

# ETHICAL CODE

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We feel better under pressure

Approved by the Board of Directors with resolution of April 14, 2023

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**Vitillo**

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## INTRODUCTION

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Vitillo SpA was born from the transformation of a historic family business founded by the progenitor Giuseppe who had begun his entrepreneurial adventure first only by marketing and then starting an artisanal production of carbon steel fittings made with the first mechanical lathes. The inclusion of his sons in the company, with the establishment in 1991 of Vitillo Srl (later transformed into Vitillo SpA), marked the start of a process of continuous modernization of the company, which has now become an excellence in the Italian entrepreneurial panorama in the sector of production of hydraulic components and, in particular, in the design, production and distribution of fittings and pipes for high and medium pressure fluids.

The areas of use of the products made by the Group are represented by industrial components for earthmoving machines, agricultural machines, lifting means or operating machines and, in general, by industrial components that use high pressure hydraulic circuits for the movement of mechanical parts. The market to which the company addresses differs on the basis of the use of finished products and can be classified into the following two types:

- OEM (Original Equipment Manufacturer): market of manufacturers of machines and/or industrial plants;
- After Market: maintenance and spare parts market.

The Group's products are distributed on four continents and in over 50 countries, both through commercial partners and directly, through logistics and distribution centers located in Germany, Poland and the United States of America. Exports account for around 64% of turnover. The Group headed by Vitillo SpA currently has 10 production plants, 5 distribution centres, 3 pipe fitting and bending centers and 1 R&D centre.

Its products are present in over 50 countries around the world, in many production sectors.

## PREMISE

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The VITILLO Group is aware that the authority of a company is recognized not only by the competence of its collaborators and the high quality of the service provided to customers, but also by the attention paid to the needs of the entire community.

The principles that have always inspired the work of this Company are formally collected in a Code of Ethics of Conduct in the belief that reliability is built daily by respecting the rules and valuing people.

This Code of Ethics, prepared, approved and communicated by the Board of Directors to all interested parties, therefore represents a distinctive and identifying element with respect to the market and third parties, the knowledge and sharing of which is required of all those who operate in the Company or who collaborate with it, constitute the foundation of our activity and the first step in contributing to the pursuit of our vision.

The Group's objective is, therefore, to pursue excellence in the market in which it operates, through Sustainable Development, safeguarding the Environment and the Safety of the people involved through consistent behavior that respects Social Ethics, obtaining the satisfaction and ensuring added value for the Employee, for the Customer and, in general, for the Community.

The code expresses the ethical commitments and responsibilities assumed by those who, for various reasons, collaborate in the achievement of the VITILLO Group's objectives, towards: capital owners, employees, collaborators, external consultants, suppliers, customers and other subjects. Subjects who, taken together, are defined with the term stakeholder, as bearers of interests linked to the activity of the Organisation.

Every person who works in the VITILLO Group is required to always act in compliance with the provisions contained in this Code of Ethics.

The code is available to customers, suppliers and other third parties who interact with the Company, formally inviting them to respect its principles and criteria of conduct, in the context of the relationships they have with the Company. The Code will be widely disseminated within the

internal governance structure, and widely communicated externally, including through its website.

The VITILLO Group also undertakes to adopt any further provision so that the principles and provisions of the Code can be promptly disclosed and applied.

## **SCOPE OF APPLICATION OF THE CODE AND DISCIPLINARY SYSTEM**

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All subjects who work to achieve the company's corporate objectives, whether they are subjects in top positions, such as directors, statutory auditors or subjects with management and representation functions, or employees, collaborators and external consultants, suppliers and commercial partners, are required without exception to compliance with this Code of Ethics in the conduct of business and corporate activities. The observance of the Code of Ethics must be considered an essential part of the contractual obligations of all the aforementioned subjects, recipients of this document.

The company, during the performance of the activity, intends to comply with the laws and regulations in force by directing its actions and behavior to the principles, objectives and commitments referred to in the Code of Ethics and, in no case, the pursuit of an interest or an advantage for the company may justify incorrect behavior.

Any behavior contrary to the letter and spirit of the Code of Ethics will be sanctioned proportionately to the seriousness of any infringements committed, in accordance with the provisions of the disciplinary system.

Infractions by third parties will be sanctioned according to the criteria indicated in the specific contractual clauses envisaged.

## GENERAL PRINCIPLES OF CONDUCT

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The conduct of the Recipients, at all company levels, is based on the principles of honesty, moral integrity, correctness, transparency and objectivity.

In carrying out the activities and in relationships of any kind and nature, all those who work with and for the VITILLO Group are required to diligently comply with the laws in force and the regulations of the countries in which the company activity takes place, as well as the Code of Ethics and internal procedures. They must have a behavior based on respect for the fundamental principles of honesty, moral integrity, correctness, transparency, objectivity and respect for the individual personality in the pursuit of corporate objectives and in all relationships with people and entities inside and outside the company.

