


|   |                            |            |
|---|----------------------------|------------|
|  | <b>Sistema di Gestione</b> | REV 00     |
|   | CODE OF CONDUCT            | M_510.01EN |

# CODE OF CONDUCT ETIC CODE

## OFFICINE TECNOSIDER SRL

|   |                            |            |
|---|----------------------------|------------|
|  | <b>Sistema di Gestione</b> | REV 00     |
|   | CODE OF CONDUCT            | M_510.01EN |

INDEX

INTRODUCTION ..... 3

CODE OF CONDUCT ..... 3

GENERAL PRINCIPLES ..... 4

    PROTECTION AND INCREASE IN ASSETS .....4

    LEGALITY .....4

    IMPARTIALITY, RESPECT AND PROTECTION OF HUMAN RIGHTS .....4

    CARE, EFFICIENCY AND PROFESSIONALISM .....4

    RISK CULTURE .....5

    WORKING ENVIRONMENT AND THE PROTECTION OF PRIVACY .....5

PRINCIPLES OF BEHAVIOUR IN INTERNAL RELATIONS ..... 5

    POLICIES OF RECRUITMENT AND COLLABORATORS .....5

    AVOIDANCE OF CONFLICTS OF INTEREST .....5

    DUTIES OF EMPLOYEES AND COLLABORATORS .....6

PRINCIPLES OF CONDUCT IN EXTERNAL RELATIONS ..... 6

    CUSTOMER RELATIONS .....6


    DEALINGS WITH SUPPLIERS .....6

    CONFERRING PROFESSIONAL ASSIGNMENTS .....6

    GIFTS , BENEFITS AND PROMISES OF FAVORS .....6

    RELATIONS WITH PUBLIC AUTHORITIES .....7

    RELATIONS WITH POLITICAL AND TRADE UNION .....8

|   |                            |            |
|---|----------------------------|------------|
|  | <b>Sistema di Gestione</b> | REV 00     |
|   | CODE OF CONDUCT            | M_510.01EN |

## INTRODUCTION

The creation and dissemination of the values on which a company bases its ability to be a competitive player in its sector of business and a responsible entity in the social context in which it operates , are the necessary elements to build a corporate culture appropriate to the achievement of targets that the company sets , with particular attention to:

- production of high-quality products ,
- health and safety at work, and protection of the environment in compliance with applicable laws ,
- corporate risk management to avoid negative effects on the Company

Officine Tecnosider considered appropriate to define and formalize this code of conduct, a compendium of rules, values and guiding principles adopted and which are recognized as a positive value .

## CODE OF CONDUCT


Officine Tecnosider considers this Code as a tool of regulation and discipline of its business: each employee and collaborator, regardless of position or status, is responsible for their actions in accordance with this Code, the Company policies and the law.

Compliance with the Code is considered an integral part of the contractual obligations of employees pursuant to and for the purposes of Art . 2104 of the Civil Code ; therefore , a violation of this Code , damages the relationship of trust established with the Company and may lead to the activation of lawsuits as well as the adoption of measures against their contractors , according with the provisions of law and the provided contractual regimes , with all consequent personal responsibility.

Noticing compliance and adherence to ethical standards is delegated to the Surveillance and control.

Surveillance and Control Authority has the task to promote knowledge and dissemination of the Code , as well as coordinate the activities of updating and reviewing.

Officine Tecnosider' s Surveillance and Control reports to the proper authorities any violation of the Code and abnormal behavior anyway detected, to take the necessary corrective measures.

|   |                            |            |
|---|----------------------------|------------|
|  | <b>Sistema di Gestione</b> | REV 00     |
|   | CODE OF CONDUCT            | M_510.01EN |

## **GENERAL PRINCIPLES**

### Protection and increase in assets

Officine Tecnosider sets the entire management of the company's business in the interests of preserving the value and increase in the course of time, according to the logic of legitimate return on invested capital and the work done by all company staff.

The goods forming part of the business assets may be used only in relation to the activity of the company and under no circumstances for activities unrelated to the company or unlawful.

