

**FOM INDUSTRIE S.r.l.**

**ETHICS CODE AND CHARTER OF  
VALUES**

Approved by the company Board of Directors on 29/05/2020

The Chairman of the BoD

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## INTRODUCTION AND RECIPIENTS

The Ethics Code and Charter of Values (hereinafter "Ethics Code" or "Code") is an official document adopted by the individual companies making up the FOM Group (hereinafter "the Group") with the aim of giving a clear and transparent definition of the values and principles they intend to use when carrying out their activities and to manage relations with their stakeholders.

For the activities it carries out, and based on these inspiring values and principles, FOM INDUSTRIE (hereinafter "FOM" or "the Company") has drawn up certain specific rules of conduct, summarised in this document, which the Recipients of this Ethics Code are required to follow, together with absolute and strict compliance with current laws and regulations, and any other regulatory requirement.

The contents of the Ethics Code are binding, and have as Recipients all those working for FOM INDUSTRIE to achieve the corporate goals, both directly (employees, internal associates, directors, control bodies), and indirectly (external associates, suppliers, consultants).

These persons are consequently required to know the provisions of the Ethics Code and contribute to its implementation and dissemination.

Any form of behaviour by Recipients that is incompatible with, differing in the application and/or in explicit violation of the Ethics Code is detrimental to the trusting relationship between FOM INDUSTRIE and said Recipients, and will be the subject of specific sanctions.

Application of the Ethics Code is assigned to the Chairman of the Board of Directors and the General Manager, who make use of the corporate structures and, for control, to the Supervisory Body set up pursuant to Legislative Decree 231/2001 (hereafter the "Supervisory Body").

## I. GENERAL PRINCIPLES

The Recipients of this Ethics Code, in carrying out activities in the potential interests or advantage of FOM INDUSTRIES, are required to base themselves on the following general principles:

- ✓ Strict compliance with the Directives, Standards (national, regional, local), Regulations, Protocols and any other provision in force within Italy and in any case applicable to the FOM INDUSTRIE situation;
- ✓ Maximum honesty, good practice, integrity and impartiality in relations with stakeholders (partners, employees, customers, suppliers, surrounding communities, institutions, and any other third party with whom professional relations exist);
- ✓ Transparency and integrity while carrying out corporate activities: commitment to guarantee correctness, completeness, accuracy, uniformity and timeliness when managing and communicating corporate information, avoiding any deceitful behaviour used to gain undue advantage;
- ✓ Respect for the principles of social equality, dignity and value of individuals, guaranteeing equal opportunities and rejecting any form of discrimination based on age, sex, sexual orientation, state of health, race, nationality, cultural origin, political opinions and religious beliefs;
- ✓ Respect for the commitments made and correspondence between the initial indications and subsequent implementation, except in the case of unfavourable and/or unforeseeable circumstances, not dependent on running of the company, promoting the creation of a fully trusting relationship;
- ✓ Safeguarding of the hygiene, health and safety of all the persons who - for various reasons - interact within FOM INDUSTRIE;
- ✓ Promotion of initiatives aimed at reducing to a minimum the potentially harmful impact of FOM INDUSTRIE on the surrounding environment;
- ✓ Management of company activities with diligence and professionalism, pursuing effectiveness and efficiency goals. The interest of FOM INDUSTRIE must take precedence over personal and special interests, in the awareness of the fact that behaviour aimed at favouring the company will not be justified if they are in contrast with current laws and with the principles of this Ethics Code;
- ✓ Protection and confidentiality when managing all sensitive information relating to FOM INDUSTRIE;

