

## ANNEX A. Code of Ethics

### Section 1 – General principles

#### 1. Introduction

##### 1.1 Purposes

This Code of Ethics is the document that identifies the general principles and rules of conduct of reference for all those who have relations with Simol SPA.

The Code of Ethics was approved by the Company's Board of Directors on 21 May 2020 and, as an element of application of the provisions of article 6 of Legislative Decree no. 231 of 8 June 2001, complements the regulatory framework to which the Company is subject, together with the organisation, management and control model in force.

The Code is a means to prevent any irresponsible behaviour, ambiguous or illicit situations by those who operate in the name and on behalf of the Company, and provides for:

- a) identification of the areas of activity in which offences may be committed;
- b) specific procedures aimed at preventing offences;
- c) obligations to inform the Supervisory Body on the operation of and compliance with the organisational model;

The Code of Ethics, while considering the regulatory, economic, social and cultural differences, also applies to the activities carried out by the company abroad as better specified in the section on relations with subsidiaries.

The Company is required to disseminate the Code as widely as possible, both by distributing a copy to all directors, managers and employees, and by making it available to any interlocutor who has relations with the Company. The Code of Ethics is physically available on the company notice boards.

##### 1.2 Recipients

This Code applies to all those who have dealings with the Company. As recipients of the Code, these subjects must comply with its provisions and comply with its principles, complying with the behavioural rules defined therein.

Specifically, the recipients of this Code are:

- shareholders;
- members of the Board of Directors, of the Board of Statutory Auditors
- employees and all persons exercising powers of representation, decision-making and/or control;
- consultants, collaborators and suppliers of goods and services and in general all those who carry out activities in the name and on behalf of the Company.

All those who may interact with the Company may also consider themselves recipients of this Code: for them, the principles, rules and regulations contained therein are intended to represent a means of

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virtuous behaviour which, while respecting each other's roles, contributes to the construction of the common good.

Knowledge of the Code is a right of all employees and entails an obligation to apply it. Employees also have the right to ask for explanations, report any gaps or the need to intervene with updates.

Persons who in the future will accept corporate positions, will be hired, will enter into consultancy or collaboration contracts with the Company, are also considered recipients of this Code, of which they will be promptly informed.

### **1.3 The value of corporate reputation and credibility**

Reputation and credibility constitute fundamental intangible resources.

Good reputation and corporate credibility favour relations with local institutions, customer loyalty, human resource development and good supplier relations and reliability.

By adopting the Code of Ethics, the Company intends to guarantee its stakeholders behaviours that enhance their activities by creating the conditions for the establishment of partnerships capable of generating new value for all.

### **1.4 The contents of the Code of Ethics**

The Code of Ethics is composed of:

- the general ethical principles that identify the reference values in the business activities;
- the criteria of conduct towards each stakeholder, which provide the guidelines and standards to which the recipients of the Code of Ethics are required to comply;
- the implementation mechanisms that outline the control system for the correct application of the Code of Ethics and for its continuous improvement.

### **1.5 Contractual value of the Code of Ethics**

The Code enters into force on the date of approval by the Board of Directors of the Company and is considered applicable to the recipients at the time of notification to them.

Pursuant to the provisions of articles 2104 (*Employee Diligence*), 2105 (*Obligation of Loyalty*) and 2106 (*Disciplinary Sanctions*) of the Italian Civil Code, the contractual obligations of the Company's employees also include full compliance with the rules contained in the Italian Civil Code.

In this sense, violation of the principles of the Code compromises the relationship of trust established with the Company and may lead to disciplinary actions and damages, without prejudice, for employees and managers, to compliance with the procedures provided for by article 7 of Law 300/1970 (Workers' Statute) and by the current collective bargaining agreement.

### **1.6 Updates of the Code OF Ethics**

The Code of Ethics can be modified, supplemented and updated following legislative changes, the evolution of business activities and on the basis of suggestions from recipients and

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from the Supervisory Body and in this case, provides for a resolution of approval of such changes by the Board of Directors.

## **2. General principles**

### **2.1 Responsibility**

In the realisation of the corporate mission, the behaviour of all recipients of this Code must be inspired by the ethics of responsibility, which means evaluating the consequences of their actions, considering the impact they cause on the community and the environment.

The Company's unwavering principle is compliance with the laws and regulations in force in Italy and in all the countries in which it operates.

Recipients of the Code of Ethics are required to comply with all applicable law; in no case shall it be allowed to pursue or realise the interest of the Company in violation of the laws.

### **2.2 Transparency**

Transparency is an attitude that concerns both the sphere of business management, which must be clear and verifiable, and the communication of information about the Company externally.