### Legality

The Company carries out its activity in accordance with European and Italian standard, rejecting all kind of illegal practice that directly or indirectly could be responsible of collaboration with criminal associations.

Senior management and the board of directors should be actually accountable and liable for the setting up and application of "corporate governance" principles at all levels of the company/corporation and are the company procedures, the organization model pursuant to D.Lgs. 231 and all other forms of company internal regulation.

The pursuit of an interest of the Company may not be considered, under any circumstances justifies who does not respect the rules nor justify dishonest conduct.

### Impartiality, respect and protection of human rights


Officine Tecnosider ensures fair and equal treatment, therefore rejects and opposes, sanctions any discrimination according to age, sex, sexual habits, health status, race, nationality, political opinions and religious beliefs towards every interlocutor of his in every decisional aspect and of relationship.

The carrying out of any professional duty must be based on the principle of impartiality, avoiding to prefer or facilitate people or solutions that are not based on technical or professional evaluations.

### Care, efficiency and professionalism

The Company considers vital to provide its customers and third parties with whom is found to have relations arising in the course of its business, performance of high quality. For this purpose, the professional performance of employees and consultants of the Company shall be conducted with care, accuracy and professionalism.

For every activity equipment and personnel involved must be efficient and professional, the economy in the handling of the finances must be guaranteed. In no case the conviction of working for the benefit of the class justify behaviors that conflict with the principles and mentioned in this Code .

|   |                            |            |
|---|----------------------------|------------|
|  | <b>Sistema di Gestione</b> | REV 00     |
|   | CODE OF CONDUCT            | M_510.01EN |

### Risk culture

The Company agrees over the need to move towards a higher sensitivity of its employees to the risks underlying their activity. There must be a widespread perception that the internal control system keeps under review such risks without damaging overlaps or gaps guilty .

### Working environment and the protection of privacy

Officine Tecnosider commits to create a working environment in which the respect, the protection of health and safety at work, personal dignity are guaranteed and where the characteristics of the individual cannot give to discrimination or conditioning.

Even in this regard, in compliance with current legislation , the Company is committed to the protection of privacy on the information concerning the private life and opinions of each of its employees and , more generally , of all those who interact with the company .

## **PRINCIPLES OF BEHAVIOUR IN INTERNAL RELATIONS**

### Policies of recruitment and collaborators

Human resources are an indispensable element for the existence of the Company and a critical factor for successful competition on the market. Honesty, loyalty, ability, professionalism, integrity, technical expertise and dedication of the staff are therefore the conditions for achieving the Company's targets and are demanded by Officine Tecnosider to its directors , employees and collaborators.

To pursue, support and develop the company' goals in compliance with ethical principles and values which inspired Officine Tecnosider, each employee, consultant , collaborator is chosen on the basis of their merits and the criteria set out above. The Company selects the candidates with the best profile for the specific requirements, avoiding favoritism and any kind of facilitation.

### Avoidance of conflicts of interest


In conducting any activities, each entity involved must avoid any conflict between his personal interest, social, financial or political interests and the progress of the business of Officine Tecnosider or its customers.

The occurrence of conflicts of interests, as well as being in conflict with the law and with the principles of the Code of Conduct , is detrimental to the image and integrity.

Directors, employees and collaborators must therefore rule out any possibility of overlapping or crossing, exploiting their functional position, any economic activity to a logic of personal and/or family and their tasks within the company.

These are some examples of potential conflicts of interest that should be avoided:

- performing work outside the company: performing activity similar to the job that is developed in Officine Tecnosider may cause conflict with the behavior to hold in Officine Tecnosider, as to work with an actual or potential competitor, a supplier or a customer of Officine Tecnosider. Relationships with family and friends : conduct a business with a counterpart owned by a family member or partner.
- Investments : acquiring stakes in any enterprise or companies which might be interested in the same Officine Tecnosider.
- Participation in Councils: play or accept a position of officer, director or consultant in companies or organizations that operate or deal with Officine Tecnosider ( such as for example a partner , a supplier or a customer ) .

|   |                            |            |
|---|----------------------------|------------|
|  | <b>Sistema di Gestione</b> | REV 00     |
|   | CODE OF CONDUCT            | M_510.01EN |

- Stake in ownership: owning a certain share of other companies that do or seek to do business with Officine Tecnosider or are its competitors.
- Employees who believe that they can be in conflict, must inform their supervisor or the personnel officer of human resources so that the company can decide whether such a conflict actually exists .