- ✓ Management of operations according to the principle of due and proper registration, authorisation, verifiability, legitimacy, coherence and congruency for each activity or transaction carried out by FOM INDUSTRIE;
- ✓ Traceability of particularly significant and/or sensitive activities, through the production of adequate documentary and/or monitoring support;
- ✓ Prevention, exclusion or immediate reporting of any conflicts of interest: conflicts of interest are to be considered as cases in which an individual behaves in such a way as to pursue goals other than the mission of FOM INDUSTRIE or obtains personal advantage from company activities;
- ✓ Careful use of any asset (tangible or intangible) owned by FOM INDUSTRIE, including information technology and telematic equipment, for the sole purposes for which it has been provided to the Recipients and in strict compliance with applicable regulations (e.g. intellectual property regulations);
- ✓ FOM INDUSTRIE agrees that any decision made by the Decision-making Bodies will be made in an informed manner, thanks to the full dissemination and completeness of the information involved. The Decision-making Bodies of FOM INDUSTRIE agree to guarantee regular running of management operations, risk control, maximum transparency towards stakeholders, avoidance of operations that prejudice creditors and other stakeholders;
- ✓ Prohibition of any action aimed at attributing an advantage (direct or indirect) based on the position or role held within the company, requesting personal favours or favours for others, accepting gifts other than those of a modest value. In this regard, FOM INDUSTRIE agrees to implement any initiative that might prevent and avoid acts of corruption, bribery, fraud, swindling, or any other illegal action;
- ✓ Rejection and/or break-off of all relations with third parties that have been ascertained or are even only reasonably assumed to have taken part in criminal or terrorist-related activities.

Respect for the general principles outlined above and for any regulatory provision currently in force is considered an essential element for all those acting in the interests of FOM INDUSTRIE.

Behaviour that goes against or is incompatible with legal requirements and the contents of this Code will not be

justified in any way.

## II. RELATIONS WITH CUSTOMERS

FOM INDUSTRIE promotes a collaborative approach aimed at satisfying its customers and clients, and agrees to guarantee:

- ✓ maximum respect for current regulations, which must also be given by customers;
- ✓ an impartial and non-discriminatory position with respect to customers;
- ✓ the supply of high quality products and services, that satisfy the reasonable expectations of the customer and protect his security and safety;
- ✓ the truthfulness of the technical documentation and the product certification;
- ✓ the truthfulness of advertising, commercial or any other type of communications;
- ✓ maximum transparency, correctness and clarity in the preparation of contracts and in any negotiations related thereto, avoiding any abuse of dominant position or potentially harmful forms of behaviour, and allowing the contracting parties to make decisions in a fully informed manner;
- ✓ maximum transparency, correctness and clarity in the information on the contractual terms and conditions of the service offered, so that the customer is fully aware of them at the time the agreement is signed, as well as on any variations in the economic conditions for delivery of the service and on the results of any verifications required by the customer;
- ✓ that commercial relations with customers be carried out in a uniform manner free from influences of a personal nature (e.g. friendships or family relations, individual interests, etc.);
- ✓ maximum attention to improvements in the quality of the product and in the service offered;
- ✓ a behaviour centring around availability, respect, courtesy, in line with the standards of FOM INDUSTRIE, characterised by maximum professionalism;
- ✓ adequate reaction to the claims and suggestions received from customers, making use of suitable and timely communication systems.

### III. RELATIONS WITH SUPPLIERS

FOM INDUSTRIE intends to make use exclusively of suppliers operating in compliance with current regulations and with the rules set out in this Code.

Selection of suppliers must be carried out based on an objective assessment of the quality, price of products and services offered, ability to supply and guarantee timely services and products of a level adequate to the needs of the company.

FOM INDUSTRIE agrees to regulate relations with suppliers in writing, always requesting proof that the service has been provided. Contracts for fictitious or non-existent services are not allowed.

Under no circumstances shall the decision-making bodies of FOM INDUSTRIE prefer a supplier over another in consideration of personal relations, favouritism, or advantages, nor shall they carry out any type of discriminatory action in the procedures carried out prior to the stipulation of contracts.

When purchasing machinery, equipment and safety devices in general, the choice of suppliers must also centre around the ability to guarantee products that comply with relevant requirements in terms of environment, safety and hygiene at work, and that are in conformity with any certification and suitability requirements set by the regulations.

In the procedures for assignment to third parties of services and/or activities to be carried out within the company, as part of tender agreements, work contracts or supply contracts, all the FOM INDUSTRIE functions involved agree to verify the technical and professional suitability of the third parties, with particular reference to the compulsory requirements in terms of health and safety, as well as compliance with relevant employment rights regulations.

Should the assignment be extended to other parties, e.g. in the case of sub-contracted activities, the supplier must agree to guarantee the same compliance with regulations, and the same safeguards, for the other parties making up the supply chain.