The truthfulness, accuracy and completeness of the information provided plays a fundamental role in the Company's credibility vis-à-vis internal and external interlocutors.

For this reason, it is necessary to set up reports in a clear and understandable way, in full compliance with the established procedures, the laws and regulations in force, with particular attention to environmental legislation.

### **2.3 Correctness**

For the Company, correctness means first of all respect for people, both in terms of privacy and equal opportunities.

Being correct means keeping the commitments made with your interlocutors.

With regard to relations within the Company, this involves special attention to the physical and moral integrity of the personnel, as well as the elimination of any discrimination and any possible conflict between employees and the Company.

Externally means maintaining relationships based on utmost professionalism with customers and suppliers, however also listening to all stakeholders, as interlocutors to be considered, informed and involved.

### **2.4 Valorisation of human resources**

Human resources are a key factor in the development of the Company. Therefore, Simol SPA protects and promotes the professional growth of its employees, in order to increase the wealth of skills possessed.

## Section II – The company's governance system

### 1. Shareholders

#### 1.1 Shareholders' commitment

Shareholders are required to comply with the provisions of this Code of Ethics, simultaneously promoting its sharing and knowledge. It is also the primary objective of the shareholders not to carry out operations contrary to the purposes and principles of the Company and in any case aimed only at the pursuit of personal interests or those of third parties, unrelated to or contrary to the corporate purpose.

#### 1.2 Transparency of information

The Company, in accordance with the principle of transparency, guarantees full access to company information and data, both to those who are entitled to it by virtue of their duties, and to the Authorities that request it in the performance of their functions.

The Company and its shareholders are aware of the importance of correct information on its activities for the community and therefore intend to take transparency as a goal in relations with all stakeholders.

### 2. Directors and managers in top positions

#### 2.1 Commitment of directors, managers and managers in top positions

The directors and managers of Simol SPA, inspired by this Code of Ethics and based on the hierarchical position held, must set an example for employees and all those who have relations with the Company.

In carrying out their activities, they must behave with the utmost professionalism and diligence towards the Company itself, its shareholders and third parties in general.

#### 2.2 Conduct in business

Directors and managers must inspire their behaviour with the principles of ethics and honesty and avoid offering or promising third parties sums of money or other benefits, in any form or manner, even indirectly, to promote or favour the interests of the Company, even if subject to unlawful pressure.

They may not even accept such disbursements, for themselves or for others, as well as the promise of them, to promote or favour the interests of third parties in their relations with the Company.

Corruption, illegitimate favouritism, collusive conduct, personal solicitations or through third parties, aimed at obtaining economic and professional advantages, for themselves and others, are prohibited and as such are strongly opposed.

#### 2.3 Conflict of interest

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The directors and managers must conform their activities to the principles of fairness and integrity, refraining from acting in situations of conflict of interest and not taking personal advantage of opportunities of which they have become aware within the activities carried out by them in the Company.

Pursuant to article 2391 of the Italian Civil Code, it is the duty of anyone who finds conflicting behaviour to warn the directors and shareholders and the Board of Statutory Auditors of any behaviour that may even prefigure a conflict of interest; the Supervisory Body, duly notified by the latter, assesses, on a case-by-case basis, the actual existence of what is reported to it.

### **2.4 Duties to employees**

All employees have the same opportunities to manifest their qualities and potential and to access professional and career growth paths, in a work environment in which personal characteristics are valued and political, religious, racial, linguistic or gender differences are not the prerequisite for discrimination or harassment of any kind.

To this end, the function responsible for personnel management shall aim to:

- develop a system of selection and hiring of employees, such as to prevent any discrimination;
- allow all employees access to the training necessary to maintain the professional qualification required by technological innovation and changes in work processes.

### **2.5 Responsibilities and accounting principles**

The Company acts in full compliance with the principles provided for by current legislation on the accounting data of companies, with particular regard to the transparency, completeness and veracity of the information contained in the accounting records.

Directors and all managers are responsible for complying with the aforementioned principles.

Each operation must be correctly recorded and supported by suitable and adequate documentation (accounting and/or IT), in such a way as to allow the easy reconstruction of the activities and related responsibilities.

The directors in the preparation of the financial statements are required to comply with the rules, including regulations, concerning the truthfulness and clarity of data and assessments.

They are also required to provide the utmost and prompt collaboration to all control bodies, which by virtue of their powers, request information and documentation about the administration of the Company.

### **2.6 Use of the Company's corporate and capital information**

Any confidential information regarding ongoing projects or negotiations, contractual models and conditions, business procedures, software used, evaluations of suppliers and/or customers and research and development activities aimed at identifying new products may not be communicated to third parties by any director or managers, without specific authorisation.

