the purpose of expediting or facilitating the performance by a Government Official of a routine governmental action.
Government Official	Means a person: (i) serving with, employed by or acting as an agent of any agency or entity of the national, state or municipal governments of any country; (ii) serving with, employed by or acting as an agent of any public international organization (such as the World Bank or the United Nations); (iii) working in any government-owned or government-controlled commercial enterprise; (iv) working in a political party; (v) running as a candidate for a political office.
Passive Bribery	Means the action of the Business Partner or an employee of the Business Partner, directly or indirectly, to solicit, accept, or receive an undue advantage for his or her own benefit or for the benefit of a third person for the commission or omission of an act in connection with his or her professional or commercial activity which is contrary to his or her duty or dependent on his or her discretion.
Related Parties	Related Parties means the Business Partner, its employees, directors and any other person or entity acting on its behalf.



1. ENVIRONMENT

Ashore and onboard, MSC Cruises is committed to reducing its impact on the environment, the seas, and oceans that it sails and to comply with all applicable laws and regulations in the countries in which it operates. Furthermore, through different projects, investments, and initiatives, MSC Cruises is truly engaged in preserving the marine environment and relies on sound environmental practices to ensure protection of the environment.

MSC Cruises expects its Business Partners to share the above commitment by operating cleanly, efficiently, and sustainably and by complying with all applicable environmental laws.

2. HUMAN RIGHTS AND LABOUR STANDARDS

MSC Cruises respects all people and supports their human rights.

Our Business Partners help fulfill this commitment by also protecting anyone who does work on their behalf by following employment laws, by supporting employee rights to unionize, by providing fair wages and working hours, by ensuring safe working conditions and by prohibiting harmful practices like underage employment, forced labour, physical punishment, or abuse.

Furthermore, MSC Cruises Business Partners do this by choosing their own business partners responsibly, by using appropriate due diligence processes, by establishing clear policies to ensure their compliance with the requirements of this Code as well as regularly monitoring their ongoing performance. MSC Cruises Business Partners help maintain a safe environment for everyone and we rely on them to follow all applicable safety laws, regulations, guidelines, and industry codes especially when carrying out work on MSC Cruises premises. We expect that MSC Cruises Business Partners will implement their own safety and health practices and training to minimize and avoid any injuries.

Non-Discrimination

Diversity is one of MSC Cruises' greatest assets. We think that different profiles and backgrounds offer great opportunities and added value to MSC Cruises.

To ensure that each person's individuality is respected, MSC Cruises does not tolerate any discrimination based on sex, race, religion, language, gender, national origin, age, disability, political or ideological beliefs, marital status, and sexual orientation or family responsibilities. MSC Cruises strictly complies with applicable laws in all aspects of employment, in particular those laws related to elimination of discrimination in respect of employment. Therefore, MSC Cruises is firmly committed to support equal employment opportunity and diversity by ensuring that all decisions to recruit and promote are based on merit.

Protection of Children and Adolescents.

MSC Cruises strongly opposes the use of child labour (underage employment) and complies with all applicable laws related thereto. For the purpose of this Code, "Child Labour" is

defined as any illegal form of child labour as determined under the ILO Conventions no. 138 of June 1973 and no. 182 of 17 June 1999. Work by children under the age of 16 is strictly prohibited. In countries where local laws set a higher age for child labour or set an age for completion of compulsory education higher than 16, the highest age is applicable. Workers under the age of 18 shall not perform any overtime or hazardous work or work a night shift. Business Partners may use lawful, legitimate, properly managed workplace apprenticeship programs, such as student internships.

Working Conditions

MSC Cruises supports and respects internationally recognized human rights in conducting its business relationship and activities worldwide.

MSC Cruises believes that each person deserves to be treated equally and properly and this responsibility lies also with every employee.

MSC Cruises condemns forced labour and any form of exploitation or slavery and complies with all applicable laws.

MSC Cruises Business Partners are expected to comply with all the above mentioned or otherwise applicable laws pertaining to human rights.

