

zetronic

CODE OF CONDUCT

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FOREWORD

Dear collaborator,

The Code of Conduct is an essential tool for communicating the shared principles, rules and values that guide our company. It is designed to support you, as well as our partners, in making decisions in line with laws, regulations, internal standards and business principles. The Code is intended to provide you with practical guidance and information on how to handle specific situations in your role, as well as to clarify when and how to ask questions or raise concerns.

We expect every employee, regardless of role or experience, to adhere to and act according to our Values. Whether you have recently joined our company or have been with us for years, it is your responsibility to learn and continually improve your personal application of the rules contained in the Code. Reading, understanding and acting in accordance with the Code of Conduct is essential to upholding our corporate culture and is a commitment that we require of all employees, regardless of qualification or position.

We encourage you to reach out to your supervisor to clarify any questions or concerns regarding the Code of Conduct and its application in your role. Always remember: stop, reflect and ask.

Thank you for your efforts.

the Fulchir family

OUR VALUES

Among the fundamental principles of human progress, these eight values represent the heart of our culture and guide our daily actions. They embody our vocation to develop Virtues and Talents, defining our identity as an organization. These values are the key to the long-term success of the company and to the personal and professional growth of each of us.

1. **INTEGRITY** – Always act with courage and consistency, maintaining your integrity in every situation.
2. **RESPONSIBLE MANAGEMENT AND COMPLIANCE** – Respect the rights of others, with a focus on safety and the environment. Comply with all laws and regulations. Stop, reflect, and ask when necessary.
3. **RESPONSIBLE ENTREPRENEURSHIP** – Promote an entrepreneurial approach based on solid principles, building authentic and beneficial relationships with customers, collaborators, suppliers and communities. Constantly strive to improve yourself and the organization, bridging the gap between the present and the future potential through ethical and values-oriented management
4. **TRANSFORMATION** – Foster change in yourself, the company and others. Develop visions, strategies, skills, products and services that respond to unexpressed needs and create lasting value.
5. **KNOWLEDGE** – Research and gain valuable knowledge from every source to innovate and improve. Share your knowledge proactively and openly. Question and accept constructive criticism with respect and consistency.
6. **HUMILITY** – Be honest with yourself, face reality constructively, and maintain a balanced view of your abilities and limitations. Take responsibility and encourage others to do the same.
7. **RESPECT** – Treat everyone with fairness, dignity and sensitivity. Value and welcome diverse perspectives, experiences, and skills, harnessing the potential of diversity.
8. **SELF-ACTUALIZATION** – Discover and develop your talents and passions to best express your potential and make a meaningful contribution. Never stop growing and learning.

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INTRODUCTION

Our company is committed to conducting all business in accordance with the law and always acting with integrity. This commitment extends on a global scale, regardless of where we operate. Our employees have a responsibility and obligation to apply the highest ethical and legal standards. This commitment to integrity and legality requires judgment, critical thinking, and the courage to do the right thing, even if it means missing out on a business opportunity.

Our company judges itself not only by the results obtained but by the way in which they are obtained. Following procedures, which are important and necessary, is not the final goal. Rather, we must always focus on improving our compliance outcomes. Therefore, integrity must be part of every decision we make, and the decisions we make must reflect a commitment to compliance with applicable laws and regulations.

All employees, managers and officers are required to be familiar with and comply with the Code of Conduct (or Code). Except where applicable provisions of this Code are superseded by local laws or statutory obligations, a violation of the Code may constitute cause for disciplinary action, up to and including termination. Employees who violate this Code may also be subject to civil and/or criminal prosecution, under any local, state, or federal law in any country in which the company operates.

This version of the Code supersedes all previous versions. It is understood that anyone who has an existing employment relationship with the company must know and observe the updated version of the Code.

HOW TO APPLY THE CODE

This Code is intended to be in line with all applicable laws and legal obligations, including those provided for under collective (union) labour agreements. In the event of discrepancies between the Code and the provisions of the law in force or provided for by collective labour agreements, the latter shall prevail.

If you believe that there are any discrepancies between the Code and applicable laws, please consult the Legal Department. In addition to the Code, it is your responsibility to seek additional information about laws, regulations, policies, procedures, practices, and directives that may be relevant to your duties.

The Code does not constitute a contract of employment nor does it guarantee the retention of employment for any individual.

EMPLOYEE RESPONSIBILITIES

This Code is an important aspect of our company's overall compliance and ethics program. This is a critical tool to use when you have questions or face dilemmas where the right choice isn't entirely clear. However, the Code cannot provide for all possible situations nor can it refer specifically to all the laws in force at each of our offices. We expect questions about the Code, its interpretation or legislative issues and will be happy to answer them. You are never allowed to act in an illegal or unethical manner, even when doing so would appear to be in the best interests of the company or when you are instructed to do so by a supervisor or other colleague.

It is the responsibility of each employee:

- Always comply with applicable laws, this Code, and other company standards, policies, procedures, practices, guidelines, and regulations.
- Avoid any activity that may give the impression of being illegal or unethical.
- Strive to fully understand the compliance requirements, risks, and key controls related to your role. No one claims that you know all the policies or standards word for word, but you need to understand the topics covered by the policies and standards that apply to your role.
- If you have any questions, please seek assistance from the various resources that are available. Promptly report any violations of laws or company policies or standards, or any request for violation of laws or company policies or standards.
- Promptly report any issues that you believe have not been resolved properly, even if it means bringing it to the attention of another available resource.
- Cooperate fully and honestly with company investigations.

Retaliation, punishment, or harassment against an employee who has in good faith asked a question or raised a concern about the ethics of a behavior or compliance responsibilities are against company policy and, therefore, prohibited.

RESPONSIBILITIES OF MANAGERS

It is also the responsibility of the managers:

- Behave in an exemplary manner in front of all employees.
- Provide employees with training opportunities and tools to foster understanding and compliance with regulations.
- Create a culture of ethics that fosters compliance with regulations, encourages employees to express concerns and requests clarification, prohibits forms of retaliation.
- Promptly address issues raised by employees regarding misconduct.
- Evaluate and, as appropriate, recognize and reward those employees who act in accordance with the law and ethics and promote such behavior.

CHAPTER 1

ASKING QUESTIONS, RAISING CONCERNS, AND RECEIVING INSTRUCTIONS

We have a clear responsibility and we must have the courage to ask questions and raise concerns about compliance with regulations or ethical behavior. If you become aware of or suspect a possible violation, you are responsible for communicating this information to your supervisor in good faith. If for any reason you feel uncomfortable reporting issues to your supervisor, or if you feel that your supervisor has not addressed an issue properly, you have other options. If you are unsure of the correctness of your behavior, ask for assistance from any of the available contacts.

CONTACT PERSONS TO ASK QUESTIONS, RAISE DOUBTS AND RECEIVE INSTRUCTIONS

- The direct supervisor
- Any member of the management
- Any HR manager, local or corporate
- Any compliance and ethics contact
- Any lawyer in the Legal Department

You can report your concern by following the instructions on the website, through the ODV procedure (according to and in compliance with Law 231).

The SB procedure is managed confidentially by an independent third party. He is available to answer your questions and clarify your doubts

The SB procedure anonymously and appropriately manages the use, storage, transfer, disclosure and protection of the personal information it receives, including the responsible and legal collection and disposal.

QUESTIONS AND ANSWERS

Does management really demand adherence to the Code of Conduct even if it means losing a deal or a drop in profitability?

Yes. Responsible management must promote appropriate decision-making. Our Values of Integrity and Responsible Management and Compliance are critical to our success.

What should I do if my supervisor asks me to act in a way that I believe violates the Code or a company policy, or could be considered illegal?

Never do anything illegal, no matter who asks you to. If you believe that someone has asked you to do something that violates the Code or company policy, you must "*stop, think, and ask*" before acting. If your concern has not been adequately addressed, you should report it to one of the several available contact persons.

NON-RETALIATION POLICY

Retaliation, punishment, or harassment against an employee who has in good faith asked a question or raised a concern about the ethics of a behavior or compliance responsibilities are against company policy and, therefore, prohibited. "Good faith" does not mean that a reported concern should actually constitute a violation, but rather means that when we report a case or ask for clarification, the information we provide is in our opinion complete and truthful.

QUESTIONS AND ANSWERS

Could I get in trouble if I call the whistleblowing service or inform management about an ethics issue and it turns out that I was wrong?

No. As long as you have a good faith concern, it is our policy to prohibit any retaliation against you simply for expressing this concern. Any form of retaliation is a violation of our policy. We expect you to voice your concerns and seek clarification regarding compliance and ethics issues using the many options available to you.

All employees must always behave with respect and integrity, whether they are the authors of a report against a colleague or the subject of a report themselves. If you believe you are the victim of retaliation, you should contact one of the available contact persons.

I reported an ethical problem and shortly thereafter I was assigned to a new department. In my opinion, I am the victim of retaliation. What should I do?

If you feel that you are being retaliated, you should report it to your supervisor or one of the other different contact persons available.

INTERNAL INVESTIGATION OF REPORTS

The company is committed to detecting and correcting illegal acts wherever they may occur. All reported concerns will be assessed within a short timeframe and the appropriate level of investigation and response will be determined for each. All employees are expected to cooperate unreservedly with investigative activities. This means always providing truthful, accurate, and complete answers, even if those answers are uncomfortable or create additional questions of their own. Investigations should be conducted by a resource who is appropriate to investigate the problem, appropriately, considering the need for independence and impartiality. Confidentiality will be maintained as far as possible, consistent with our legal and ethical responsibilities.

CORRECTIVE MEASURES AND DISCIPLINARY ACTIONS AGAINST EMPLOYEES

Any employee who violates the law, the Code, or other labor policies, standards, or rules will be subject to appropriate disciplinary action, up to and including termination, under applicable laws and the employment contract, whether collective or individual.

Specifically, such disciplinary action will depend on a number of factors, including, but not limited to:

- The nature, seriousness and frequency of the violation;
- The degree of knowledge and responsibility for the violation and the effects of such behavior on other individuals, both inside and outside the company;
- The level of direct involvement of the employee;
- The voluntary reporting by the employee of the violation committed and his acceptance of responsibility;
- The employee's resume, including factors related to their performance.

MAKING DECISIONS WITH INTEGRITY

It is not always easy to determine the ethical or "right" behavior to adopt in a particular work situation. Sometimes the outcome is clearly expressed by a law or policy, but it is often necessary to interpret the situation in order to choose a course of conduct that is fair and sensible.

Thinking about a situation on your own may not lead to the same quality decision-making as when we seek the help of other people's knowledge. Involving other expert resources in the decision-making process increases the likelihood of considering all the facts and alternatives.

When making a decision, ask yourself:

- Are there any other resources that could contribute?
- Is it in line with this Code and our Values?
- Is it the right thing to do?

You have resources that can help you resolve an issue. You can ask your supervisor, any member of management, any HR manager, any compliance and ethics representative, or any lawyer in the Legal Department.

QUESTIONS AND ANSWERS

How do I know when I need help?

Remember to stop, think, and ask. Factors to consider: Do your actions make you feel uncomfortable? Is the information available to you accurate and up-to-date? Are your actions rational? Are you saying to yourself: "Everyone does it anyway"? How would others view your actions?

If you feel uncomfortable, you need to stop, take a step back, rethink what you're doing, ask for advice, and, if appropriate, reorient your actions so that you're sure you're doing the right thing.

RISK MANAGEMENT SYSTEM

The company has put in place systematic programs to help ensure the legality and integrity of work activities.