Directors and managers must ensure the correct use of corporate assets by employees.

### **3. Accounting control and audit**

#### **3.1 Board of Statutory Auditors**

In compliance with current legislation, the Board of Statutory Auditors monitors compliance with the law and the articles of association, in compliance with the principles of proper administration and in particular the adequacy of the organisational, administrative and accounting structure adopted by the Company and its proper functioning.

The Board of Statutory Auditors operates on the basis of criteria of impartiality, autonomy and independence, with the aim of guaranteeing effective control and constant monitoring of the economic and financial situation of the Company.

## **Section III – Criteria for conduct towards stakeholders**

### **1. Relations with employees**

#### **1.1 Health and safety**

The Company is required to protect the moral and physical integrity of its employees and temporary collaborators subject to another form of contract (including contract workers).

To this end, it promotes safe and responsible conduct and adopts all safety measures provided for by technological advancement to ensure a healthy and safe work environment, in full compliance with current preventive and protective legislation.

In compliance with the provisions of Legislative Decree 81/2008 Consolidated Law on occupational safety, the Management has organised a risk prevention and protection service.

The risk assessment document has been duly drafted and the company doctor has drafted a health protocol and had personnel carry out the medical examinations required by law. The organisation that manages company safety also includes all the professional figures envisaged by the Consolidated Law also in reference to the recent Covid 19 epidemiological risk.

Employees of the Company are invited to report any anomalies and/or irregularities regarding the application of Legislative Decree 81/2008 Consolidated Law on occupational safety.

#### **1.2 Protection of people**

Simol SPA is committed to ensuring compliance with the conditions necessary for the existence of a cooperative and non-hostile work environment, and to prevent discriminatory behaviour of any kind. Everyone's collaboration is required in order to maintain a climate of respect for dignity, honour and reputation of everyone.

The Company refrains from interfering with the exercise of the right of personnel to follow principles or practices, or to respect needs related to race, class, nationality, religion, gender, sexual orientation, disability, age, political or trade union membership.

The Company, recalling Recommendation 92/131 EEC and the current legislation on the protection of the dignity of women and men at work, requests the recipients of this Code to promote the

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prevention and combat the implementation of sexual and moral harassment, including the obligation to support people who wish to react to sexual or moral harassment, and providing them with guidance and clarification on the procedures to be followed.

Simol SPA is committed to preventing, hindering and repressing any mobbing activity, understood as the set of violent behaviours (e.g. psychological abuse, harassment, demoralisation, marginalisation, humiliation, slander, etc.) perpetrated by superiors and/or colleagues against workers, prolonged over time and harmful to their personal and professional dignity as well as to their psychophysical health.

Simol SPA does not employ personnel below the minimum age required to carry out a work activity. Minors (persons under the age of 18) are not employed for any hazardous work, or in any work activity that is contrary to the personal development of the minor.

Employees who believe they have suffered discrimination may report the incident to their manager and the Supervisory Body, which will proceed to ascertain the actual violation of the Code of Ethics.

Disparities are not considered to be discrimination if they are on the basis of objective evaluation criteria.

### **1.3 Personnel selection**

Without prejudice to obligations under existing regulations, the selection of personnel is subject to verification of adequate correspondence of candidates with the professional profiles required by the Company, in full compliance with equal opportunities for all individuals concerned.

In no case do personnel search ads specify or require requirements such as: race, gender or other discriminatory personal characteristics.

In no case are applications for recruitment not accepted on grounds based on discriminatory attitudes.

### **1.4 Recruitment**

Personnel recruitment takes place in compliance with the provisions of the applicable Collective Contract of Labour.

During recruitment, each employee receives information on remuneration, on the rules and procedures to be adopted to prevent and avoid health risks associated with work, on the internal rules for the management of personal data and use of computer systems.

The treatment of workers is consistent with seniority, the type of duties performed and professional skills. With the same tasks and function, workers are offered the same training opportunities.

### **1.6 Remuneration**

The remuneration of workers correspond to the remuneration standards provided for by the reference CCNL (Collective Contract National Labour).

The composition of the remuneration is clearly highlighted in the payslip and employees are paid regularly on the scheduled deadlines. The Company is required to remunerate workers only in the manner permitted by current civil and tax regulations.

The methods of payment of remunerations to workers, in general, are carried out by bank transfer.

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The Company guarantees its abstention from entering into contractual forms of work that are not adequate with respect to the objective (e.g. false apprenticeships, atypical contracts), in accordance with current labour, national bargaining and social security legislation.