In the case of long-term supply projects, contracts of a shorter duration that require subsequent renewal and may involve continuous requests for revision of prices are normally to be considered prohibited, as they are actually damaging. It is likewise prohibited to induce a supplier to stipulate a contract that is unfavourable to him, in the illusory hope of subsequently obtaining a more advantageous contract.

The giving or promise of money or other assets or benefits to third parties, as an incentive to carry out an action counter to current regulations and/or to omit a compulsory action in the interests or to the advantage of the Company, is likewise prohibited.

FOM INDUSTRIE engages to protect all and any intellectual and/or industrial property rights of suppliers and consultants.

FOM INDUSTRIE likewise agrees not to suffer any form of conditioning by third parties outside the Company, nor to exert it on any other party, in order to take decisions and/or carry out actions relating to work activities. In that sense, it is expressly prohibited to accept free gifts, presents or other forms of benefit, not directly attributable to normal commercial relations and/or courtesy.

In the event that a supplier acts in a manner not in line with laws and with the binding principles of this Code, FOM INDUSTRIE is authorised to take the most suitable action (e.g. termination in advance of the contract, application of penalties, preclusion of future co-operation, etc.), as well as assessing the option of requesting and obtaining compensation for the damage suffered by its image and reputation. To that end, contractual regulation of relations with third party suppliers must necessarily contain express termination clauses with the contents indicated above; any existing contracts must be modified in that sense following adoption of this Ethics Code.

#### IV. RELATIONS WITH EMPLOYEES

FOM INDUSTRIE protects and promotes the value of its human resources as an essential element in the development and success of a business, aiming to increase and enhance the knowledge and skills capital of each

associate, within the organisational context of the company.

FOM INDUSTRIE offers equal opportunities to all employees based on their professional qualifications and the individual abilities of each one, without any discrimination, agreeing to base the selection methods, hire, remuneration and management of human resources on merit and skills, in the strictest compliance with the collective bargaining agreement in force. Likewise the bonus system for employees must be objective, reasonable and founded essentially on professional merit, as well as on the associate's attitude towards continual learning and updates, ability to work in a group and interest for the company's activities, values and principles.

In the staff selection process, FOM INDUSTRIE does not allow the employment of citizens of other countries who are illegal residents.

New staff are hired under a proper labour contract, in full compliance with the law and the relevant national bargaining agreement, encouraging the worker to enter the workplace. FOM INDUSTRIE must implement every action liable to promote protection of the psychic and physical well-being of employees, mutual co-operation and teamwork, deploring and discouraging any prejudice, intimidation, conditioning or undue discomfort. To that end, in order to protect its own image, FOM INDUSTRIE reserves the right also to consider significant any behaviour outside the workplace that, by its nature, may be considered an offence to public sensitivity, and agrees to intervene to prevent injurious or defamatory interpersonal behaviour.

All employees are guaranteed maximum protection in terms of hygiene, health and safety at work, in compliance with the provisions of current regulations and the contents of this Ethics Code.

FOM INDUSTRIE requires that no harassment of any kind take place in internal and external working relations, for example, the creation of a working environment that is hostile to individual workers or groups of workers, the unjustified interference with another person's work or the creation of obstacles and obstructions to the professional prospects of others.



FOM INDUSTRIE does not allow sexual harassment, that is to say when opportunities for professional growth is made subject to sexual favours or proposed private, interpersonal relations that, being unwanted by the recipient, may disturb the latter's peace.

#### V. RELATIONS WITH THE PUBLIC ADMINISTRATION

In relations with the Public Administration, FOM INDUSTRIE centres its activities around maximum transparency, correctness and legality.

To that end, the company intends to avoid, insofar as possible, any functional centring of sensitive processes involving the Public Administration, preferring to entrust said processes to at least two people. This preventive action is deemed necessary in that, by entrusting the management of sensitive processes within the Public Administration to a number of individuals, it is possible to minimise the risk of interpersonal relations that are collusive, interested and in any case not in line with company wishes.

In the same way, in the event of inspections, investigations and any other form of control by officers of the Public Administration or persons charged by the latter, a plurality of persons speaking for the company will be encouraged.