The programmes normally cover the following topics:

- Leadership and leadership engagement
- Employee Responsibilities
- Compliance and risk assessment
- Compliance and risk management
- Communications and training
- Change management
- Continuous improvement

There may also be specific standards, policies, procedures, practices, guidelines, working rules and other tools in place that govern your behavior and particular types of activities. If you have questions, please contact your supervisor or compliance and ethics representative for more information about risk management systems and other programs or tools implemented in your organization.

INTERNAL CONTROLS AND GUARANTEES

The company is committed to proactively ensuring compliance with the law, our Values, Code, standards, policies, procedures, practices, guidelines and regulations of the company. Audits and assessments allow you to verify compliance, improve overall risk management, identify opportunities for improvement, and inform and educate employees about them. We must all cooperate fully in control activities and take appropriate corrective action. We are required to provide accurate and complete answers, even if these answers do not make us feel comfortable or create additional questions in turn.

CHAPTER 2 RESPECT OTHERS

To be successful, we need to make full use of everyone's expertise and knowledge, without unlawful discrimination or harassment. In line with our Values, we are committed to offering a workplace where fairness prevails and where everyone is treated with dignity, respect, honesty and sensitivity. The company values the value of diversity. Preventing someone from contributing to the company due to unlawful discrimination or harassment would be an injustice not only to the person concerned, but also to the company. Such behavior will not be tolerated.

This is regardless of Italian laws, such as Law No. 162/2021 on gender equality and Law No. 4/2021 ratifying ILO Convention No. 190 against violence and harassment at work, which oblige the adoption of specific policies.

Talk to your HR manager if you have clarification on specific policies that may be of interest to you.

NON-DISCRIMINATION POLICIES

In line with our Values, it is good practice and a fair philosophy to recognize and treat employees with honesty, dignity, respect and sensitivity.

We offer equal employment opportunities, in all respects, to all individuals, without unlawful discrimination.

UNLAWFUL DISCRIMINATION WILL NOT BE TOLERATED.

The company prohibits unlawful discrimination on the basis of characteristics protected by applicable laws, such as, but not limited to: color, race, religion, sex or sexual identity, sexual orientation, nationality, ethnicity, age, disability, pregnancy, veteran status, genetic information, or other characteristics protected by law.

If you believe that you have been a victim of discrimination, that you have witnessed unlawful discrimination or that you are aware of discrimination suffered by your colleagues, or if you have received confidential communication of such discrimination, you should contact one of these contacts. the direct supervisor, any member of the management, any HR manager, any Compliance and Ethics contact, any lawyer in the Legal Department or the SB Procedure.

PROHIBITED HARASSING BEHAVIOR

UNLAWFUL HARASSMENT WILL NOT BE TOLERATED.

The company is committed to providing a work environment free of unlawful harassment. Company policy prohibits harassment based on color, race, religion, sex or sexual identity, sexual orientation, national origin, ethnicity, age, disability, pregnancy, veteran status, genetic information, or other characteristics protected by law. Harassment includes any verbal or other behavior that is offensive, bullying, intimidating or disparaging towards any individual or group of individuals and is based on that individual's membership in a group protected by law. The company also prohibits unlawful harassment based on the perception that an individual is part of such a group or is associated with another individual who is or is deemed to be part of a protected group. Such forms of harassment are all considered unlawful. The company's policy prohibiting harassment applies to all persons involved in the operation of the company and prohibits unlawful harassment, whether directed at employees, applicants, or other persons with whom we have business relationships such as external suppliers, contractors or customers.

Prohibited conduct includes, but is not limited to, the following actions:

- Verbal manifestations such as epithets, insults, jokes or comments of a disparaging and/or sexually suggestive nature; discussions or questions about your own or others' sexual activities; unwelcome advances, proposals, flirtations or remarks of a sexual nature;

- Visual manifestations such as posters, photographs, pornography, comics, drawings or symbols of a disparaging and/or sexually suggestive nature;
- Dissemination of voice messages, e-mails, graphic works, material downloaded from the internet or websites of a disparaging and/or sexually suggestive nature;
- Unwelcome sexual contact, gestures, intentional impediments to movement, interference with work activities or any other behaviour directed towards an individual by virtue of his or her sex, race or any other characteristic protected by law;
- Threats and requests for submission to sexual favors made a condition for the continuation of the employment relationship or to avoid losses of other kinds; offers of salary supplements in exchange for sexual favors.

The use of any means of communication, including telephone, email, instant messaging or the Internet, for the purpose of unlawfully harassing an individual will not be tolerated.

WHAT IS EXPECTED OF EMPLOYEES

Each employee is required to comply with our policy against unlawful discrimination and prohibited harassing behavior, and to bring to the attention of the company any act that does not comply with this policy or our commitment to provide equal employment opportunity. Supervisors and managers should be vigilant for any signs of non-compliance with our policy and should report any violations, even if there is no report from the injured parties. The company will investigate and respond to all reports of unlawful discrimination or prohibited harassing behavior.

If you believe that you have been a victim of discrimination or harassment, that you have witnessed or are aware of such behavior, or if you have received confidential communication from someone who believes they have experienced such behavior, you should contact one of these contacts: your direct supervisor, any member of management, any HR manager, at local or corporate level, any contact person for Compliance and Ethics, any lawyer at the Legal Department or the SB Procedure. Retaliation against anyone who reports in good faith an incident of unlawful discrimination or prohibited harassing behavior is against company policy and is not permitted.

QUESTIONS AND ANSWERS

One of my colleagues has a habit of telling jokes that offend me and others. Another colleague is sending inappropriate emails. How can I put an end to these behaviors?

The company encourages fairness in the workplace. Our Value of Respect states that all employees in the company must treat others with dignity, respect, honesty and sensitivity. If a coworker behaves in a way that may be offensive or cause discomfort to others, you should confront them directly and ask them to stop. If you don't feel like addressing the issue directly with the person involved, you should report their behavior using one of the available options.

I noticed some offensive writing on a wall in my work area and I happened to hear some of my colleagues uttering racial slurs. Their behavior is not directed at me, but I feel that I should talk to them about it. I'm afraid that by doing so they will take it out on me. What should I do?

Under our non-discrimination and harassment policy, you have an obligation to report what you have seen and heard even if you are not the target or victim of those actions. If you feel uncomfortable talking to someone locally, please contact one of the several contact persons available.

A supervisor at my office tends to criticize the performance of one of his employees in public settings. The supervisor often yells at the employee or belittles them in front of others. I find it offensive and I feel like my colleague is quite embarrassed about it, but it's none of my business, right?

Our Value of Respect states that all employees in the company must treat others with dignity, respect, honesty and sensitivity. No employee should be subjected to disrespectful or belittling behavior, such as shouting, yelling, or profanity. While this behavior may not be illegal or illegitimate, it is not consistent with our Values. If an employee behaves in a way that may come across as disrespectful or belittling, you should confront them directly, if you feel up to it, and ask them to stop. If you don't feel like addressing the issue directly with the person involved, you should report their behavior using one of the several options available.

COMPLIANCE WITH LABOUR LEGISLATION

Our company strives to improve people's lives through the products we make, supporting the communities in which we live and work, maintaining the quality of workplaces, and responsible sourcing

policies. We are committed to complying with applicable Labour Legislation wherever we operate. This includes compliance with laws covering child labour, forced labour, human trafficking, wages and working hours, and freedom of association. In addition to the other expectations contained in this Code, our commitment to social responsibility includes in particular the following:

CHILD LABOR

The Company will not hire underage individuals as defined by applicable child labor laws. Employees will not be allowed to occupy a job if they are under the legal age for that position.

FORCED LABOR

The company does not allow the use of forced or slave labor. Recruitment and selection activities are carried out in compliance with current legislation and applicable collective agreements.

WAGES AND WORKING HOURS

The company undertakes to comply with all minimum wage obligations and collective labor agreements with regard to maximum duration, minimum wage, overtime and payment of overtime compensation.

The Company:

- Acknowledges the employee's right to short breaks and meal breaks as required by applicable law or collective agreement and will pay for such breaks in the cases provided for by law.
- It will provide employees with all the periods of leave to which they are entitled under applicable law.
- It will provide employees with all the benefits to which they are entitled under applicable law.

FREEDOM OF ASSOCIATION

The company complies with applicable laws regarding an employee's choice to join or refrain from joining any legally recognized association or organization.

PROHIBITED SUBSTANCES

We are committed to providing a safe workplace that is free of prohibited substances, including drugs and alcohol. Alcohol abuse, illegal drug use, or prescription drug abuse can impact our safety, presence, productivity, conduct, reliability, and many other aspects.

We strictly enforce, in line with the provisions of local law and collective agreements, the following:

- You may not be under the influence of alcohol, illegal drugs, or prescription drug abuse while performing your job duties;
- You may not unlawfully manufacture, distribute, sell, or possess alcohol, drugs, or other prohibited substances in the course of performing your job duties;
- If you perform safety-critical duties in the course of your job or are required to operate machinery or motor vehicles (including rented cars), you must notify the company if you have been convicted of alcohol or drug use within five days of the verdict. Please contact your local human resources manager if you have any questions regarding the application of this provision at your place of work.
- Alcohol consumption is prohibited inside buildings owned, rented or used by the company, with specific exceptions. Such exceptions may only be authorized in special cases, subject to prior approval and in accordance with company procedures.

The company will take appropriate steps to ensure compliance with this policy, including testing candidates and employees to the extent permitted by applicable laws and collective agreements.

QUESTIONS AND ANSWERS

Is it permissible to consume alcoholic beverages in a work situation, for example when spending time with a client at a business dinner or attending a company-sponsored event?

Use common sense and respect all relevant laws. These laws include a ban on drunk driving and a ban on serving alcohol to minors. However, don't forget that if you consume alcohol and return to the workplace and the company has a reasonable suspicion that your duties are affected by alcohol, you may be asked to undergo a test and be disciplined, up to and including dismissal.

ABSENCE OF VIOLENCE IN THE WORKPLACE

We are committed to providing an environment free of violence, intimidation and other negative behaviour. Bullying, violence, threats, harassment, intimidation and other negative behaviour will not be tolerated. Such behaviors include verbal or written statements, gestures, or expressions that communicate a direct or indirect threat of physical harm.

Your collaboration is essential to effectively enforce this policy and help maintain a safe working environment. Don't ignore violent, threatening, harassing, intimidating, or otherwise negative behavior.

All such reports are taken seriously, evaluated and dealt with appropriately. If you observe or experience such behavior from anyone, whether they are employees, contractor workers, customers or visitors, in premises owned by the company, rented or occupied by the company, immediately report the fact to one of the contact persons at your disposal.

Threats or assaults that require immediate attention should be reported to your supervisor, security or human resources officer, or law enforcement.

PROHIBITION OF POSSESSION OF WEAPONS

The company prohibits employees from bringing firearms or other weapons, including but not limited to ammunition and explosives, into buildings owned, rented or occupied by the company. It is also prohibited to carry or carry any weapon in your vehicle yourself while performing your duties for the company or when using means of transport paid for by the company, such as vehicles rented or owned by the company.

Exceptions to this policy will only be permitted with the prior written consent of your officer and compliance and ethics officer or as permitted by applicable law. Authorized firearms must be properly guarded in such a way as to prevent theft, improper or accidental use, and must be used in accordance with applicable laws.

This policy does not apply to law enforcement, government authorities, or military forces in the performance of their duties. This policy does not apply to knives or other cutting tools that are necessary, approved, or provided by the company for the performance of its duties.