Payslips do not include any withholdings due to disciplinary or discriminatory actions other than those provided for by law or by Collective Contracts.

### **1.7 Duties of employees**

Employees undertake to comply with the Code of Ethics and, when performing their tasks, to comply with the law and to inspire their own conduct on the principles of integrity, correctness, loyalty and good faith.

The use of recorders, photo and video cameras for purposes not expressly agreed in writing with the Management is prohibited.

The company does not place recorders, photo and video cameras for purposes not agreed upon.

It is required to adopt decent clothing, use language appropriate to the work environment and more generally to behave based on mutual respect and willingness to dialogue and confrontation in particular:

- offering their contribution to the performance of the work;
- preserving a positive work environment in which everyone has the opportunity to learn and grow professionally;
- never getting involved in discriminatory, unlawful or violent acts, nor tolerating those who do;
- not using colourful and above all intercalary language with blasphemies and/or curses;
- carrying out impartial and constructive work evaluations;
- equitably recognising colleagues for the work done;
- honouring the importance of everyone's life even outside the work environment.

### **1.8 Additional duties: accounting entries and records**

The employees called upon to manage accounting entries are required to make each record accurately, fully, truthfully and transparently and to allow any verification by subjects, even external parties, in charge of this.

Accounting evidence must be based on precise and verifiable information and must comply fully with internal accounting procedures.

Each entry must allow the reconstruction of the operation and must be accompanied by documentation.

All actions pertaining to the corporate activities must have the appropriate records allowing for audits and controls on the decision-making, authorisation and performance process.

Anyone who becomes aware of any omissions or errors is required to notify their supervisor; anyone who becomes aware of any forgeries is required to notify both their supervisor and the Supervisory Body.

### **1.9 Conflict of interest**

Employees must avoid any situation and activity from which a conflict of interest with the Company may arise. It is therefore forbidden, in the performance of their duties, to have personal economic relationships or through family members, within the second degree, in conflict with the interests of the Company itself.

All employees are therefore required to avoid situations in which conflicts of interest may arise and should not personally or through others profit from any business opportunities they have become aware of while carrying out their duties.

By way of example, the following constitute a situation of conflict of interest:

- having economic interests with suppliers, including through family members within the second degree;
- managing the purchases of Simol SPA and carrying out work activities, directly or through family members within the second degree, at the suppliers themselves;
- accepting money or favours from people or companies that intend to enter into contractual relationships with the company.

In the event that there is even the appearance of a conflict of interest, the employee is obliged to notify the Management and the Supervisory Body.

### **1.10 Use of the Company's corporate and capital information**

Projects for the study of new products, ongoing negotiations, contractual models, company technical procedures and software in use and ongoing research, as well as the contractual conditions both towards suppliers and customers are absolutely confidential; they cannot be disseminated outside the company without specific authorisation.

The company's assets consist of tangible physical assets, such as equipment, vehicles, plants, real estate, software and infrastructure and intangible assets such as, for example, confidential information, know-how, technical knowledge, developed and disseminated by the Company's employees.

The protection and preservation of these assets constitutes a fundamental value in safeguarding corporate interests, and personnel is responsible, in carrying out their business activities, not only for the protection of these assets, but also to prevent their fraudulent or improper use.

The use of these assets by employees and any other element aimed at identifying the Company, must be functional exclusively to the performance of corporate activities or to the purposes authorised by the corporate departments concerned.

The equipment, devices and systems owned by the Company or leased may only be used during the defined working hours, and only for the performance of the activity of competence, or for purposes from time to time agreed with the Company Management.

### **1.11 Rules for the use of IT devices**

The IT devices that may be entrusted to personnel must be considered as work tools and therefore:

- must be kept in an appropriate manner;

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- may be used only for professional purposes and not for personal purposes with the use of files and programmes that are only strictly necessary;
- it is forbidden to install programmes not authorised by the Company;

In the event of theft or loss, consequences of non-compliance with the rules of conservation of the assigned instruments, the company may activate mechanisms to reimburse the damage suffered.

#### **Internet network**

The PC enabled to browse online constitutes a business tool intended exclusively for the performance of work. Browsing for the purpose of searching for information must limit the footprint of the connection band to a minimum.

#### **E-mail**

The e-mail address is a company asset and therefore its use must be limited to professional purposes only and therefore it must be authorised as such.

As regards internal communications between employees, it is necessary to limit the size of the files sent as much as possible.

#### **Company software**

Any software application used within the company structure must be accompanied by a regular user license. It is therefore strictly forbidden for anyone using company computers to install any software without the authorisation of the person in charge of information systems.

The reproduction or duplication of computer programmes and company data is not permitted, except with the explicit authorisation of the head of information systems.