In all cases where obligations are taken on with respect to the Public Administration, FOM INDUSTRIE is required to guarantee maximum traceability, collecting and filing all the documentation necessary to reconstruct the procedures followed and the activities carried out.

In any event, during business negotiations or relations, including commercial relations, with the Public Administration, either in Italy or in other Countries, FOM INDUSTRIE agrees:

- not to offer work and/or commercial opportunities to Public Administration staff involved in the negotiations or relations, or to their family members;
- not to offer, either directly or indirectly, gifts, presents or any other assets, with the exception of acts of commercial courtesy of a modest value, to Public Administration staff or their family members;
- not to exert an improper influence on the decisions of officers negotiating or making decisions, on behalf

of the Public Administration;

- to act in a manner based on the ethical principles adopted in this Code.

In relations with the Italian or foreign Public Administration the Recipients of this Ethics Code are not allowed to pay, nor to offer, either directly or through third parties, sums of money or gifts of any type to entities, whether these be public officers or public service employees, government representatives, public employees and private citizens, both Italian and from other Countries, with which the Company has commercial relations, in order to compensate or reward them for performing an official action or for performing an action contrary to their official duty.

It is likewise expressly prohibited, in relations with public officers, public officials, public service workers, to behave in a manner that may even only in an abstract way or indirectly influence any initiatives or decisions, for example by proposing positions and job opportunities to said public officers or their family members.

Said prohibitions also extend to any external professionals and consultants acting in the name and on behalf of the company or providing the company with technical and/or administrative services in relations with the Public Administration. In relation to these latter, FOM INDUSTRIE is required to assess their previous employment and/or co-operation relations with the Public Administration with great care and attention, together with the existence of any family relationships with public officers.

#### **VI. PRESENTS, FREE GIFTS AND BENEFITS**

No form of offer, payment of money, present, free gift or benefit is allowed that may be interpreted as exceeding normal commercial practice or courtesy, or in any case aimed at obtaining illicit favourable treatment in any activity that can be connected to FOM INDUSTRIE, or that may compromise the integrity or reputation of one of the two parties, that may have an influence on the independent judgement of the latter or induce them to give any undue advantage.

In this regard, any type of payment to Italian or foreign public officers or their family members, aimed at

influencing the independent nature of their judgement, is strictly prohibited.

It is only possible to offer gifts if they are of a modest value and if their purchase is duly documented and authorised by the Chairman of the Board of Directors and/or by the General Manager of FOM INDUSTRIE, according to the specific powers assigned them.

Based on the same principle, the Recipients of this Ethics Code who may receive any presents, free gifts or benefits except those of modest value, or who may be solicited to give presents, free gifts or benefits not of a modest value, must give timely notification thereof to the Supervisory Body set up pursuant to Legislative Decree 231/2001, which will co-ordinate with the Company's Administrative Body to take the necessary action.

A modest value is to be considered a value not exceeding 250.00 Euro.

FOM INDUSTRIE does not make contributions of any kind, either directly or indirectly, to political parties, movements, political and trade union committees and organisations, nor to their representatives or candidates, either in Italy or abroad. Furthermore, FOM INDUSTRIE does not make contributions to organisations with which a conflict of interest might be considered to exist.

In relations with other stakeholder associations (e.g. trade associations, environmental organisations, etc.) no Recipient must promise or pay out sums, promise or grant goods or other benefits of a personal nature to promote or encourage the interests of the Company, even under illegal pressure to do so.

FOM INDUSTRIE may comply with requests for contributions only from non-profit bodies and associations or those with a high cultural or beneficial value. Sponsorship activities may relate to social, environmental, sporting, entertainment and artistic subjects. In any event, when selecting the proposals to back, FOM INDUSTRIE pays particular attention to any possible conflict of interest of a personal or corporate nature.

Any contribution must, in any case, be made in a manner strictly compliant with current laws and provisions and must be adequately documented.

## VII. HEALTH, HYGIENE AND SAFETY AT WORK

As part of its Work Safety Management System, drawn up following UNI-INAIL, FOM INDUSTRIE Guidelines, this Ethics Code represents an expression of the Work Safety Policy.