Harassment and Other Abusive Conduct

MSC Cruises believes in and supports the fundamental dignity of all Employees and does not tolerate any form of harassment or abusive conduct. Harassment and abusive conduct can include acts or threats of violence to another person (including gestures, language, and physical contact), the intentional damaging of MSC Cruises' property or the property of another person, or any other behavior that causes others to feel unsafe in MSC Cruises' workplace.

MSC Cruises does not tolerate retaliation against any Employee who complains of harassment or who participates in an investigation.

MSC Cruises Business Partners are expected to comply with all the above mentioned or otherwise applicable employment laws pertaining to relevant jurisdictions.

Health and Safety

MSC Cruises' priority is to provide a safe and healthy onboard environment to its guests and a safe and healthy workplace to its Employees whether working onshore or onboard. To meet this goal, MSC Cruises complies with all applicable health and safety regulations, including with the strict requirements of the Safety of Life at Sea (SOLAS) Convention and, in some cases, goes beyond by implementing CLIA's policies in relation to operational safety, fire protection, shipboard security and health.

MSC Cruises Business Partners are expected to comply with all the above mentioned or otherwise applicable health and safety laws and regulations.



3. ANTI-BRIBERY

MSC Cruises is committed to undertaking business fairly and to upholding all applicable anti-bribery laws in its business dealings worldwide.

MSC Cruises strictly prohibits all Corruption, Passive and Active Bribery, and Facilitation Payments. The Business Partner, its employees, directors and any other person or entity acting on its behalf (“Related Parties”) shall comply with all applicable anti-corruption laws and best practices including but not limited to Swiss Penal Code, and where applicable the U.S. Foreign Corrupt Practices Act and the UK Bribery Act 2010 (“Anti-Corruption Laws”). The Business Partner agrees that it, and its Related Parties have not, and will not, offer, promise, pay or authorize the payment of money or anything of value, or take any action in furtherance of such a payment, whether by direct or indirect means, to any Government Official, employee of MSC Cruises or any other private individual to influence the decision of such person in the performance of their duties.

The Business Partner and its Related Parties shall not accept any bribe or kickback in return for facilitation of a transaction or taking a decision.

4. CONFLICT OF INTEREST

A conflict of interest occurs when Business Partners’ commercial interests interferes with, or appears to interfere with, in any way with the commercial interests of MSC Cruises. Business Partners should actively avoid any situation that could impact on their ability to act in the best interests of MSC Cruises or that may make it difficult to carry out the agreed work/services objectively and effectively. MSC Cruises requires that its Business Partners should fully disclose any situations that could reasonably be expected to give rise to a conflict of interest. If a Business Partner suspects that there may be a conflict of interest, or a situation that others could reasonably perceive as a conflict of interest, such Business Partner must report it immediately to MSC Cruises.

5. SANCTIONS REGULATIONS

Sanctions regulations are prohibitions against engaging in specified international transactions involving certain individuals, entities, countries, to achieve a national security and/or political objective. MSC Cruises complies with Swiss and European Union sanctions regulations as well as with any other sanctions regulations applicable to its activities and business dealings worldwide. MSC Cruises Business Partners are expected to comply with all the above mentioned or otherwise applicable sanctions law.

6. FAIR COMPETITION

MSC Cruises is committed to complying with the applicable competition regulations (also known as “Antitrust Laws”) at any time, regardless of the location. We expect our Business Partners to do the same.



Violations of Antitrust Laws are strictly penalized by law, including in many countries by criminal sanctions.

MSC Cruises expects its Business Partners to never make an agreement (or even appear to agree) with competitors to restrict trade, limit production or boycott others, and never exchange sensitive information with competitors (like prices, bids or costs). MSC Business Partners are requested to be honest about their relationships and transparent in all their dealings.

7. BUSINESS AND FINANCIAL RECORDS

The accuracy and maintenance of MSC Cruises' business and financial records is crucial and must be ensured. MSC Cruises is committed to complying with all applicable financial and tax rules and avoiding the commission or facilitation of any form of tax evasion under any applicable legislation, including but not limited to the scope of the UK Criminal Finance Act 2017. MSC Cruises expects its Business Partners' records and practices to reflect the same high standards. Business Partners documentation should always comply with applicable laws, regulations, guidelines, industry codes and corporate codes, focused on accuracy and transparency. Information should never be falsified, destroyed or misrepresented.