QUESTIONS AND ANSWERS

Are pepper spray and pepper spray considered weapons?

The pepper spray and pepper spray are mainly a defensive device and are not prohibited by the company. If you don't feel safe in the workplace, express your concern through one of the several options available.

SEARCHES

The company reserves the right, to the extent permitted by local laws, to carry out searches and checks on individuals or their personal belongings when they are in premises owned, rented or occupied by the company. Such searches may be carried out without prior notice. This right includes, but is not limited to, the right to search and examine any equipment, office, furniture, computer, locker, personal belongings, vehicle, container, briefcase, backpack, purse, or pocket. Any illegal, unauthorized, unduly possessed or prohibited item may be seized by the company, if permitted by applicable laws, and/or reported to the competent authorities.

PRIVACY AND PROTECTION OF PERSONAL DATA

The company is committed to complying with applicable privacy and data protection laws in all locations in which it operates. This commitment reflects how important it is for us to earn and maintain the trust of our employees, customers, suppliers, consumers and others, when we hold their personal data.

The definition of personal data is governed by local laws. In Italy, it is mainly regulated by Regulation (EU) 2016/679 (GDPR) and Legislative Decree No. 196 of 30 June 2003, as amended by Legislative Decree No. 101 of 10 August 2018. Information or combinations of data that uniquely identify an individual, such as name, registration number, address, date of birth, or other identifiers, may be personal data. Personal data must be safeguarded against loss or theft and against misuse or collection. If you handle personal data in the context of your role in the company, be sure to take steps to maintain adequate security and limit access to that information to only those who have a legitimate business need.

The company's Privacy Policy and Privacy Policy provide additional information regarding our practices to protect personal data, such as notice, use, access, retention, choice, collection, transfer, security, and integrity of personal data. If you suspect that personal data has been used, modified or disclosed inappropriately, or that a personal data breach may have occurred, please report it using one of the various options available.

CHAPTER 3

USING RESOURCES AND IDEAS CORRECTLY

CAUTION IN COMMUNICATIONS

All communications should be prepared responsibly and with the business purpose for which they were created in mind. Communications must also be perfectly in line with our Values and this Code.

In all communications, it is important to tell the truth and avoid exaggeration, inference, the use of inappropriate language, comments or descriptions of a disparaging nature. This applies to all kinds of communication, whether verbal or written, such as telephone conversations, e-mail, instant messages, voice messages, diary notes and other "informal" notes or reminders.

Factors to take into account.

- Determine the best method to communicate. *Is it preferable to call or meet in person?*
- Make the purpose of your communication clear. *Don't digress.*
- Is the content of the communication based on real facts? *Do not use language or present information in ways that could be perceived as offensive, seditious, harassing, or otherwise inappropriate.*
- Do not make assumptions about outcomes, conclusions, or scenarios unless there is a clear need to do so.
- Do not draw legal conclusions unless you are qualified to do so. Exercise professional secrecy only if instructed to do so by a lawyer or when seeking the advice of a legal adviser.
- Speak on behalf of the company only when you are authorized to do so and without presenting personal opinions. If you are personally endorsing or endorsing our products, brands, and business services in a public forum, you must communicate your relationship with the company and make it clear in your personal post that you are speaking solely on your own behalf.
- Think about what the message might look like when taken out of context. Provide information only if it is absolutely necessary. Mark confidential communications when necessary.
- Think before you communicate. Use common sense to decide what to say and how.

QUESTIONS AND ANSWERS

There is a blog where other people who hold the same positions as me exchange information. I noticed that some answers have automatic signatures at the bottom containing their name, the position they hold and the company they work for. Is it acceptable for me to use blogs?

When you are seeking information or providing information, you should stick to the facts and not forget that there are company practices regarding confidentiality and caution in communication. Information posted on external blogs or other discussion forums is available to the general public and can remain visible for a long time. Also, if you include automatic signatures in your communications, they may be misinterpreted as company statements, which they are not. You must not do anything that could be construed as something done in the name of the company.

PRIVACY EXPECTATIONS

In Italy, the use of company electronic communication tools is governed by specific regulations that protect workers' privacy, including Regulation (EU) 2016/679 (GDPR) and the Workers' Statute (Law No. 300 of 20 May 1970). Monitoring by the employer is allowed only for organisational, production, occupational safety and corporate asset protection needs, and must take place in compliance with the principles of proportionality, necessity and transparency. In particular, Article 4 of the Workers' Statute provides that the installation of tools from which the possibility of remote control of workers' activities also derives is possible only after agreement with the company trade union representatives or, in the absence of these, with the authorization of the Labor Inspectorate.

In addition, the Italian Data Protection Authority has provided specific guidelines on the use of e-mail and the internet in the workplace, underlining the importance of adequately informing workers on the permitted methods of use and any control activities.

Therefore, the company has the right to access the company's electronic communication tools and to use their content for legitimate purposes, in compliance with current regulations and ensuring the protection of employees' privacy. It is essential that workers are informed in a clear and detailed manner about company policies relating to the use of these tools and any monitoring activities. In addition, it is advisable to avoid using company tools for personal communications, especially if they contain sensitive information, and prefer private methods of communication for these purposes.

Finally, the company must take appropriate measures to ensure the security of the personal data processed,

preventing unauthorized access and ensuring compliance with the provisions of the GDPR and national regulations on the protection of personal data.

The company does not guarantee in any way the reliability of the company's electronic communication tools used for personal purposes. If you need to transmit sensitive and personal information, it is advisable to use a method of communication other than the company's proprietary electronic communication tools.

PERMITTED USE OF ELECTRONIC TOOLS

The company provides a range of electronic communication tools that its employees use every day. These tools improve our competitive advantage in the market. Constant technological changes will increase the number and type of company-approved communication tools available to employees.

Electronic communication tools provided by non-business entities can also serve a useful purpose, but they carry additional risks that users should consider before and during use.

Regardless of the communication tools you use, you are required to use them in an acceptable manner and for appropriate purposes.

Appropriate and acceptable uses include:

- Internal (with other employees of the company) and external (with customers, suppliers and business partners) corporate communications.
- Access to information for appropriate business, technical, and research purposes.
- Limited personal use that does not distract from normal work duties, is not excessive and does not involve inappropriate or unapproved costs. Employees and supervisors should discuss what constitutes unacceptable costs and whether reimbursement to the company is appropriate based on the employee's roles and responsibilities and the situation.

Improper and unacceptable uses include:

- The disclosure of proprietary or confidential information of the company without having the appropriate authorizations or without having entered into agreements, regardless of whether this happens inadvertently or intentionally, inside or outside the company;
- Accessing, distributing, or storing material that could be considered unethical, inappropriate, offensive, disrespectful, harassing, or abusive to others;
- Conduct work activities outside the company;
- The transmission of information covered by professional secrecy without authorisation from the Legal Department;
- Impersonate yourself in disguise on behalf of another individual or company;
- Conduct illegal activities;
- Sending, receiving, forwarding, or reproducing information in violation of copyright laws;

- Overloading the corporate network, such as excessive use of music and video streaming.

QUESTIONS AND ANSWERS

I am in the process of buying a house and I immediately need to send a document to the real estate agent. Can I use the company equipment or do I have to leave the office to do so?

Use common sense when using business equipment. Depending on the circumstances, negligible and sporadic use of company assets for personal purposes may be considered acceptable. If you want clarification on situations of this type, talk to your supervisor.

I'm going on vacation with my family. Can I use the Internet for my bookings?

Yes. A use for personal purposes that is brief, sporadic and appropriate is acceptable.

Can I use the company's mobile phone to make personal calls?

Limited personal use of communication tools by employees is acceptable, as long as it does not result in exorbitant or unauthorized charges, such as international phone calls or charges for other services.

OFFENSIVE OR HARASSING COMMUNICATIONS

It is unacceptable to view, access, transmit or forward inappropriate content such as jokes, images or other potentially offensive material that depicts or relates nudity or sex, or to the colour, race, religion, sex or sexual identity, sexual orientation, nationality, ethnicity, age, disability, pregnancy, veteran status, genetic information or other personal characteristics protected by the law.

If you receive an email that contains inappropriate content, delete it immediately. Do not forward content to an internal or external e-mail address. As an extra precaution, if you know the person who sent the email, warn them not to send such content to your business address. If you receive such emails from an unknown sender, you should generally not contact them. Instead, contact IT support or your supervisor.

QUESTIONS AND ANSWERS

I use email and instant messages in doing my work, and sometimes I send jokes to my friends or colleagues. Is this acceptable?

Humor is certainly an important factor in work and life, but don't forget that the email and instant messaging system is a work tool. Inappropriate jokes or comments that may be offensive to others have no place in the workplace.

SECURITY EXPECTATIONS OF ELECTRONIC SYSTEMS AND DATA

Information systems and electronic data are vital assets that underpin business and decision-making operations across the enterprise.

Every employee has an important role in the overall security of our computer systems and electronic data, including the following:

- Comply with policies and practices related to the security of company information systems and company data;
- Protect passwords and share them only in limited circumstances that have a good business justification;
- Take precautions to protect workstations and mobile devices from theft or loss;
- Ensure that appropriate access controls are set up for information and that they are reviewed periodically, based on the level of sensitivity and confidentiality of the information;
- Do not attempt to alter, circumvent or eliminate corporate IT security protections or processes;
- Ensure that the use of third-party computer systems that exchange, store, process, or manage the company's data is subject to an appropriate risk assessment by the company;
- Practice safe use of the computer; have a good understanding of the ways in which fraud attempts may occur to obtain or access the company's electronic data;
- Report any known or suspected system security incidents using one of the various options available.

Contact your IT support resource if you are unsure about how to fulfill these responsibilities.

QUESTIONS AND ANSWERS

I travel for work and I need to carry the personal data of others, such as company employees, customers, suppliers and candidates, with me on my laptop. What do I need to do to protect my

data?

Carefully consider whether you really need to store and transport personal data on any mobile device. If it is necessary to be able to perform your duties, limit the amount of personal data you carry and be sure to take the information technology security measures provided by the company.

What should I do if my mobile device is lost or stolen?

Any mobile device, such as a laptop or smartphone, that contains or has the ability to access information related to business activities should be reported to the appropriate company resources if lost or stolen.

USE OF TECHNOLOGY NOT PROVIDED BY THE COMPANY

Using communication tools that are not provided by your business for business purposes can result in an increased risk of exposure of business information, loss or theft of information, unauthorized access to information, and inability to meet requirements for handling business information.

You must follow the business approval process and any additional requirements imposed for the use of technology not provided by the company to conduct business activities.

SECURITY AND PROPER USE OF COMPANY-OWNED ASSETS

It is the shared responsibility of all employees to protect our people and company assets. In doing so, employees must manage assets with integrity and avoid misuse, fraud, theft, embezzlement, or other improper or illegal means of misappropriating company assets. This includes misusing the company's issued credit card or submitting a fraudulent refund request. Report any attempted or actual violations of financial or access controls using one of the various options available to you.

Protecting equipment, supplies, and materials from theft or unauthorized use can limit losses. Reporting suspicious people or activity to your manager, security personnel, or compliance and ethics contact can further prevent security breaches.

QUESTIONS AND ANSWERS

If I find an item that I want to buy at a bargain price and I don't have my credit card with me, is it okay to use my company card, as long as I refund the charge?

No. A business credit card cannot be used for personal expenses.