#### **1.12 Gifts, giveaways and other benefits**

Under no circumstances will cash gifts be requested or accepted by employees, for themselves or for others.

Employees may not request, for themselves or for others, gifts or other benefits, nor accept the latter, except those whose value does not exceed €100 from anyone who has benefited or who may benefit from the company activity.

Gifts and benefits offered but not accepted exceeding a value of €100 must be reported to the Supervisory Body of the Company to allow an adequate assessment.

In line with the principles of the Code of Ethics, to prevent conduct aimed at corruption or interpretable as such, Simol SPA establishes a uniform conduct with regard to its gifts to the outside world.

For this reason, employees cannot offer gifts or other benefits to people from whom they can acquire favourable treatment in the conduct of any activity connected to the Company.

### 1.13 Conduct in business

All employees shall refrain from making or promising third parties sums of money or other benefits in any form or manner, even indirectly, to promote or favour the interests of the Company.

These donations or the promise thereof cannot be accepted even to promote or favour the interests of third parties in their relations with the Company.

In the event of such situations, employees must inform the Supervisory Body and suspend all relations with the third parties concerned, pending specific instructions.

Exceptions to these requirements are only gifts of modest value, in any case not exceeding € 100 per year, when they are attributable solely to acts of courtesy in the context of correct business relations and are not expressly prohibited.

### 1.14 Protection of confidentiality and management of information and personal and sensitive data

The Company safeguards the privacy of its employees, in accordance with current regulations on the matter, undertaking not to communicate or disseminate personal data without the prior consent of the person concerned, except when obliged to do so by law.

The acquisition, processing and storage of such information takes place via specific procedures aimed at ensuring that unauthorised persons become aware of such and full compliance with regulations on the protection of privacy.

Under no circumstances is the processing of data permitted:

- concerning religious, philosophical or other beliefs, political opinions, membership of parties, trade unions, religious, philosophical, political or trade union associations, sex life;
- relating to facts not relevant for the purpose of assessing the worker's professional aptitude;
- in violation of the rules on equal opportunities or aimed at preventing discrimination;
- unless specifically authorised.

Employees must observe this duty of confidentiality even after the termination of the employment relationship, in order to ensure compliance with the requirements of the current privacy regulations.

Employees are prohibited from disseminating information relating to any type of **personal data** of which they may become aware by reason of their job function, unless prior authorisation is given.

### 1.15 Physical security

Physical security is the set of protection measures set to prevent the physical access of third parties not authorised to the data, paper or IT.

It is good practice to:

- store documents containing personal data in premises not accessible to unauthorised third parties;
- take into account the risks deriving from extraordinary events due to natural causes (such as fires, floods, etc.);

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- keep guests waiting in places where there is no confidential information or personal data;
- close the windows and lock the doors at the end of the work activities or in any case when the offices are not manned;
- store documents and enable automatic PC lock with password when it is necessary to move away from the desk.

Any guests have the right to access the Company subject to authorisation by the host and limited to the spaces allowed and strictly related to the reason for the visit.

## **2. Relations with customers**

### **2.1 Equality and impartiality**

The Company undertakes to satisfy its customers in the fulfilment of the contractual commitments taken.

The Company also undertakes not to discriminate against its customers and establishes relations with them characterised by high professionalism, helpfulness, respect, courtesy, research and the utmost collaboration.

### **2.2 Contracts and communications**

In its relations with its customers, Simol SPA undertakes not to act fraudulently as regards the correctness and truthfulness regarding the characteristics, declarations of origin and origin and properties of its products with respect to as stated in the contract, on the product itself or on its packaging.

The Company undertakes to communicate promptly and in the most appropriate manner any information relating to changes in and variations to the management of contractual relationships.

### **2.3 Interaction with customers**

The Company guarantees its customers a dedicated customer service in order to offer any useful information both during the acquisition of the order and during the fulfillment of the order, through internal coordination between the areas involved in production and fulfillment.

The Company undertakes to promptly manage every customer request, favouring interaction and preventing any complaints.

The Company rejects litigation as an instrument aimed at obtaining undue advantages and avails of such on its own initiative only when its legitimate claims do not find due satisfaction from the interlocutor.

The Company protects the privacy of its customers, in accordance with the regulations in force on the matter, undertaking not to communicate or disseminate related personal data, strategic and development projects, or economic or financial information, without prejudice to legal obligations.

## **2.3 Correctness in commercial negotiations**

In relations with customers, the Company ensures correctness and clarity in business negotiations and in the assumption of contractual obligations, as well as the faithful and diligent fulfilment thereof.