In particular, FOM INDUSTRIE, in its position as Employee, agrees to guarantee:

- the physical and moral integrity of its associates, working conditions that respect personal dignity and safe, healthy working environments, in full compliance with current regulations in this field, which is an essential element of FOM INDUSTRIE activities;
- maximum dissemination of all information relating to corporate risks to all workers, who must be trained and updated with specific reference to the tasks carried out;
- that the entire corporate structure participate, according to positions and skills, in achievement of the safety goals set;
- consultation with workers regarding aspects of health and safety at work, also through the figure of the workers' safety representative;
- that the workplaces, plant and equipment, company organisation and maintenance be planned and managed with the aim of safeguarding the health of workers, third parties and the community in which the company operates, and of preventing accidents, injuries and professional health problems;
- promotion of preventive actions and internal investigations to safeguard the health and safety of workers, aimed at significantly reducing the likelihood that accidents, and in particular injuries, will occur;
- promotion of co-operation between the various corporate resources, as well as co-operation with business organisations, with the Competent Authorities and with the relevant external Bodies;
- periodic re-examination of this part of the Ethics Code, the Goals and implementation of the SGSSL itself, in order to achieve ongoing and strategic improvement of the level of health and safety at work within the company.

FOM INDUSTRIE assesses all risks to the health and safety of those who - for whatever reason - work within

the company (whether they be direct employees, employees of other companies working at the company, visitors, etc.); the choice of working equipment and organisation of the workplace forms part of that assessment.

Every corporate decision regarding health and safety at work must be based on the following principles:

- risk prevention;
- assessment of the risks that cannot be avoided;
- elimination of risks at source, wherever possible;
- implementation of initiatives aimed at reducing the incidence of any monotonous and repetitive jobs, in order to reduce the potentially harmful effects they have on health;
- updating of assessments based on the level of evolution in the art;
- replacement of dangerous items with items that are not dangerous or are less dangerous;
- suitable planning of preventive actions.

The Recipients of this Code, and in particular the Employer and his agents and sub-agents, the Officers, the Workers, the Prevention and Protection Service Manager, the Doctor in charge and the Workers' Safety Representative, contribute to the risk prevention process and to protection of the health and safety of themselves, their colleagues and third parties, without prejudice to the obligations and responsibilities of individuals pursuant to applicable laws on this subject.

Every employee or associate must refrain from working under the influence of alcohol or drugs, or anything having a similar effect thereto, and from consuming said substances while at work. Comparable to the above cases are states of chronic dependency on alcohol and drugs that have an effect on work and may disturb the normal completion of said work.

Smoking is strictly prohibited in areas where it may represent a danger for the safety of persons and the healthiness of the environment. In all joint working situations, FOM INDUSTRIE agrees to give particular consideration to the state of those suffering physical discomfort in the presence of passive smoke on the

workplace.

#### VIII. PROTECTION OF THE ENVIRONMENT

FOM INDUSTRIE pays constant attention to safeguarding the environment, as a primary asset to be protected. It therefore engages to assess any potentially harmful impact on the environment as a result of its activities, giving priority, under the same economic conditions, to more eco-sustainable initiatives and solutions, in any case guaranteeing maximum respect for the law and applicable regulations and providing maximum co-operation with the public Authorities responsible for checking, supervising and protecting the Environment.

The Recipients of this Code must base their activities within FOM INDUSTRIE on maximum protection of the environment, committing themselves to comply with current laws in this regard. In particular, any illegal tipping, outflows, inflows and draining are expressly prohibited. Management of company waste must be carried out in compliance with the indications currently in force.

#### IX. PROCESSING OF DATA AND INFORMATION

Any data or information that may come into the possession of FOM INDUSTRIE as part of its activities must be handled according to principles of confidentiality and privacy. This requirement also extends to any other third party involved in the handling (e.g. external consultants, suppliers, etc.).

The Recipients of this Ethics Code who as a result of their activities have access to confidential data and information relating to FOM INDUSTRIE's activities are expressly prohibited from using them for their own or other people's advantage, and in any case for purposes other than strictly professional ones.

External dissemination of data and information must only be carried out by the corporate offices authorised to do so, and always in a transparent and proper manner, in compliance with the laws and the truthfulness thereof.