### Duties of employees and collaborators

Every employee and contractor is bond by the duty to behave with integrity and discretion in accordance with the dispositions in the employment contract. All personnel must behave according to professional diligence protecting assets, material and financial resources and has the duty to inform on the possibility of emerging risks or harmful events.

All staff should abide by the institutional rules as regards security in respect of the integrity and confidentiality of information and has to use a plain, objective language.

## **PRINCIPLES OF CONDUCT IN EXTERNAL RELATIONS**

### Customer relations

High standards of quality are considered fundamental by the Company.

In relations with its customers, all personnel is required to conform his conduct on fairness , courtesy and availability, providing where required, comprehensive and adequate information and avoiding the use of circumvention practices , incorrect or otherwise times to undermine the independence of the interlocutor .

### Dealings with suppliers

The Company ensures, in relations with suppliers of goods and services, maximum transparency and correctness, in accordance with the laws and regulations and internal procedures regarding purchasing and supplier selection.

It is Company policy , in fact , to negotiate in good faith and in a transparent manner with all potential suppliers , and avoid favoritism or hope to get benefits beyond the supply relationship, for themselves or for the Company .

### Conferring professional assignments

During the contractual relationship the employees are due to behave with integrity, good faith and loyalty, respecting , as applicable to them , the rules of this Code conduct, corporate regulations and instructions given to the staff of the Company .

The Company proceeds to the identification and selection of collaborators and consultants with absolute impartiality, autonomy and independent judgment , without accepting any conditions or compromise of any kind intended to establish or obtain favors or benefits. In this context, the Company considers as requirements only professional competence, reputation, independence, organizational skills , accuracy and timely execution of the contractual obligations and tasks assigned .

### Gifts , benefits and promises of favors

Officine Tecnosider forbids all those acting in their own self-interests, their own name or on its behalf to accept , offer or promise, even indirectly , money , gifts, goods , services, or favors ( even in terms of employment opportunities ) unrelated to normal courtesy between the parties .

|   |                            |            |
|---|----------------------------|------------|
|  | <b>Sistema di Gestione</b> | REV 00     |
|   | CODE OF CONDUCT            | M_510.01EN |

### Relations with public authorities

In relations with the Public Administration or with entities carrying out activities of public utility or public interest, the Company complies with Community, national and business legislation.

All recipients of this Code are obliged to refrain:

- From offering job opportunities or any advantage for the public official involved in the relationship , to his family or to persons in any way connected to him ;
- these entities from offering gifts , gratuities or benefits , even through third parties , except in case of act of courtesy of modest value ;
- From promising other forms of benefit or advantage ;
- From influencing improperly , even through third parties , the decisions of the institution concerned;
- From offering advantage for the public official involved in the relationship, to his family or to persons in any way connected to him , through phantom transactions .

In the event that the company is involved in legal disputes in civil, criminal or administrative, including extra-judicial nature, the decision-making bodies, employees and consultants must not behave in any way which could lead to measures that go illegally to the benefit of the same.

In relations with the judiciary, all employees must offer the widest possible cooperation by making truthful statements. Any form of reticence, silence and falsehood is contrary to the interests of the company as Officine Tecnosider intends to act in accordance with law .

|   |                            |            |
|---|----------------------------|------------|
|  | <b>Sistema di Gestione</b> | REV 00     |
|   | CODE OF CONDUCT            | M_510.01EN |

Relations with political and trade union

Officine Tecnosider does not favor or discriminate directly or indirectly, any political organization or trade union. The Company does not provide any contribution, directly or indirectly, in any form, to parties, movements committees and political and trade union organizations, to their representatives and candidates, except those required by specific italian requirements.

Date 15/10/2015

SIGNATURE 