## **4. Relations with suppliers**

### **4.1 Choice of supplier**

The choice of the supplier and the purchase of goods and services of any kind must be in compliance with the principles of competition and equality of the conditions of the bidders and on the basis of objective assessments regarding competitiveness, quality, utility and price of the provision.

In the selection, the Company adopts objective and transparent criteria provided for by current legislation, regulations and internal reference provisions and shall not prevent any Supplier in possession of the requirements from competing to win a contract with it.

In the selection of the supplier, the Company will also have to take into account capacity to ensure the implementation of adequate business quality systems, where provided, the availability of means and organisational structures and the ability to meet the confidentiality requirements.

If a supplier, although considered strategic, does not possess all the necessary requirements for qualification, Simol SPA undertakes a development process in which it supports the supplier in the process of organisational and qualitative adaptation until the necessary requirements are met.

As part of its quality system, the Company has adopted a specific procedure for which a list of qualified suppliers is established, subject to performance verification and whose qualification criteria constitute barriers to entry.

### **4.2 Transparency**

Relations with the Company's suppliers, including financial and consultancy contracts, are regulated by the rules set out in this Code of Ethics and are subject to constant and careful monitoring by the Company also in terms of the correspondence of the services provided or goods supplied with respect to the agreed price.

The Company provides for appropriate procedures to ensure maximum transparency in the selection of suppliers and in the procurement of goods and services.

The Company does not consider it correct to induce suppliers of goods or providers of services to enter into a contract that is unfavourable to them, with the promise of further supplies/services on terms that are more advantageous to them.

Consistency with its social and ethical identity means that the company requires each supplier of goods and provider of services to read this Code, and to ensure compliance with the principles and behaviours indicated therein, which are considered an essential condition for entering into a contract for the purchase and provision of goods or services and maintaining this relationship over time.

### **4.3 Correctness and diligence in the execution of contracts**

The Company and the supplier shall work to build a relationship of collaboration and mutual trust. The Company is committed to informing the supplier in a proper and timely manner regarding the characteristics of the activity, the forms and times of payment in compliance with the regulations in force.

## Organisation, management and control model pursuant to Legislative Decree 231/01

The supplier's fulfilment of the contractual services must comply with the principles of equity, correctness, diligence and good faith and must respect the contractual commitments undertaken.

### **5. Relations with local authorities and other institutional regulatory authorities**

#### **5.1 Relations with the Administrative Authorities**

In institutional relations, employees, as well as external collaborators, whose actions may somehow be related to the Company, will have to follow correct conduct, regardless of the competitiveness of the market and the importance of the business dealt with.

Any practice of corruption, illegitimate favours, collusive conduct, undue disbursements and embezzlement, (with particular reference to Public Administration bodies), direct solicitations and/or through third parties, of personal and career advantages for oneself or for others, is prohibited.

Giveaways or acts of courtesy and hospitality towards representatives of governments, public officials and public employees are allowed to the extent that the limited value of them does not compromise the integrity, independence and reputation of one of the parties. In any case, this type of expenditure must be authorised and adequately documented.

In the course of a business negotiation, request or commercial relationship with the Public Administration, no actions should be taken, directly or indirectly, that may propose employment and/or commercial opportunities from which advantages derive, for oneself or for others, for employees of the Public Administration or to their family members or relatives within the second degree.

In the event that the Company is represented by a "third party" in relations with the Public Administration, the same directives valid for the Company apply to the consultant and related personnel.

In the case of the use of consultants, in relations with the Public Administration, any possible incompatibilities must be examined.

Payments or fees, in any form, offered, promised or made directly or through a natural or legal person to induce, facilitate or remunerate the performance of an official act contrary to the official duties of the Public Administration, even if related to a judicial or extrajudicial dispute, carried out for the benefit and/or in the interest of the company, are strictly prohibited.

#### **5.2 Relations with the Judicial Authorities**

The same conduct carried out by directors, employees, collaborators and/or external consultants, aimed at favouring or damaging a party in civil, criminal or administrative proceedings, and causing a direct or indirect advantage to the Company, are also strictly prohibited.

The Company cooperates fully with the Judicial Authority and law enforcement in inspections, checks, investigations and judicial proceedings.

### **6. Relations with the environment**

Environmental protection is one of the key dimensions of the commitment of Simol SPA to responsibility

#### Organisation, management and control model pursuant to Legislative Decree 231/01

One of the aspects of the Company's social responsibility policy is the rejection of waste and attention to the environmental consequences of its choices. Simol SPA believes it can make a significant impact in terms of environmental sustainability, particularly in the social and environmental context in which it operates, both in the short and long term.