My supervisor asked some maintenance workers to leave the site during working hours to go and fix a problem in the electrical system of his home. What should I do?

You should report your concern to one of the available contact persons so that this situation can be investigated.

My supervisor gave me an invoice and asked me to charge it to my company credit card and then forward it to her for authorization and payment. Do I have to pay the invoice?

No. Each employee is responsible for the expenses they incur. In this case, your supervisor, who is able to certify the expense, is responsible for the charge, and even if the sum is within their scope of authorization, they will need to present the charge to their supervisor so that it can be approved.

I noticed unaccompanied people walking around and taking pictures at the establishment. What should I do?

Photographing company assets is only allowed when approved by the business unit manager or local site manager. Unauthorized photographs of business assets could be a sign that those assets are under surveillance and the activity should be considered suspicious. In addition, these photographs could result in a loss of intellectual property. If you notice this activity, report it to security or a member of management immediately.

I normally take my business laptop home and on business trips. Is it acceptable to leave it in an unattended vehicle?

The loss of a laptop or any other portable communication device not only results in the loss of an asset, but it can also lead to a loss of confidential information or personal data. You need to bring the laptop inside your home to make sure you store it safely. If you need to make stops before you get home, discreetly store your laptop or any other business assets so that it is not visible in the vehicle.

INTELLECTUAL PROPERTY AND CONFIDENTIAL INFORMATION

The value of ideas, creations, innovations, and information, or intellectual property, often exceeds the value of tangible assets such as material property. The company's significant intellectual property is critical to developing new products, exploiting new business opportunities, and maintaining existing business in a highly competitive environment.

Intellectual property created by you or others on behalf of the company, or relating to our activities, belongs to the company. If we do not identify and protect our intellectual property, we risk losing our rights to it and the competitive advantages that that property provides.

The concept of intellectual property includes categories such as:

- Trade secrets and confidential and proprietary information of the company;
- Trademarks and trade names;
- Copyrighted information;
- Technologies covered or not covered by patents.

The company's intellectual property may be confidential and contain proprietary information. Confidential and proprietary information should not be disclosed to others inside or outside the company, unless there is a legitimate need to know and the persons concerned have agreed to respect the confidentiality of such information. Appropriate authorization measures must be put in place prior to disclosure, and agreements must be made.

Some typical examples of confidential and proprietary information are:

- Business management procedures and systems;
- Business strategies;
- Customer lists;
- Financial data;
- Legal and regulatory issues;
- Production methods;
- Marketing strategies;
- Modeling techniques and other analytical and/or management techniques;
- Organization charts;
- Unpublished patent applications or patentable or potentially patentable inventions;
- Price information;
- Product formulas;
- Sales data and strategies;

- Software developed by the company;
- Technical data, processes and machinery;
- Technical information on processes and products;
- Trade secrets and "know how";
- Employee Personal Information.

QUESTIONS AND ANSWERS

Some non-corporate sites I visit require you to sign a visitor log or confidentiality agreement before entering the site. What should I do?

Before your visit, ask your guest for a copy of any agreements you may need to sign to access the site. This can help avoid surprises when you arrive at the location. Many sites require visitors to sign up for entry and may sometimes require you to sign a confidentiality agreement to enter the site. You may sign the visitor register or confidentiality agreement if it does not bind you or the company beyond our expectations, expressed in this Code, to respect the intellectual property rights of others. Agreements that may constitute an additional constraint for the company must be examined by the company's legal department. It is best to ensure that the necessary agreements are signed in advance. Otherwise, if you are unable to meet the site's requirements, you may have to opt out of your visit or stop meeting until an acceptable agreement can be signed.

PROTECTING YOUR COMPANY'S INTELLECTUAL PROPERTY

It is forbidden to use the company's intellectual property for personal gain or for the benefit of people outside the company.

Care should be taken not to lose, misplace, or leave confidential information unattended or in places where others can easily access it, such as open computer files, unrestricted shared drives, or documents left on copiers or desks. Safeguard confidential information and dispose of it appropriately when you're done using it. Use only the hardware and software authorized by the company for the electronic submission of confidential business information. Don't talk lightly about confidential information in places where others might be listening, such as on video conferences, hands-free phones, mobile phones, and when you're speaking in public places. You must always observe the specific security measures or procedures established by the company.

Termination of your employment does not mean that you cease your obligation to protect your company's confidential information and intellectual property. Any assets, documents, or materials,

including computer files and databases, must be returned to the company. The retention of copies of confidential information or intellectual property belonging to the company by the employee who leaves the company is prohibited.

QUESTIONS AND ANSWERS

In the evening, I attend training courses and would like to use some information that belongs to the company for a task at hand. Is this act a violation of company policy?

Possibly. Much of the information we produce, use, or control while working for the company is confidential and proprietary information. Some of this information is public and may be used elsewhere, or it may be appropriate to use it for educational purposes; However, we should never assume that any company information is in fact public. Ask your supervisor before using company information for any purpose outside of your duties within the company.

By chance, I overheard colleagues discussing business-related issues on a plane. What should I do?

If you believe that the information being discussed is sensitive or confidential, respectfully advise colleagues that there is a possibility of being heard by strangers. All employees have a responsibility to avoid public disclosure of confidential and proprietary information.

I have just found some documents left in a conference room and it seems to me that they are confidential information. What should I do?

First, secure the information, then try to locate the likely owner of these documents and return them to them. If this is not possible, please contact your compliance and ethics representative or legal department for assistance.

Is it acceptable to publish the company's intellectual property online, for example in a forum or blog on the Internet?

No. You are not allowed to publish the company's intellectual property except with the permission of the Legal Department. If the intellectual property consists of confidential information, it cannot be disclosed to anyone outside the company, unless there is a legitimate need to know that information to conduct business and an agreement has been entered into to maintain the confidentiality of the information.

There is a non-company website that has information about one of our products that I believe is inaccurate. Should I post a statement in the company's name to correct inaccurate information?

Only those authorized to represent the company can do so. Contact your supervisor if you are concerned about inaccurate information, so that the authorized company resource can eventually respond to the publication.

Should I protect confidential and proprietary information even after I leave the company?

Yes. You have an obligation not to use or disclose the company's confidential and proprietary information after leaving the company.

USE OF TRADEMARKS

There is considerable intrinsic value in presenting ourselves in a uniform way to our customers and the community. Our corporate and other trademarks are valuable assets, and it is important that you use our trademarks correctly and follow the company's trademark guidelines or standards. It is also important to use, protect and enforce our rights to maintain the strength and value of our brands and corporate identity.

Trademarks must not be reproduced in any form that differs from the company's trademark guidelines or standards and must comply with all applicable laws.

PATENTS AND TRADE SECRETS

Protecting the company's intellectual property is crucial to ensuring that the company retains the full value of its technical innovations. Due to the complex nature of patents and trade secrets, it is necessary to contact the company's Legal Department in order to take appropriate measures to protect newly developed technologies.

If you become aware of a possible infringement or misuse of the company's patents or trade secrets by third parties, please contact the company's legal department so that they can carry out the necessary analysis.

THIRD-PARTY PATENTS AND TRADE SECRETS

The company respects the valid and enforceable patent and trade secret rights of third parties worldwide, avoiding infringement or abuse of these rights or obtaining licenses. Due to the complex nature of patents and trade secrets, it is necessary to contact the Legal Department of the company that will collaborate with the business in order to take appropriate measures to protect the newly developed

technologies.

COMPANY-DEVELOPED SOFTWARE APPLICATIONS, CODE, AND DOCUMENTATION

Software applications developed by employees are the property of the company and are generally intended for the exclusive use of the company. Unauthorized duplication or distribution of these applications is prohibited.

QUESTIONS AND ANSWERS

Can I sell a product or service that I have created in my spare time?

It depends on the type of product or service. Like many companies, we claim ownership, to the extent permitted by law, in any product or service reasonably associated with our business, even if created outside of working hours. To act with integrity and ensure that you are complying with your legal obligations, you must request a release from Legal Department before you begin marketing a product or service.

FAIR USE OF THIRD PARTY INTELLECTUAL PROPERTY

Just as you have an obligation to properly use and protect your company's intellectual property, you must also ensure that you respect the intellectual property of others. This is the right way to do things, and if you abuse the intellectual property of others, there can be significant legal consequences for you or your company.

CONFIDENTIAL AND PROPRIETARY INFORMATION OF THIRD PARTIES

Gathering competitor information from public sources, to assess the relative merits of their products, services, and marketing methods, is a correct and often necessary operation. However, there are limits to the ways in which this information can be acquired. For example, requesting confidential information from a new employee who recently worked for a competitor, falsifying your identity in the hope of obtaining confidential information about or from a competitor, or sharing or using confidential information of other acquired companies in the course of conducting due diligence for potential acquisitions for purposes other than evaluating the acquisition, This is prohibited and potentially illegal behavior.

If the information is the subject of a confidentiality agreement or limitation of its use entered into

between the company and an individual or entity, such as a technology licensee, the disclosure and use of such information is subject to the conditions agreed upon by the agreement between the parties.

QUESTIONS AND ANSWERS

I worked on an acquisition project that didn't go through. Another group of colleagues is working on a similar acquisition. Can I communicate information about my project?

Depends on. In the case of a potential acquisition, the company usually enters into a confidentiality agreement before receiving information. The terms of the agreement may prohibit disclosure and/or use of the information for other projects. Contact the Legal Department for the analysis of the case.

A vendor mistakenly sent me a copy of a report that contains confidential information about a competitor's business plan. Can I deliver it to our marketing department?

No. You no longer have to read that report, keep it, or make copies of it. Bring the document to the attention of your manager and the legal department for proper handling.

COPYRIGHT

Copyright laws protect many materials that we use in the course of our duties. Music, electronic and printed graphic images, logos and designs of other companies, digital content, digitized documents, articles from specialized magazines, technical drawings, articles and online videos are some examples. Presentation slides, training materials, management templates, or other materials prepared by consultants or external entities may be protected by copyright.

Reproduction, distribution, or alteration of any software, documents, or other materials is prohibited without a valid license or other authorization granted by the copyright owner or its authorized agent.

There are several options for legally distributing copyrighted materials:

- Please verify that the material is covered by our corporate license agreement;
- Circulate the original printed form of the material or, if the material is only available on the internet, circulate the link to the material;
- Request permission to reproduce and distribute from the copyright holder.

QUESTIONS AND ANSWERS

I'd like to use a work-related video or article I found on a website as part of a presentation for my team. Can I do that?

Depends on. Relevant factors may include the source of the video or article, the method of sharing, and the purpose of sharing. The creator of a movie or the author of an article is the original owner of the copyright. The fact that a video or article has been published on a website does not give you the right to copy the video or article. Many websites allow you to download a movie or print a copy of an item for your personal use only. Find ways to share knowledge appropriately. For example, you can circulate the site link, embed a link to a video, or request permission from the copyright owner.

SOFTWARE LICENSE AGREEMENTS

Software licensed for use on the company's computers is usually created by other companies and protected by copyright, and may be subject to restrictions on use and distribution. The company typically receives and uses this software under license agreements and does not have ownership rights. Reproducing or using software on unauthorized computers may be illegal and may violate the license agreement.

Use the software only in accordance with the terms specified in the applicable license agreement. You are responsible for understanding and acting in accordance with the company's software policy and all software license agreements. If you are unclear about a specific software license agreement, contact your IT department.

UNAUTHORIZED SOFTWARE REPRODUCTION, USE, OR DISTRIBUTION

Do not make, use, or distribute unauthorized copies of software under any circumstances.