This requirement applies in particular to all data and information - including data and information of a probative nature - transmitted to the Public Administration.

All corporate data and information is the sole property of FOM INDUSTRIE: all Recipients are therefore prohibited from revealing corporate data to third parties without the explicit authorisation of the Management, with the exception of the data and information that by its nature or destination is already known as a whole to the public or can be accessed easily.

In this regard, FOM INDUSTRIE complies with the requirements regarding the confidentiality of personal information pursuant to the GDPR - General Data Protection Regulation, Reg. (UE) 2016/679, and relevant rules implementing the latter.

#### X. USE OF I.T. RESOURCES AND COMPANY ASSETS

Any data and information stored in the corporate IT and telematic systems, including e-mail messages, is the property of FOM INDUSTRIE and must be used solely to carry out company activities.

IT and telematic devices must be used in a proper and responsible manner by the users to whom they have been assigned.

FOM INDUSTRIE prohibits anybody from collecting, filing and distributing data and information for purposes other than those required by company activities. It is likewise prohibited to use IT or telematic programs without a suitable license or for which all legal requirements in terms of copyright have not been duly complied with.

#### XI. ACCOUNT BOOKS AND COMPANY RECORDS

FOM INDUSTRIE agrees to record in a precise, accurate and full manner every company activity and operation, in order to guarantee maximum accounting transparency and prevent the risk of any false or misleading items.

Administrative and accounting operations are carried out with the aid of specific information technology application supports, which allow the offices in charge greater efficiency and compliance with accounting principles, while at the same time facilitating all necessary congruency and legitimacy controls. For

accounting operations to comply with the requirements of truthfulness, completeness and transparency of recorded data, adequate and full supporting documentation for the activity carried out must be kept on file by the Company, so as to allow:

- accurate accounting records for each operation;
- immediate determination of the characteristics and reasons behind them;
- easy formal chronological reconstruction of the operation;
- verification of the decision-making, authorisation and execution process, as well as identification of the various levels of responsibility and control.

Each accounting record must reflect exactly what is shown in the supporting documentation. It is therefore the task of each employee or associate charged with doing so to ensure that the supporting documentation is easily available and ordered according to logical criteria and in compliance with corporate procedures.

Employees and associates of FOM INDUSTRIE that may become aware of omissions, falsifications or negligence in the accounting records or in the supporting documentation, are required to report them in a timely manner to their superiors.

Finally, FOM INDUSTRIE agrees to provide maximum co-operation at all levels to the competent Supervisory and Control Bodies, providing correct and truthful information regarding to corporate activities, assets and operations.

## **XII. CORPORATE CONDUCT AND FINANCIAL MANAGEMENT**

The corporate conduct of FOM INDUSTRIE is always based on the formal and substantial respect for legal and statutory regulations, protection of the free right of the meeting of shareholders to pass resolutions, transparency and reliability in operations regarding partners and creditors, safeguarding the integrity of the partnership capital and the non-distributable reserves. The structure of FOM INDUSTRIE guarantees maximum co-operation with the competent Authorities in the event of controls, assessments, inspections and/or mere requests for data and information.



In carrying out their activities, the Recipients of this Ethics Code must avoid any form of association that may be potentially connected and/or functional to any extent in the perpetration of an illegal action or a crime.

Nobody shall make any type of payment in the interests of FOM INDUSTRIE in the absence of adequate supporting documentation.

The Recipients of this Ethics Code shall not, in any way and under any circumstance, receive or accept the promise of payments in cash or run the risk of being implicated in questions relating to laundering of money from illegal or criminal activities.

Before entering into relations or stipulating contracts with regular customers and other partners in relation to long-term business operations, assurances of the moral integrity, reputation and good name of the other party must be given.

FOM INDUSTRIE engages to respect all regulations and provisions, both national and international, relating to anti-money laundering activities.

### **XIII. CONFLICTS OF INTEREST**

The Recipients of this Ethics Code are required to avoid situations and activities that might result, even in an abstract manner, in a conflict of interest between the position covered within the company and their own personal economic activities.

Any behaviour aimed at promoting their own particular interests to the detriment of those of the company will not be tolerated, nor will unauthorised personal use of company property.