This impact is attributable both to the consumption of resources and the generation of emissions and waste directly linked to its activity (direct impacts), and to activities and behaviours that the Company does not directly control, as they are implemented by third parties with whom it relates, such as customers and suppliers (indirect impacts).

With regard to the responsible and efficient use of resources, the Company:

- pursues a conscious consumption of the resources necessary to carry out its activity, including through the implementation of an environmental management system and the progressive improvement of the energy efficiency of its activities;
- aims, also through the monitoring of environmental data, at continuous improvement of its behaviour towards the environment.

#### **7. Relations with political parties, trade unions, and associations**

The Company does not contribute in any way to the financing of parties, movements, committees or political or trade union organisations, their representatives or candidates.

Relationships with political and trade union representatives, with citizens' associations, with voluntary organisations may provide for the joint implementation of initiatives, as well as their financing or sponsorship, where there is content and destination oriented towards cultural growth, social and environmental awareness, and the promotion of the values of cooperation, solidarity, equality and equal opportunities.

### **Section IV – Value of resources and Equal Opportunities**

"Human Resources" are an indispensable factor for the success of the company and for the realisation of its mission.

Human resources include both employees, collaborators and directors who work for the Company under contractual forms other than employment.

Considered as fundamental value is the information and training of these resources on the various legislative, regulatory and hygienic aspects in place.

The Company guarantees working conditions that respect individual dignity and safe working environments at all times and applies current legislation and employment contracts to its employees.

Our Company is firmly convinced of the importance of a correct and transparent management of its "human assets" and the awareness of Management, suppliers, employees and external collaborators, to respect the principles of Social Responsibility, committing to:

1. not using child labour or forced labour;

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2. complying with current national legislation, international conventions and recommendations, including resolutions of international bodies such as the ILO – International Labour Organisation and the UN - United Nations Organisation;
3. respecting freedom of association and the right to collective bargaining;
4. combating all forms of discrimination and unequal treatment (in terms of employment, remuneration, access to training, career promotions) based on issues of race, nationality, religion, disability, gender, sexual preferences, membership of trade unions, political affiliation;
5. condemning all illegal conduct likely to be contrary to physical and/or moral dignity or integrity;
6. fully and impartially applying the collective contract national labour to all employees, punctually paying the established remuneration and paying all related social security, welfare and insurance contributions;
7. guaranteeing the protection of maternity and paternity, as well as disadvantaged people;
8. promoting and improving the conditions of safety and physical and mental well-being of its employees with both preventive and corrective actions;
9. involving all suppliers of goods, providers of activities and services and their commitment to social responsibility, complying with all the requirements of the reference standard;
10. developing and extending information, communication, training and education processes and promoting dialogue with stakeholders, to ensure an efficient and effective application of the company's integrated system.

The company strives to offer equal opportunities for employment and career development to all employees and helps them to express their full potential through training and development. The manager of each function must ensure that, for all aspects of the employment relationship, such as recruitment, training, remuneration, promotions and termination of the relationship, employees are treated in a manner consistent with their ability to meet the requirements of the role and task assigned to them, avoiding any form of discrimination based on gender, race, sexual orientation, social and personal position, physical and health condition, disability, age, nationality, religion, trade union membership or political and/or personal beliefs.

### **1. Equal opportunities between men and women**

The company is committed to prohibiting, in accordance with the principles contained in Legislative Decree 198/2006, any act, pact or behaviour that produces a prejudicial effect by discriminating against workers on the basis of their gender and, in any case, less favourable treatment than that of another worker in a similar situation; likewise in cases of indirect discrimination, when an apparently neutral provision, practice, act, pact or behaviour puts or may put workers of a particular gender at a particular disadvantage with respect to workers of the other gender.

### **2. Prohibition of discrimination**

## \_Organisation, management and control model pursuant to Legislative Decree 231/01

The prohibition of discrimination must be respected at all times of working life: • Access to work, regardless of the method of recruitment and whatever the sector or branch of activity , at all levels of the professional hierarchy. • Remuneration. • Work performance and career. • Social security benefits. • Marriage. • Pregnancy , maternity and breastfeeding.

### **3. Harassment**

Sexual harassment or sexual conduct or speech that may disturb a person's sensibilities (for example, the display of images with explicit sexual references, insistent and continuous innuendo) is not tolerated. Every employee has the right to respect and human dignity. All behaviours that could violate these rights, even indirectly, and in particular, forms of harassment and/or mobbing, are absolutely not tolerated, nor is it tolerated that the employer may have a behavior that reflects an unfavorable reaction to a complaint or an action aimed at obtaining compliance with the principle of equal treatment.