QUESTIONS AND ANSWERS

Is it acceptable to install freeware, shareware etc. on my company computer?

Do not install software on a company computer without first obtaining permission from your IT business manager, even if it is software that you have purchased for personal use. The IT business manager will ensure that all licensing obligations have been met and that the software can be used on the computer.

Can software licenses be transferred from an employee or company representative to another employee or representative?

All license transfers must be authorized by your IT resource. Some licenses prohibit transfers between employees or require special treatment.

What is the policy regarding software purchases?

Software purchases are coordinated through your IT resource and must follow your company's software purchasing policy to ensure global management and control of our software licenses.

MANAGE BUSINESS RECORDS AND INFORMATION

Information is a valuable asset, and it is everyone's responsibility to ensure that information related to business activities, regardless of how it was created or where it is stored, is managed effectively and efficiently, from creation to disposal.

The company's expectations regarding records management(*) and information are as follows:

- Comply with all applicable laws and regulations regarding the retention of certain types of records;
- Manage and maintain records in accordance with your company's retention policy;
- Create or maintain company records only in approved locations;
- Keep all records that may be relevant to any pending or ongoing litigation, audits, government investigations, or that are required to be retained for legal or tax purposes;
- Preserve archival information that is historically significant to the company;
- Ensure vital records are identified, protected from destruction, and available for the company's continued operations in the event of a disaster;
- Delete records that have met the applicable retention period, are not subject to a legal or tax retention obligation, and are of no value to the business.

(*) *"Record" (equivalent to "document", "register" or "archive") means any information created, received and maintained as evidence and testimony of an activity carried out, whether in written, digital or other form.*

ACCURATE BUSINESS RECORDS

The company demands that its records be accurate and complete. This applies to all company records such as: environmental, safety, operational, personnel and financial.

In order to ensure the above you must:

- Prepare records accurately and thoroughly.

- Only sign or approve records that are accurate and complete.
- Disclose records only as authorized by company policy.

Never distribute false information or act in a deceptive manner. For example, do not make false entries in the company's accounting records and records, do not destroy documents without prior authorization, do not falsify documents, do not make or solicit false statements, do not be responsible for acts intended to cover up, confuse, mislead or conceal a fraudulent action or transaction.

QUESTIONS AND ANSWERS

I have the impression that one of my colleagues declares more hours of work than the actual ones. What should I do?

Declaring false working hours demonstrates a lack of integrity and is a serious fact. It also leads to increased costs for the company and constitutes a form of theft. Raise your question using one of the available options.

My supervisor asked me not to declare my overtime hours. What should I do?

The legislation and company policy are very clear in this regard. You must declare all hours worked precisely, without exception. You should report your supervisor's behavior using one of several options.

I have the task of checking the indicators of a car at every shift, but yesterday I forgot about it. The readings are almost always the same. Is it permissible to simply insert today's readings in yesterday's form?

Absolutely not. Everything we do is based on honest and accurate measurements and reliable data. Act with integrity and humility by recognizing that you have made a mistake. Mistakes can become especially serious when employees try to hide them.

REQUESTS FOR INFORMATION FROM OUTSIDE

To ensure proper handling, transfer requests from outside to the appropriate department or staff.

- Transfer all regulatory requests to legal or appropriate professionals within the company, such as human resources or environmental, health and safety professionals.
- Transfer all requests from the general or sectoral media to the Office of the General Management which will identify the appropriate spokesperson.

- Transfer all employee or ex-employee enquiries to the HR manager.

QUESTIONS AND ANSWERS

I received a phone call from a representative of a government agency who asked questions about the company's operations and business activities. What am I to do?

You should politely inform the representative that it is company policy to cooperate with the government, but that you will contact them back. Contact the Legal Department immediately for assistance.

CHAPTER 4

PERSONAL AND BUSINESS INTEGRITY

AVOIDING CONFLICTS OF INTEREST

A conflict of interest arises when personal, social, financial or political activities interfere with our responsibilities to the company. You must avoid such conflicts from occurring. Even the semblance of conflict can be harmful and must be avoided. Employees have a fundamental responsibility towards the company and must, therefore, avoid any activity that could interfere, effectively or apparently, with this corporate responsibility.

The following paragraphs illustrate some examples of areas where conflicts of interest may arise.

TAKE ADVANTAGE OF JOB OPPORTUNITIES IN THE COMPANY

You may not take personal advantage of actual or potential employment opportunities that you have learned or developed in the course of your employment with the company. This applies regardless of whether the job opportunities benefit you alone or for the benefit of other persons, natural or legal.

WORKING FOR OTHER COMPANIES

While you can also work for other companies, doing so should never interfere with your responsibilities to the company, including shirking your duties to the company during working hours or misusing its resources. If the second job is carried out at a competing organization, a customer or a supplier of goods or services of the company, this can generate a conflict, whether actual or apparent. The same considerations apply to an employment or consulting relationship for an organization that is trying to become a customer, supplier or competitor of the company. Before you take a job at another company, you should talk to your supervisor to make sure that this new job does not create conflicts.

DOING BUSINESS WITH THE COMPANY

Except where specifically permitted or authorized, neither you nor any of your family members are permitted to enter into business with the company. Examples of business are the renting, buying, selling, disposing or using goods or providing services.

A conflict can occur when a relative or friend of yours works for a competitor, customer, or supplier and interacts directly with you or your corporate group in the performance of their duties at that entity. If you are in doubt that you are in a situation of potential conflict of interest, consult your supervisor.

OWNERSHIP OR INVESTMENT IN OTHER BUSINESSES

Neither you nor your family members can have a substantial interest in the company's customers, competitors or suppliers. You are obliged to inform your supervisor of any external business interests of this nature that you already have or are considering. In addition to being a potential violation of the law regarding insider trading, such property or investments could compromise your objectivity in the decisions to be made on behalf of the company and distract you from your primary corporate responsibilities.

HIRING FAMILY MEMBERS

The hiring of family members must be pre-approved by the company's head of human resources.

PERSONAL ACTIVITIES

During working hours, we are all required to devote ourselves entirely to work activities. Don't let personal activities, including those related to another job, distract or interfere with your responsibilities to the company.

QUESTIONS AND ANSWERS

One of the electrical contractors in the company offered me a part-time job to do on weekends. Would this create an ambiguous situation?

Probably yes. Our policy of avoiding conflicts of interest obliges us to avoid even the semblance of conflict.

My sister runs a local office supply store and told me that she can save us some money if I help her do business with the company. Can I use your company or recommend it to other employees of the company?

This situation could be considered as a conflict of interest or an act of favoritism. You must disclose your relationship and obtain prior approval from management before entering into a business agreement or recommending your sister's company to other employees in the company.

I hold shares in a company that is not a competitor, customer, or supplier of the company. This situation causes me to receive and respond to occasional emails or phone calls while I'm at work. Does this create a conflict of interest?

Depends on. There are many factors that could lead to the emergence of a conflict of interest. Talk to your supervisor to discuss issues related to your investment and decide together what to do.

Can our family-owned company sell products or services to the company?

To conduct integrity requires that your family business does not seek to enter into business with the company, unless and until you receive permission from management or your compliance and ethics representative.

Is it okay to use my computer during my lunch break to access the internet for topics of personal interest unrelated to my work?

Yes, but under certain conditions. If you use the Internet sporadically and for short periods of time, and do not access inconvenient sites, this is generally acceptable. If you have any doubts, consult with your supervisor. Please also consult the section of this Code on the acceptable use of electronic tools.

My son comes home from school and is alone until I return. Is it permissible to tell him to call me as soon as he arrives home to let me know that everything is fine?

Yes. It is generally acceptable to make and receive personal phone calls, provided that they are occasional, brief and do not interfere with the normal performance of work activities.

I interact with a lot of people in the workplace and I think it would be a great opportunity to be able to introduce them to a new line of cosmetic products that I sell and ask if they would like to participate in a fundraiser for my son's school. Can any of these activities create a conflict of interest or other policy violations?

It is not permitted to engage in business with your colleagues during working hours, in work areas or using company resources, such as e-mail. Also, you are not allowed to involve people you supervise. Talk to your supervisor or HR manager to make sure you understand the no-solicitation policy that applies to your position.

Are we allowed to participate in betting?

Office betting, often referring to the results of sporting events, can be illegal. Therefore, no company assets and resources may be used to sponsor or participate in this type of activity. While some betting activities may be legal under state law, any activity that takes place during business hours or involves the

use of company resources, such as email or photocopiers, is considered inappropriate.

Does the Code prohibit me from having a romantic relationship with a coworker?

The Code is not intended to deal with private matters between employees. However, romantic relationships with others in the workplace can create situations that may be prohibited by the Code. For example, employees who are each other's supervisors, colleagues who work closely together, or who may influence each other's pay, performance reviews, benefits, or other terms and conditions of employment, must avoid even the appearance of a conflict of interest. If you find yourself in a situation that may lead to a potential or actual conflict of interest due to a romantic relationship with a colleague, you are welcome to bring the matter to the attention of your supervisor or human resources.

I work for the company as a software programmer and intend to start my own PC software development and maintenance business for small businesses. Will this create a conflict of interest?

It depends on many factors, such as the extent to which your products will be similar to the programs developed by you while you are employed by the company, and whether time, materials, company equipment, or proprietary information could be used to develop, market, and maintain these products. Before starting your own business, you should consult with your supervisor to determine whether there is a conflict of interest and whether trade secrets or proprietary information of the company are involved.

I was asked to serve on the board of directors of a non-profit organization. Is this a problem?

You should consult your supervisor. Your activities on the board must not conflict with your work schedules, and you must not use company resources to communicate with others as a board member of such an outside nonprofit. Positions on the boards of directors of for-profit companies present additional risks and will require additional audits and pre-approvals.

GIFTS, GIFTS AND ENTERTAINMENT

We pride ourselves on our ability to build strong relationships with customers, suppliers, government officials, and other business partners. Sometimes, and where permitted by law, the exchange of gifts or entertainment occasions of modest value may be appropriate. Common sense and an adequate yardstick are essential to determine the appropriateness of a giveaway or entertainment. Avoid any relationship that could give the impression of being improper or otherwise impair or affect your ability to make good decisions. Offering, giving, soliciting or accepting any form of bribe or bribe is strictly prohibited.

The definition of a gift is very broad and can include anything of value, such as money or equivalent,

travel, transportation, accommodation, meals, drink, entertainment, use of company materials, plant or equipment not available or offered to the general public, job offers, promises of future business opportunities, scholarships and charitable contributions.

As a general rule, you do not offer or accept anything of value or special treatment of any kind to or from any individual, organization, or government official who seeks to engage or have a business relationship with the company, who are in competition with the company, or who govern the business of the company, except where:

- It is lawful, ethical, of limited value and supports a valid commercial purpose;
- This does not create any obligation, real or apparent;
- The public disclosure of this operation does not create any embarrassment for the company;
- There is an appropriate authorization.

Also, follow these steps when offering or receiving anything of value:

- No monetary gift should ever be offered or accepted.
- Gift vouchers or certificates or other equivalent values must never be offered or accepted, including those redeemable only with in-store merchandise. There are exchange options that can lead the recipient to exchange the gift for an alternative of their choice, including the cash equivalent. Exceptions may be made in limited cases, and are only allowed when the company's pre-approval requirements are met.
- Do not solicit anything of value from customers, suppliers, government officials, or business partners.
- Any improper request for anything of value from customers, suppliers, government officials, or business partners should be reported.
- The bestowal or acceptance of anything of value must be approved by the supervisor of the employee concerned if the value, given or received, exceeds €100.
- The bestowal of anything of value shall be limited to recipients directly responsible for the activity in question, unless the participation of others is reasonably necessary for the legitimate commercial purpose of the expenditure concerned.
- The giving or acceptance of gifts, entertainment or other gifts may require you to show documentation. The giving or acceptance of gifts may also constitute taxable income for you and/or the recipient. You must ensure that you understand these provisions and act appropriately.