Any company representatives who, while carrying out their duties, find themselves in a situation that heralds a conflict of interest, even potential, are required to notify the Management and the Supervisory Body thereof, to allow them to take any necessary protective measures, also informing the Board of Directors of FOM INDUSTRIE if necessary.

Should the conflict of interest, real or potential, involve one of the members of the Board of Directors, the other Board Members and the Board of Auditors must also be specifically informed.

Should the conflict of interest involve the General Manager of the Company, the latter must abstain from carrying out the operation involved in the conflict of interest and must appoint the Board of Directors to do so. In these cases, the Board of Directors must provide adequate motivation in its resolutions, indicating the reasons and advantage to the company of the operation.

#### **XIV. DISCLOSURE OF THE ETHICS CODE, IMPLEMENTATION AND CONTROL**

Alongside this Ethics Code, FOM INDUSTRIE intends to adopt specific organisational, management and control measures suitable to prevent, or in any case reduce to acceptable levels, any possible risk connected to illicit behaviour that is against the rules and principles of this Code, perpetrated by all the individuals acting in its interest, while at the same time encouraging strict respect for the legal obligations and the controls carried out on activities performed.

Application of the Ethics Code is the responsibility of the Board of Directors, which makes use of the Supervisory Body, set up ad hoc pursuant to Legislative Decree 231/2001, and assigned the tasks of:

- a) overseeing observance of the Code and its distribution to the Recipients;
- b) verifying every notice of violation of the Code and informing the relative corporate functions of the results of said verifications, so that any sanctions can be issued;
- c) proposing modifications to the contents of the Code to adapt it to the changing context in which the Company operates and to the needs deriving from its organisational evolution.

FOM INDUSTRIE agrees to guarantee maximum distribution and promote maximum knowledge of the contents of this Ethics Code among Recipients, by means of effective and adequate information and communication activities (written communication to all suppliers, customers, clients; publication on the corporate website; affixing to the notice boards provided for communications to employees, etc.).

Furthermore, to ensure maximum comprehension of this Code among employees and direct associates, FOM INDUSTRIE agrees to activate specific internal training programs. Specific training operations must also be promoted when new employees are hired.

Finally, FOM INDUSTRIE engages to keep this Ethics Code up to date, revising its contents in the event of modifications to the corporate structure, relevant regulations and/or the reference operating context.

#### XV. NOTIFICATION OF VIOLATIONS

FOM INDUSTRIE invites all Recipients to notify the Supervisory Body or, in the case of internal staff and associates, their direct superiors and Activity Managers of any situation in relations with third parties that may be anomalous and/or potentially a risk in terms of committing a crime.

Violations of this Ethics Code must be notified by each recipient directly to the Company Supervisory Body, pursuant to Legislative Decree 231/2001.

For that purpose, FOM INDUSTRIE has activated and made available to Recipients specific channels through which, in order to safeguard the integrity of the body, it is possible to present evidenced notifications of illicit behaviour founded on precise, concordant factual elements, or of violations of this Ethics Code and of the Organisational, Management and Control Form adopted by the company, that may come to their knowledge as a result of their functions.

These channels guarantee that the notifying party's identity will remain confidential during operations to manage the notification.

The Supervisory Body collects the notification, checking that it is founded and assessing the advisability of proceeding with further investigation, always in a confidential manner and so as to safeguard the confidentiality of the notification.

The Recipients of this Ethics Code are expressly and absolutely prohibited from any retaliatory or discriminatory action, either direct or indirect, against the notifying party, for reasons connected, either directly or indirectly, to the notification.

## XVI. SANCTIONS

Any violation of the rules of this Ethics Code may be considered as misconduct and violation of contractual obligations under labour, functional or profession co-operation agreements, with the consequences provided for by law and by the contract, also pursuant to art. 2104 and 2105 of the Italian Civil Code; it may likewise be considered as a just cause pursuant to articles 2383 and 2400 of the Italian Civil Code.

Consequently, should the Supervisory Body, based on the verifications carried out and the notifications received, find that there has been an actual violation of the Ethics Code, it may request the FOM INDUSTRIE Board of Directors to issue one of the sanctions listed below, determined according to the seriousness of the violation committed, whether it is a repeated offence and any restorative actions subsequently implemented by the author of the violation.