## **Section V – Implementation mechanisms**

### **1. Method of implementation and control of the Code of Ethics**

#### **1.1 Reporting**

All interested parties, both internal and external, are required to report verbally or in writing (in relation to the nature of the violation) and in a non-anonymous manner, any failure to comply with this Code of Ethics and any request for violation thereof, by any person whomsoever, to the Supervisory body (odv@simol.com)

The company protects those who submit reports against any possibly related retaliation they may encounter for reporting incorrect behaviour and keeps their identity confidential, without prejudice to legal obligations.

#### **1.2 Sanctions**

The Company has the right/duty to monitor compliance with this Code, putting in place all the actions, prevention and control, deemed necessary or appropriate.

The contents of this Code strongly underline the reference to precise and punctual compliance with all legal regulations by the Company's personnel in carrying out their work.

In order to make the prevention, management and control model prepared by the Company for the purposes of the prevention of the crimes referred to in Legislative Decree no. 231/01 effective and operative, it was considered necessary to prepare an adequate sanctioning system.

Violations of this Code in fact damage the relationship of trust established between the company and its personnel and must consequently lead to disciplinary action, regardless of the possible establishment of criminal prosecution in cases where the conduct constitutes a crime.

In the case of an employment relationship, any sanctioning measure must comply with the procedures provided for in article 7 of the Workers' Statute and the contractual provisions characterised, in addition to the principle of typical violations, also by the principle of typical sanctions and definition of context, severity, immediacy and recidivism.

#### \_Organisation, management and control model pursuant to Legislative Decree 231/01

Depending on the seriousness of the illegal activity carried out by the person involved in one of the illegal activities provided for in this Code, the competent body will take the appropriate measures, regardless of whether the judicial authority takes criminal action.

When issuing penalties, the competent body must take into account:

- the circumstances in which the unlawful conduct took place;
- the type of the perpetrated crime;
- the severity of the conduct;
- the possibility that the conduct integrates exclusively an attempt at violation;
- the possible recurrence of the subject.

Conduct in contempt of this Code may constitute relatively for:

- employees, a sanctioning procedure in line with the provisions of the CCNL and the workers' statute Law no. 300 of 20 May 1970, article 7;
- directors, just cause for revocation of the mandate with immediate effect;
- suppliers, external collaborators and, in any case, para-subordinate workers, reason for early termination of the relationship.

In all these cases, the Company shall be entitled to compensation for any damages suffered as a result of the unlawful conduct carried out.

The identification and application of the sanctions shall take into account the principles of proportionality and adequacy in relation to the claimed violation.

### **1.3 Internal controls and OFFENCE REPORTING PROCEDURE WHISTLEBLOWING**

"Internal controls" refer to all the tools necessary or useful for directing, verifying and pursuing the company's activities with the aim of ensuring compliance with laws and company procedures, protecting company assets, effectively managing company activities and clearly providing truthful, correct and reliable information on the Company's financial position, as well as identifying and preventing risks that the Company may incur.

It is the Company's task to promote, at all levels, an internal culture characterised by awareness of the existence of controls and oriented to the exercise of the same control.

Employees must, to the extent of their competence:

- contribute to the proper function of the control system;
- responsibly safeguard company assets, whether tangible or intangible, instrumental to their activity, and not misuse them.

The tasks of supervising the observance and updating of the Organisation, Management and Control Model, of this Code – with reference to the provisions, rules, principles and prohibitions aimed at preventing the risks of commission of the crimes referred to in Legislative Decree 231/01 – of disseminating the ethical principles and values of the company, proposing improvements to the provisions of the Model and the Code, clarifying any interpretative and application doubts are entrusted to the Supervisory Body established pursuant to and for the purposes of Legislative Decree 231/01 by resolution of the Board of Directors.

Organisation, management and control model pursuant to Legislative Decree 231/01

The supervision of the observance and updating of this Code for all other provisions, rules, principles and prohibitions not strictly aimed at preventing the risks of commission of the crimes referred to in Legislative Decree 231/01 is the responsibility of the Supervisory Body.

Following the entry into force of the so-called whistleblowing legislation, Simol has adopted a so-called whistleblowing procedure to ensure the reporting of unlawful acts, in accordance with the aforementioned legislation, which guarantees the person reporting the offence confidentiality and protects it from any retaliation.

In the procedure, to which reference is made, the scope of application, the reporting channels as well as the rights of the so-called reporting persons are explained in detail.

The procedure, together with the link to make the reports or the telephone number to contact to make the reports, are made public on the SIMOL website as well as posted on the company bulletin board, and in any case, notice is given to those entitled identified in the legislation.