Ethical dealings with the government or state-owned companies require complete adherence to the guidelines, particularly if you offer something of value to a government official. Further information on interactions with governments, including the definition of "government", can be found in the section of

this Code dedicated to interactions with government. You do not authorize, offer, provide, deliver anything of value, directly or indirectly, for the purpose of inappropriately rewarding or influencing a political official or government official or his or her delegate or agent.

The following additional requirements apply:

- Government officials and state-owned enterprises, in some jurisdictions, may be subject to specific restrictions on gifts well below the €100 limit. Adhere to your Koch company's pre-approval, documentation, and traceability requirements when offering anything of value to a government official.
- The giving of anything of value to government officials or employees of state-owned enterprises is subject to business valuation requirements.

You will find further information on bribery and bribery in the section of this Code on anti-bribery and bribery measures.

QUESTIONS AND ANSWERS

Is the established limit of €100 on the value of authorized gifts an annual limit?

No. The limit refers to the value of a gift at any given time. Frequent gifts to or from another person are also considered to violate company policy.

One of the suppliers we used to work with is once organizing a charity event. Can I go to the event if I pay the participation fee with my own money? And if I win a prize, can I accept it?

In general, yes, but you should inform your supervisor to make sure there is not even a semblance of irregularity. In general, you may accept the prize. However, you must raise the issue with management to avoid any potential conflict of interest.

Can I accept the offer of a holiday in the mountains with my family at a client's apartment, even if they are not present?

Since you are not going to the mountains with the client to discuss business or otherwise deepen your business relationship, there are probably not sufficient business purposes to justify this offer. You can offer the client to pay for the use of the apartment at the fair market value, after obtaining permission from your supervisor or compliance and ethics representative.

What should I do if I can't accept a gift because it's above the €100 limit and the customer is offended?

It is usually enough to politely explain that company policy prohibits you from accepting his freebie.

Can I accept to be invited to a business lunch by a customer or supplier?

You can accept an invitation to lunch from a client or supplier if this has been arranged for the purpose of discussing business. However, it is probably not appropriate to be invited repeatedly to lunch by customers or suppliers.

I am responsible for temporary recruitment through external employment agencies. One of these agencies sent me a gift for the Christmas holidays. Can I keep it?

You can accept the gift if it meets the following criteria: it has not been requested; is worth less than €100; it is not in cash or in an equivalent form; it will not influence your judgment or be perceived as such. If you have any concerns, discuss them with your supervisor or compliance and ethics representative.

One of my clients invited me to attend a three-day conference sponsored by his company at a well-known holiday resort. The conference program includes work activities but also recreational

activities. Can I accept the invitation to attend the conference at the client's expense? What if the same type of invitation came from a supplier, could I accept it?

In either case, you can only attend if there is a reasonable expectation that your presence will create value for your business, if the event is typical for your industry, and if you obtain prior permission from your supervisor. Participation in conferences of this type can help build solid working relationships with customers and suppliers. Participation in events that do not present significant job opportunities is not appropriate.

My husband and I were invited by a provider and his wife to a round of golf for the weekend. Is it acceptable for my spouse to come too?

Here, too, there must be a reasonable expectation that this will create value for the company. The travel and entertainment expenses planned for your couple must be considered as a gift and if their value exceeds 100 € you must obtain an authorization before accepting.

Are the provisions relating to gifts, gifts and entertainment different when they concern an employee of a government entity or a state-owned enterprise?

Depends on. The provision of anything of value, such as "entertainment," must be consistent with applicable laws, satisfy the gift, gift, and entertainment provisions of this Code, and any additional requirements imposed by the Company. If you have any doubts, seek advice from the Legal Department before taking action.

RESOLUTION OF CONFLICTS OF INTEREST

If you believe that a conflict, real or apparent, exists, please inform your supervisor, legal department, or compliance and ethics representative in detail. In most cases, conflicts of interest can be resolved in a mutually acceptable way, but they must first be investigated.

PERSONAL FINANCIAL ACTIVITIES AND INSIDER TRADING

In the course of your day-to-day duties, you may become aware of confidential information about your company's activities or those of third parties such as customers, suppliers, acquisition recipients, or joint venture participants.

The Company and its employees are prohibited from buying, selling, or otherwise transferring securities of an issuer when they have material non-public information about that issuer or its securities. In addition, you must not give "tips" to other people, i.e. you must not disclose such information to third parties. If other people act on the information you provide, you could both be violating the law and subject to severe penalties.

Your knowledge of material non-public information when buying or selling an issuer's security may be sufficient to violate insider trading laws. Whether or not you use this information when buying or selling is negligible.

Some examples of "titles" are as follows:

- Ordinary or preferred shares of corporations, interests in limited partnerships, or other forms of ownership.
- Bonds, e.g. from corporations.
- Derivative instruments, such as futures, options, warrants or swaps relating to common shares of corporations.

"Material" information is typically information that a sensible investor would consider important in deciding to buy, hold or sell a security. Material information can be positive or negative.

Some examples of possible material information are:

- Projections of future gains or losses;
- Information relating to a potential or proposed merger, acquisition, joint venture, or divestment;
- Changes in key management positions;

- New products or new inventions of particular importance;
- Imminent bankruptcy or financial liquidity problems;
- Lawsuits of a certain importance;
- Gain or loss of an important customer or supplier;
- Significant changes in credit status or credit rating.

Information is considered "non-public" until it is actually disclosed to investors and after enough time has elapsed for investors to evaluate it.

If you violate insider trading laws, you and the persons to whom you disclose information may be subject to severe criminal and civil penalties, such as the payment of significant fines and prison sentences. In addition, the company could also be exposed to large fines because of you.

LIMITATIONS ON PERSONAL FINANCIAL ACTIVITIES

In addition to complying with insider trading laws, you must observe the following limitations with regard to your personal financial activities:

- Do not buy or sell securities of a particular issuer, for example shares or bonds of a corporation, if you have been informed by your superior that you are prohibited from transacting securities of that issuer.
- Do not buy, sell, or transfer any physical asset (commodity), futures, or commodity derivative that has been prohibited by the company.
- Personal financial activities must not create a conflict of interest, for example they must not involve important securities of customers, competitors or suppliers of your Koch company.

These restrictions also apply to your family members or other people living with you, and you are responsible for ensuring that they are respected. The restrictions also apply to any account over which you exercise control or discretionary authority to trade, even if the account is not in your name. If you are designated as an Employee with access to sensitive information, you must follow the company's pre-trade authorization requirements.

QUESTIONS AND ANSWERS

I have become aware of a possible joint venture between the company and a listed company. There have been no public statements about it. Can I trade in securities of this company or

disclose this information to other people?

You are aware of material non-public information about a publicly traded company, and you should not trade any securities of that company or disclose this information to any other person.

I have become aware of financial information about one of our clients that the client is in better financial shape than most people believe. I intend to buy shares in this client. Can I do that?

No. You cannot buy shares until this financial information is made known to investors. The information may be communicated to us in confidence by the customer to help us determine how best to meet your needs. Using this information to gain personal advantage or disclosing it to third parties would violate laws regarding insider trading, as well as our policies on the use of proprietary and confidential information.

I have learned that the company will announce the acquisition of a publicly traded company next week. Can I buy shares in the publicly traded company before the acquisition is made known to the investing public?

No. Your knowledge of the intended acquisition is material non-public information, and you may not trade any securities of such company or pass such information on to anyone else.

I would like to buy shares of one of the main customers of my group. Can I buy this client's securities for my personal account?

If you are aware of material non-public information relating to this client, by purchasing his securities, in addition to violating the company's policies, you may be violating laws regarding insider trading. If, however, you are not aware of any material non-public information about the client, the purchase of the securities may be permitted, provided that it does not create a conflict of interest, whether actual or apparent. Conflict of interest issues should be disclosed to your compliance and ethics contact or legal department

CHAPTER 5

ENVIRONMENTAL, HEALTH AND SAFETY (EHS) EXCELLENCE

Our company is committed to appropriately managing all aspects of its business. This means acting in a manner that respects the rights of others, giving the safety of our employees and those involved a high priority, pursuing environmental excellence, and complying with all applicable laws and regulations.

Core Employee Expectations:

- Protecting the environment and health and safety must be a top priority, no matter how urgent the work may be.
- Never tolerate instances of non-compliance, unsafe behavior, or unhealthy environmental practices that benefit production or financial goals.
- Work to understand the key EHS risks in your role and seek the best knowledge of EHS issues.
- Comply with applicable regulations, requirements, and work procedures.
- Report all incidents and near-misses, voice concerns, and challenge the status quo to prevent accidents and drive continuous improvement in EHS performance.
- Promptly report any EHS issues that you believe have not been properly addressed, even if it means bringing it to the attention of another available resource as described in Chapter 1 of this Code.
- Fully committed to these EHS expectations and actively collaborating to achieve this level of performance across the organization.
- Manage your actions and the resources entrusted to you responsibly, always keeping in mind respect for the rights of others.

An employee who knowingly violates environmental, health, and safety policies, laws, and/or regulations will be subject to disciplinary action, up to and including termination of employment.

Fundamental expectations for the company:

- Act with due respect for the rights of others and put the protection of health, safety and the environment first; Equip employees with appropriate equipment that allows them to be more efficient in the workplace.
- To require contractors, suppliers, visitors and other third parties in our facilities to perform the same as we demand from our employees.
- Identify and manage EHS risks, giving top priority to those that could cause the most serious harm to people, the environment or business operations.
- Integrate EHS performance considerations into all business and production planning decisions.
- Use materials, natural resources, and energy efficiently to increase value and reduce environmental impact.
- Respond in a timely and appropriate manner in the event of an EHS incident; learn from accidents and take steps to prevent such accidents in the future.
- Periodically review and evaluate our performance and practices and take appropriate action where

necessary to improve our EHS performance.

- Engage employees, customers and suppliers, government officials, communities, and non-governmental organizations to promote effective approaches to health and safety and environmental protection.
- Ensure that all products are manufactured and placed on the market in a manner that complies with laws, regulations, and safety standards for customers, consumers, workers, and the environment.

QUESTIONS AND ANSWERS

I am aware of a local law, applicable to the place where I work, which I believe we do not comply with. I have spoken with some colleagues about my concern and their point of view is that the law is out of touch with today's production processes, that other companies in the area are also not compliant with it and that it is rarely applied by the authorities, so why bother to act in accordance with the law. Are my colleagues in line with the company's expectations?

No. The company's expectations are to comply with all applicable legal provisions. Our commitment to compliance is not based on how other companies manage their compliance obligations or the degree of control activity. You should raise your concerns using one of the several options available so that the appropriate resources can help assess the circumstances and help reach a conclusion that meets the company's expectations.

I have become aware of the existence of a security problem that could be very expensive to solve. I fear that the factory will not make a profit if we have to spend a lot of money. Do I still need to report the problem?

Yes. Report the problem via one of the many options available. The protection of the environment, health and safety must have absolute priority, always and in any case. Safety is more important than profit.