8. CONFIDENTIALITY, USE OF MSC CRUISES' NAME AND DATA PROTECTION

Confidentiality

Business Partners must safeguard all MSC Cruises' Confidential Information as well as any Confidential Information received from MSC Cruises' guests, suppliers and any other third parties. Failure to do so could result in a breach of obligations arising under contracts or laws protecting business secrets, data protection, and privacy.

Confidential Information must not, in any case, be disclosed to anyone outside of MSC Cruises, including to family and friends, except if legally required.

Confidential Information must not be shared with others inside MSC Cruises except on a "need to know" basis.

All Business Partners are obliged to protect Confidential Information, even after business ends as required by contracts or law.

If Business Partners have access to MSC Cruises Confidential Information or intellectual property, it is paramount that they collect, use and handle it responsibly. The information should never be disclosed in public (even inadvertently) or to anyone outside of MSC Cruises without prior written approval.

MSC Cruises' name and reputation

Business Partners shall not, without MSC Cruises' prior written consent, (i) use MSC's name or logo in any promotional or advertising materials;

(ii) use their business-relationship with MSC to imply an endorsement by MSC of their goods or services, and

(iii) make any representation or statement for or on behalf of MSC.

MSC Cruises shall be entitled to terminate an agreement and/or a business relationship with a Business Partner if the Business Partner has become involved in any situation or activity which tends, in the reasonable opinion of MSC Cruises, to have a negative effect on the reputation of MSC Cruises or any aspect of its business or would expose MSC Cruises or any aspect of its business to disrepute, scandal, ridicule or contempt.

Data Protection

MSC Cruises respects and protects the privacy of its employees, guests and business partners, processing the personal information in accordance with the requirements established by applicable data protection laws. Personal information is processed fairly and lawfully and for specified and legitimate purposes. MSC Cruises stores the personal information securely and takes precautions to prevent unauthorized disclosure.

Any unlawful processing of personal information could be damaging to both the natural person from whom the information is collected and MSC Cruises.

MSC Cruises expect its Business Partners to implement similar high standards, to train their employees and to always respect all applicable laws and regulations.

9. QUALITY

MSC Cruises is committed to provide its guests the best available experiences while travelling on MSC Cruises itineraries, including safe and high-quality services.

MSC Cruises Business Partners must also commit to the same standard: safe, reliable products and services and technologies that meet the quality expectations as per the terms and conditions of their respective contracts. Business Partners should always label their products, deliver them on time and ensure that they meet inspection, testing quality and safety regulations as per their respective contracts.

10. BUSINESS CONTINUITY

Although MSC Cruises operates on the assumption that its ships and operations never stop, MSC Cruises is always ready for any challenge or emergency affecting them.

MSC Cruises Business Partners must be equally prepared for these circumstances by having contingency plans in place to ensure recovery and restoration of their critical business functions during an emergency.

11. INSIDER TRADING

MSC Cruises Business Partners could become aware of inside information about MSC Cruises or another company that could influence an investor's decision to buy, sell

or hold stock or securities. If Business Partners have such information, they must keep them confidential and never use them to make investment decisions or tip it to anyone else for their benefit.

12. RESPONSIBLE COMMUNICATION

Delivering consistent and accurate messaging about MSC Cruises is very important, especially in difficult or in unusual circumstances. Business Partners shall never speak publicly on MSC Cruises' behalf and refer any requests for information to MSC Cruises directly.

13. SPEAKING UP

MSC Cruises is committed to conducting business ethically.

An important aspect of accountability and transparency is enabling our Business Partners to voice any compliance concerns in a responsible and effective manner. Business Partners are encouraged and expected to report any compliance violations or suspected violations of MSC employees that become known to them through:

<https://msccexplora.integrityline.com/frontpage>