Sanctions for EMPLOYEES – The disciplinary actions that can be issued to employees of FOM INDUSTRIE, in compliance with the provisions of art. 7 of Law 300/1970 (so-called "Workers' Statute") and any other applicable regulations, are the following:

- ✓ verbal reprimand;
- ✓ written reprimand;
- ✓ fine not exceeding a value of 3 hours wages;
- ✓ suspension from work and pay for a period not exceeding 3 days;
- ✓ suspension from work and pay for a period not exceeding 10 days;
- ✓ dismissal for serious failure of the worker to fulfil his or her contractual obligations (justification);
- ✓ dismissal for a failure so severe that it is not possible to continue the employment relationship even on a temporary basis (just cause).

Sanctions for MANAGERS – In the case of infringements committed by company managers, the Board of Directors, possibly notified by the Supervisory Body, will be responsible for taking the most suitable disciplinary action, based on the seriousness of the violations to be sanctioned. The disciplinary actions that can be issued to managers may be the following:

- ✓ verbal warning;
- ✓ official written reprimand;
- ✓ suspension from work for up to 3 days;
- ✓ disciplinary suspension from work and pay for up to 10 days;
- ✓ dismissal with notice;
- ✓ dismissal without notice.

Sanctions for the CHAIRMAN, the MEMBERS OF THE BOARD OF DIRECTORS, the GENERAL MANAGER, the PARTNERS – If the violations to the provisions of this Ethics Code can be attributed to one or more members of the Board of Directors and/or to one or more Partners of FOM INDUSTRIE, the Supervisory Body will inform the Board of Directors of the company. In line with the severity of the violation and according to the powers assigned by law and/or by the statute, the Board will take the necessary measures, the interested party/parties abstaining.

In that event, the disciplinary actions that can be issued to the Board Member/s and/or the Partner/s involved are as follows:

- ✓ verbal warning;
- ✓ written reprimand (to be implemented following a resolution by the Board of Directors, with the interested party/parties abstaining);
- ✓ fine of from 5,000.00 (five thousand) Euro to 30,000.00 (thirty thousand) Euro;
- ✓ revocation of one or more powers;
- ✓ temporary suspension from office and pay (to be implemented following a resolution by the Board of Directors, with the interested party/parties abstaining);
- ✓ removal from office (to be implemented following a resolution by the Board of Directors, with the interested party/parties abstaining).

Sanctions for MEMBERS of the BOARD OF AUDITORS, MEMBERS of the SUPERVISORY BODY – Should the violation of the provisions of this Ethics Code involve one or more members of the Board of Auditors of FOM

INDUSTRIE, the Supervisory Body will inform the Board of Directors through the Chairman, who will take suitable measures, in line with the severity of the violation. On the other hand, should the Board of Directors be informed regarding violations of the Code by the Supervisory Body, it will, with the co-operation of the Board of Auditors, take the actions considered most suitable, in line with the severity of the violation found.

In that event, the disciplinary actions that can be issued to the Member/s of the Board of Auditors and/or the Supervisory Body involved are as follows:

- ✓ verbal warning;
- ✓ written reprimand (to be implemented following a resolution by the Board of Directors);
- ✓ fine of from 5,000.00 (five thousand) Euro to 30,000.00 (thirty thousand) Euro;
- ✓ removal from office (to be implemented following a resolution by the Board of Directors) and immediate termination of contract.

Sanctions for EXTERNAL ASSOCIATES – All violations committed by FOM INDUSTRIE External associates may, as foreseen by the specific contractual clauses in the relevant letters of appointment or co-operation agreements, result in termination of the contract, without prejudice to possible requests for compensation, should the behaviour in question result in damage to FOM INDUSTRIE.

Sanctions for SUPPLIERS – Any violations of this Code committed by FOM INDUSTRIE Suppliers may, as foreseen by the specific contractual clauses in the relevant order and supply agreements, tender specifications, letters of engagement, result in termination of the contract, without prejudice to possible requests for compensation, should the behaviour in question result in damage to FOM INDUSTRIE.

## XVII. FINAL PROVISIONS

This Ethics Code comes into force immediately and until it is revoked. All Recipients are required to read it carefully and comply with it.