I work in a very noisy area and some of my colleagues refuse to wear the mandatory hearing protection. I don't want to come across as a troublemaker, but I care about them. What should I do?

Share your concern with your colleagues and encourage them to wear mandatory hearing protection if you feel like it. Not wearing the required hearing protection or any other mandatory personal protective equipment is a violation of our policies and possibly the law. You should also report the situation to one of the available contact persons so that the company can understand the reasons for this behavior. Maybe the hearing protectors are uncomfortable and need to be modified, or maybe more training is needed.

We have just put in place new policies for safety at work. I've been doing this job for twenty years and I've never had any accidents. Why do I need to change the way I operate?

The company cares about your safety. The company isn't trying to make your job harder. These procedures are necessary to identify hazards and reduce risk so that you and your colleagues are protected and ensure compliance with regulations and our EHS policy. Everyone must observe the procedures; However, if you have any concerns about this or believe that they can be improved, talk to your supervisor or local safety officer.

CHAPTER 6

INTERACTIONS WITH THE GOVERNMENT

We have an obligation to know the applicable laws and ethical standards of the government with which we interact. These laws and standards may be stricter than those applied to our customers and non-governmental suppliers. In general, these laws are intended to ensure timely, complete, and accurate communications to the government and ethical conduct in interactions with the government.

All communications and information provided to a government must be accurate, timely, and complete. Never make false statements, errors or omissions of material facts, and avoid even the appearance of irregularities when dealing with government bodies or their officers, employees or collaborators. The disbursement of payments or anything of value to a government body or official for any purpose must be recorded according to company policies and practices. This applies to payments made directly by the company and also to payments made on behalf of the company by an agent or representative.

Violations of these obligations may result in criminal and/or civil liability for the company and individuals. We also believe that communities and governments are more likely to enable businesses to grow and develop when they are at the forefront of environmental, health and safety, and regulatory compliance.

INTERACTIONS WITH THE GOVERNMENT

The very broad definition of "government" includes:

- Officials or bodies easily identifiable with the institutions, for example members of legislative assemblies, the judiciary, executive or administrative authorities or other eminent political figures in elected or appointed offices and their staff;
- Municipalities and their emergency services operators, such as law enforcement, fire brigades and emergency medical services;
- In some circumstances, family members of government employees;
- Non-government agents acting on behalf of government entities;
- Companies operating on behalf of a government agency or pursuant to a contract;
- Hospitals, universities or publicly funded research institutions;
- Administrative bodies including officers and employees of state-owned or state-controlled companies.

The law may treat interactions with employees of state-owned companies as interactions with the government, even if those companies are operated as privately held companies or the employees do not consider themselves to be state employees.

COMMUNICATIONS AND INFORMATION TO BE SUBMITTED TO THE GOVERNMENT

Communications and information to be submitted to the Government may include oral or written statements made to government officials or other minutes or written statements that are made at the request of the Government.

If you, an agent or representative of the company have interactions with a government entity or its representatives:

- Make sure that all documents and reports are accurate, timely, and complete. This also applies to any supporting documents that may be required;
- Immediately notify your supervisor of any misstatements, misunderstandings, material omissions, or any other errors, whether intentional or unintentional, so that the matter can be resolved according to the company's laws and policy.

In order to represent the company in communications and presentation of information to the government, you must be authorized by the appropriate management. If you are not specifically authorized to submit information to a government, you are not entitled to do so.

Communications and information to be submitted to the government may include:

- Making commitments to the government on behalf of the company;
- Certifications of compliance with laws and regulations;
- Requests for permits, activities or other working conditions not yet prescribed by law.

GOVERNMENT CONTRACTS

Contracts and business relationships with government entities are substantially different from those with other entities. In commercial contracts, the contracting parties enjoy, within certain limits, the power to regulate their own conditions and their own terms and remedies. This is not the case in the case of contracts concluded between a government and a private individual. The conditions, terms, and remedies of a government contract are largely set out in law.

For this reason, only certain individuals within the company are allowed to negotiate or enter into a contract with a government body.

It is illegal to make untrue statements or unsubstantiated claims to government officials, to collude in auctions, or to demand payment for work not done. It is also possible that there are additional obligations to submit documents or certifications defined by law and not set out in the terms of the contract. In addition, in the case of subcontracting, extreme care must be taken to identify provisions or terms and conditions that may arise to the company from the contract entered into between the government and the main contractor. It is also illegal to offer gifts or incentives such as the promise of a job, travel, or even meals to government officials when such an offer could influence them in the performance of their duties or otherwise be understood to do so.

If you have reason to believe that an employee has engaged in any of the behaviors described above or has otherwise violated the terms of a government contract, please contact your supervisor, a compliance and ethics representative, legal department, or the Supervisory Body Procedure.

POLITICAL INVOLVEMENT

The company encourages us to exercise all our rights to vote and participate in political life. If you are involved in politics, you need to make sure that you are expressing your ideas in a personal capacity and not as a representative of the company. In general, involvement in personal political activities or commitments should be limited to leisure time and done at your own expense and without using company supplies or facilities. The reimbursement by the company of a personal political contribution of an employee is prohibited.

Like any responsible citizen, the company can also participate in political life. However, company political participation is highly regulated and complex. Therefore, the use of company resources or the disbursement of company funds in favor of any party, candidate or for a political campaign can only take place if allowed by law and previously approved by a compliance and ethics contact person or by the company's legal department. This includes visits to company premises by candidates for public office.

QUESTIONS AND ANSWERS

A friend of mine is running for local elections and I would like to help him in the election campaign. No problem, right?

Sure. Political support is a private matter. Just make sure you don't use company resources, such as office equipment or supplies, your work hours, or the company name to promote your election campaign.

I think I am running for public office in my community. Is this acceptable?

If you are planning to hold or run for public office, be sure to contact your supervisor and compliance contact person, who will help you obtain the necessary checks and approvals to ensure that there are no conflicts of interest, and that you receive the proper guidance and training and that all reporting requirements are met.

The mayor of the city where I live has asked me to be part of a special task force to study transport problems and priorities. Is this acceptable?

If you plan to serve on a government-related committee, commission, or task force of any kind, such as a public school board, college boards, or zoning committees, be sure to contact your supervisor and a compliance and ethics representative who will inform the appropriate resources of the Legal Department. These groups will coordinate an audit to ensure that any potential or perceived conflicts of interest are investigated, that you have or receive the appropriate guidance and training, and that all reporting requirements are met.

LOBBYING (LOBBYING IN SUPPORT OF CERTAIN POLICIES)

Lobbying activities may include direct and indirect interactions with government bodies or their officers or employees intended to influence current or future government actions. Such activities are strictly

regulated in most countries, including at local and regional level. The company is engaged in lobbying activities in line with our Framework and Values but always in compliance with the law. Such activities must be authorized and take place under the advice of a compliance and ethics representative, or the Legal Department.

QUESTIONS AND ANSWERS

My cousin is mayor of our city and every Sunday we meet for a family lunch. He often asks me how he can help the company. When does one become a lobbyist?

In Italy, lobbying is not yet uniformly regulated, but there are regional regulations and local practices that govern relations with public officials, especially to ensure transparency and prevent conflicts of interest. In Padua, as in other Italian cities, any interaction with the mayor or other public officials aimed at influencing political or administrative decisions could be interpreted as lobbying.

It is important to ensure that these reports are transparent and compliant with local and national regulations. If you have any concerns, you should contact your company's legal department or a compliance and ethics expert for clarification.

I am in communication with employees of state and regional bodies regarding political issues that may affect the company, but I never talk about bills. Can I be called a lobbyist?

Italian laws do not clearly define lobbying activity at the national level, but some regions, such as Veneto, have adopted specific regulations to ensure transparency in relations with public bodies. Even if you don't talk directly about bills, just interacting with public officials on issues that could influence political or administrative decisions related to the company could be part of a form of informal lobbying.

In this context, it is essential that your communications are documented and conducted in compliance with the rules of transparency and good faith. To be more sure, please contact your legal department or an internal compliance contact to avoid misunderstandings or legal issues.

CHAPTER 7 CONDUCTING BUSINESS IN ACCORDANCE WITH THE LAW AND WITH INTEGRITY

This Code highlights some of the main regulations that govern our business activities, although it is not intended to cover exhaustively all applicable laws or to provide comprehensive guidance on the legal aspects mentioned. It is your responsibility to ensure that you understand the laws and business regulations relevant to the duties you perform.

We aim to create a society in which every individual can realize their full potential. This goal is based on principles of equity, equal rights for all and mutual benefit, promoting personal success through contributing to the improvement of the lives of others.

ANTI-CORRUPTION AND COMMERCIAL CORRUPTION

It is the company's policy to fully comply with all other applicable anti-corruption laws. These laws generally prohibit soliciting, accepting, offering, providing, or approving the bestowal of anything of value to anyone, whether government officials or business partners or their immediate family members, for the purpose of obtaining or maintaining business improperly, or of gaining an improper advantage, or of influencing a person improperly in the performance of his or her duties, or to incentivize such behavior.

These laws apply to the company and its employees, but in certain circumstances we may also be liable for the acts of our agents and representatives.

Facilitation Payments

Benefit payments are prohibited, except in emergency circumstances. Emergency circumstances are only considered to be when there is a reasonable belief that there is imminent danger of serious physical harm and no other prudent alternative is available, or that it is a necessary means of securing government services in response to a security emergency. Additionally, facility payments are often illegal under applicable local law and can involve significant legal risks.

Accordingly:

- Never offer, promise, disburse, or approve unauthorized payments (in cash or otherwise) to foreign government officials;
- Never incite a government official to commit an offence;
- Never establish undeclared funds for any reason;
- Never issue a payment without precise documentation;
- Never record a false entry in the company's financial or accounting records;
- Never instigate anyone to violate these rules or to overlook them in case of violation;
- Never do business with agents, business partners, distributors, consultants, or other representatives who may be dealing with foreign government officials or employees of state-owned enterprises on behalf of the company without proper verification and documentation prior to appointment. You must ensure that these individuals understand the company's expectations regarding their ethical behavior and compliance with these laws.

If you become aware of a payment made or requested that may be in violation of any country's anti-corruption laws, please report your concerns immediately through one of the several options available.

Additional provisions may apply, as described in the section of this Code relating to gifts, gifts and entertainment.

QUESTIONS AND ANSWERS

I am interviewing candidates for an available position. An executive recommended hiring a certain person. He indicated to me that this person would bring added value to society, because he is the adult son of a regional government official. Should I be worried?

Yes. Hiring this person could be considered as a form of bribery and violation of anti-bribery laws, which prohibit offering or providing anything of value, directly or indirectly, to a government official in order to obtain or maintain business, or for any improper purpose. Report your concern immediately using one of the several options available.

I have been authorized to hire a consultant to assist me in entering into a contract with a foreign state-owned company. He asked me for an advance of € 20,000, telling me that this money would be used to "make things easier". Since we don't know where this money is really going to go, should we be worried?

Certainly. The company demands that you take steps to try to ensure that this money is not used as a bribe or for other improper purposes. You must ask the Legal Department for advice.

Suppose we have a consignment of goods blocked at a customs warehouse abroad and our customs broker suggests that we pay €250 to a customs officer to speed up the procedure. Can we follow his advice?

No, it is most likely that the payment is illegal under local law and the laws of the United States. You must notify Legal Department when such payments are suggested and before responding or taking any action in response.

ANTITRUST AND COMPETITION PROTECTION LAWS

Our principled Core Framework strongly supports free markets. The company believes that free competition in the market is beneficial to all of us as consumers. Antitrust and competition laws exist to protect free and fair competition. We succeed by economic means because we compete in the market and provide customers with exceptional value for their money.

In general, it is illegal for competing companies to form agreements that lead to an unjustified restriction of trade. Therefore, employees must never come to agreements with competitors regarding:

- Determination of prices or other conditions of sale or purchase;
- Assignment or division of clients or markets;
- Limitation of products or services;

- Tenders or requests for tenders;
- Boycott of customers or suppliers.

Antitrust laws also govern agreements that could restrict hiring practices. It is not permissible to agree not to hire employees from other organizations, unless such an agreement is entered into with a service provider under terms already examined by the Legal Department.

It is not always necessary for an action to be put in writing or even expressed only in words to be considered as an antitrust agreement. In some cases, even nonverbal interventions can represent an agreement, such as keeping quiet when discussing inappropriate topics between two competing companies.

Other types of conduct that may be illegal in some cases and that require prior analysis by the Legal Department are:

- Contracts for total needs;
- Agreements on the definition of salaries, benefits or salaries;
- Exclusive supply agreements;
- Imposition of constraints or bundling agreements on different products and services;
- Imposing different prices on customers in similar positions for the same products at similar times and for similar volumes;
- Non-compete and non-solicitation agreements;
- Directly solicit pay information from competing employers.

Never argue with competitors about prices, sales or other discounts, market sharing or other commercial issues that are the subject of competition between the parties. In situations where contact with competitors is unavoidable, such as in trade associations, limit conversations to topics that are allowed. Before attending events where competitors are expected to participate, make sure you are familiar with antitrust laws. Always be ready to express your objections and leave a meeting or debate if you start talking about illegal topics.

Antitrust and competition laws are strictly enforced. Consult your Legal Department immediately if you believe that an employee has had inappropriate contact with a competitor or if a competitor has made an inappropriate proposal under competition law.

QUESTIONS AND ANSWERS

When developing a marketing strategy, it is useful to get as much information as possible about what the competition is doing. Is it permissible to simply call competing companies to ask for the price list or information on their production costs?

No. "Competitor information" must be found in the market, for example from customers, suppliers and public sources, and not from competitors. Any "benchmarking" study in which information is collected or given to a horizontal competitor (including a competing employer) must be authorized by the Legal Department. This applies regardless of whether the study is conducted in-house or through a third party.

Competing companies are often also customers or suppliers. What kind of discussions with competitors should be initiated in a buying and selling context?

Genuine discussions between sellers and buyers are appropriate. For example, you can provide a competitor, who is a potential customer of a product, with information about that product. Make sure to limit discussions with a competitor to the products and services being traded. If possible, limit the number of participants in the discussion; For example, sales associates should not participate in purchasing discussions. You don't have to talk about resale prices, margins, or identify which of you will be selling to certain customers. It is advisable to consult with the Legal Department before initiating contacts with customers or suppliers who are also competitors of the company. In addition, consult with Legal Department before sharing information about or from your customer or supplier with another Koch company that is a competitor of that customer or supplier.

A competitor tells me that "we are waging a fierce war, trying to take away long-standing customers from each other by playing down". It suggests that both companies will fare better if they stay with their customers. In my opinion he is right. What should I answer?

You must not accept agreements or understandings with competitors that relate to the allocation of customers, territories or product lines. Such agreements, such as pricing agreements, may result in criminal liability. Even suggesting that a competitor set a price or assign a customer can lead to a criminal investigation. Any offer to participate in such agreements must be rejected immediately and clearly. Contact the Legal Department immediately to inform them of the request made by the competitor.

Next week I will attend a meeting of a trade association, where I am likely to meet with competing companies. If the discussions start to focus on the state of the market and price forecasts, is it right for me to participate too?

If current or future capacity, supply or pricing is discussed at a meeting of a trade association between competitors, do not take part in the debate and walk away. Clearly express your disagreement with such discussions, leave the meeting if such discussions continue despite your intervention, and inform the Legal Department of the incident. There may be cases at larger trade fairs where independent third parties, acting as consultants or analysts, are allowed to discuss these matters, provided that they do so in their personal capacity and not on behalf of a competitor. Contact your compliance and ethics representative or legal department if you are unsure of what the company regulations are.

What to do if the trade association to which we belong intends to collect historical information on members. Can we participate?

The collection of historical data by trade associations must take place in lawful ways. Please contact the Legal Department to find out how to proceed before providing the company's business data to an association.

A neighbor of mine owns a small local business. Last night, during a party among neighbors, he commented that the cost of first-level employees in our city is out of control and asked me, as a manager, to advocate an agreement to set the same salary ceiling for new employees. Can we do such a thing?

Just as it is not possible to determine sales prices, it is also not possible to set the prices of the goods or services we buy with those who buy similar goods or services. Wages, salaries, and benefits are all considered part of the overall purchase price for the workforce.

I received an email from a trade magazine asking me to send the sales data history for my establishment. Is it acceptable for me to provide such information?

Competitive, current, future or historical information, such as prices, revenues, costs, capacity, sales or inactivity, must be approved in advance by the Legal Department. No communication regarding future prices or production capacity will be approved as if other producers had access to our future market plans, this would reduce competition.

INCENTIVES

Commissions, rebates, discounts, credits and sales allowances are usual incentives, but great care must be taken to avoid illegal or unethical payments and to ensure compliance with various tax and monetary regulations. These incentives must be of reasonable value, be competitively justified, properly documented and paid to the same business entity that entered into the sales agreement or issued the invoice. They shall not be carried out in favour of individual officers, employees or agents of the business entity, or other business entities connected to it, and shall only be carried out in the country that coincides with the establishment where the entity operates.

MARKETING AND ADVERTISING

Many of the laws applicable in the United Kingdom, but also generally in many jurisdictions in which our company operates or may commercially operate, have laws and regulations in place regarding marketing, advertising and other promotional materials and on the methods of using such materials for the promotion of the sale of goods and services. These materials and methods are collectively referred to as "promotional activities".

Italian regulations, such as the Consumer Code (Legislative Decree 206/2005), focus on the truthfulness and accuracy of the information provided to the public about the company's products and services. These regulations also concern comparative practices with competitors' products or services, misleading advertising, standards of decency, and respect for privacy and the protection of personal data (in compliance with Regulation (EU) 2016/679 - GDPR).

You must ensure that these promotional activities are handled in accordance with applicable laws and do not contain:

- False, misleading, or exaggerated statements, whether visual or verbal;
- Inaccurate statements by testimonials that do not reflect the real opinion of the person(s) involved;
- Comparisons that unfairly discredit a competitor's product or service;
- Materials that could be considered offensive to potential audiences.

You must also ensure that performance or other product claims in promotional activities are approved, properly corroborated and documented before they are published outside the company. As always, it is necessary to protect the intellectual property of our company and respect the intellectual property rights of others.

ANTI-MONEY LAUNDERING

Money laundering is a process by which the proceeds of illegal activities are transferred to legal companies and international banking systems in order to conceal their illicit origin. Internal anti-money laundering checks are mandatory to ensure that financial transactions come from a legitimate source and are not involved in illegal activities.

The objective of our internal anti-money laundering controls is to ensure that payments received by the company originate from the bank accounts of our customers or the bank accounts of parties related to the transaction and are not otherwise suspicious.

Transactions that appear to be out of the ordinary, such as payments from unknown sources or to anonymous accounts, cash payments, unusual payment terms, requests for payments to an unlinked account in a different name or in a different country, urgent and unexplained last-minute change requests, or use of a bank account outside of the company's registered office are all warning signs that need to be resolved before accept the funds.

We need to verify the origin of the funds and screen the identified source to ensure that the transaction is legitimate. For this reason, it may be necessary to obtain preliminary information, particularly regarding the source of income, the expected level of activity and the reasons for this activity.

CUSTOMS LAWS

Customs laws require the company to correctly determine the classification, value, and country of origin of all its imports. These laws apply to intra-company exchanges as well as transactions with third parties. As an importer we must be able to demonstrate through documented and verifiable traceability, that the company has exercised reasonable care to ensure that imports comply with the laws in force. This requires, at a minimum, the provision of accurate and complete information regarding any imported goods, their tariff classification, country of origin and customs value. Regulatory obligations may differ based on the facts and circumstances of each transaction. Virtually all the countries in which we operate have such provisions.

EXPORT CONTROLS AND TRADE SANCTIONS

Italy, in accordance with European Union regulations, enforces export controls and international economic sanctions that restrict economic activities with certain countries, individuals, and entities. These measures may include arms embargoes, specific or general trade restrictions (such as import and export

bans), financial restrictions, and admission restrictions (such as visa or travel bans).

The motivations behind such restrictions may relate to national security, non-proliferation, the enforcement of anti-drug laws or, more generally, foreign policy objectives. Regulatory obligations vary depending on the facts and circumstances of each transaction. In Italy, the legislation is governed by Legislative Decree No. 221 of 2017, which adapted national provisions to EU legislation and international agreements on dual-use items and technologies, sanctions related to trade embargoes and trade in instruments of torture.

It is critical that all counterparties to a transaction are verified to ensure compliance with these laws. Violations of export regulations can result in severe penalties, including significant fines and prison sentences.

COMMODITY AND DERIVATIVES TRANSACTIONS

Commodity and derivatives transactions are defined as the purchase or sale of physical assets (commodities) or commodity derivatives, including futures, swaps, and options. Such operations are increasingly subject to complex local regulations, even in the case of some physical supplies. A single transaction involving counterparties or assets in certain jurisdictions may subject the company to regulation in those jurisdictions. Pre-transaction due diligence is therefore crucial to maintaining compliance.

The reporting of prices to any external party for transactions on commodities and derivatives is regulated both by commodity laws and antitrust rules, as well as by company standards. You may not report prices to any outside party unless you have received the appropriate training or guidance and have been given specific powers to do so.

ANTI-BOYCOTT LAWS

Our company operates in compliance with Italian and European laws and regulations on international trade and economic sanctions. Italy, as part of the European Union, applies restrictive measures against certain countries, individuals or entities, but does not support or participate in unauthorized international boycotts, in line with international law and EU policies.

Italian and European regulations prohibit support for boycotts that are not officially recognized, particularly when these involve discrimination on a national or religious basis. It is essential that all employees and contractors carefully review business documents, including letters of credit, contracts, purchase orders, and terms and conditions, to ensure that they do not contain requests to participate in

unauthorized boycotts.

In the event that requests of this type or suspicions of irregular activities are detected, it is mandatory to inform the Legal Department immediately. In addition, in some cases, the company may be required to report such requests to the appropriate authorities.

Compliance with Italian and European regulations on international trade is essential to protect the company's reputation and ensure compliance with current laws. For any doubts or clarifications, employees are invited to contact the Legal Department.

QUESTIONS AND ANSWERS

A customer in a country with trade restrictions asks me to confirm, through a written statement, that none of the components of our products come from Israel. Can I provide such a declaration?

Providing such a statement, defined as "negative certification", could violate Italian and European regulations on non-discrimination and free movement of goods. Furthermore, such requests could be configured as a form of participation in an unauthorized boycott, contrary to the principles of international trade and the policies of the European Union.

If you receive such a request, it is essential that you do not proceed on your own and report the case to the Legal Department immediately. They will be the ones to assess how to proceed in compliance with current regulations and ensure that the company operates in a compliant and transparent manner.