Under no circumstances can the pursuit of the company's interests justify an action that does not conform to an honest line of conduct. Therefore, the VITILLO Group will have to suspend any type of relationship with anyone who adopts behavior that differs from what is established in this specific point of the Code of Ethics.

### **Non-discrimination**

Any form of discrimination and in particular any discrimination based on race, nationality, sex, age, disability, state of health, sexual orientation, political or trade union opinions, philosophical orientations or religious beliefs towards any person inside or outside the company must be avoided.

### **Child labor**

The VITILLO Group guarantees that child labor is not tolerated in any form. The employment age for young workers must meet or exceed company guidelines, statutory regulations, and local labor laws. In all the countries where it operates, it does not use child labour.

### **Value of human resources**

The VITILLO Group protects and promotes the value and development of human resources, as an important factor of success for the company, in order to maximize the degree of satisfaction and increase the wealth of skills possessed.

In managing relationships that involve the establishment of hierarchical relationships, it requires that authority be exercised with fairness and correctness, prohibiting any behavior that could be considered harmful to the dignity and autonomy of the employee/collaborator.

In order to guarantee full respect for the person, the VITILLO Group requires compliance with the legal obligations regarding the protection of work, hygienic-sanitary and safety conditions, trade union rights or in any case rights of association and representation required by the legislation of the country in question. which they operate.

### **Correctness and transparency of corporate information**

Every operation and transaction must be correctly performed, recorded, authorized, verifiable, legitimate, consistent and congruous. This means that each action and operation must be adequately recorded in the accounting system, according to the criteria indicated by the law and the applicable accounting principles. In order for the accounting to meet the requirements of truthfulness, completeness and transparency of the recorded data, each operation must also be supported by suitable documentation, so as to allow controls to be carried out at any time which certify the characteristics and motivations and identify who has authorized, carried out, registered, verified the operation itself.

The circulation of information within the company, for the purpose of preparing the financial statements and the fulfillment of tax and fiscal obligations and in order to guarantee a clear and truthful representation of the economic, equity and financial situation must take place in compliance with the principles of truthfulness , completeness and transparency.

### **Internal control system**

The VITILLO Group recognizes the importance of an efficient and effective internal control system as an indispensable condition and prerequisite for the performance of its business activities to be articulated in compliance and consistency with the principles of this Code of Ethics.

To this end, the Group guarantees the creation of the best organizational and environmental prerequisites, so that this culture is promoted and disseminated at every company level, making its employees aware of the importance of the internal control system and of compliance, in carrying out work activities, with current regulations and company procedures, also with the aim of effectively managing the activities and providing accurate and complete accounting data.

A functional prerequisite for the creation of an effective internal control system is an adequate and complete determination and attribution of tasks and responsibilities for those who act on behalf of the Company, with the consequent adoption of a consistent attribution of operational powers.

### **External *communication***

The communication of the VITILLO Group is based on respect for the right to correct information; under no circumstances is it permitted to divulge false or tendentious news or comments.

Every communication activity must comply with the laws, rules, practices of professional conduct and must be carried out with clarity, transparency and timeliness.

Relations with the mass media are reserved exclusively to the corporate functions and responsibilities delegated for this purpose.

### **Transparency and completeness of information**

The collaborators of the Group are required to provide complete, transparent, understandable and accurate information, aimed at allowing all the interested parties to arrive at independent and informed decisions in the development of the relationships that are established.

In particular, in the formulation of any form of agreement, the VITILLO Group will take care to specify to the contractor, in a clear and understandable way, the behaviors to be followed in carrying out the established relationship.



### **Confidentiality and treatment of information**

The VITILLO Group ensures the confidentiality of the information in its possession and refrains from seeking confidential data, except in the case of express and informed authorization and compliance with current legal regulations. Group collaborators are required not to use confidential information which constitutes company assets for purposes not connected with the exercise of their own activity and not to treat the same information in a way that does not comply with the provisions of the authorizations received and the established company procedures. All information from interested parties must be processed by Fassi in full compliance with the laws in force regarding the protection of personal data.

### **Fair competition**

The VITILLO Group observes the regulations in force on competition, and intends to protect the value of fair competition by refraining from collusive and predatory behaviors, which may integrate forms of unfair competition. In particular, the VITILLO Group requires the Recipients of the Code of Ethics to refrain from practices (such as, by way of example, the creation of cartels, market divisions, production or sales restrictions, conditioning agreements, etc.) such as to represent a violation of the provisions on competition, and from being involved, either personally or through third parties, in initiatives or contacts between competitors (by way of example, but not limited to: discussions on prices or quantities, division of markets, limitations on production or sales, agreements to share customers, exchanges of information on prices, etc.) that may appear as violations of the regulations aimed at protecting competition and the market.

### **Prevention of conflict of interest**

In carrying out any activity, by employees, members of the corporate bodies and, in general, by all those who work in the name and on behalf of the VITILLO Group, situations must be avoided in which the subjects involved in the operations and transactions are, or may even only appear to be in conflict of interest. Any situation in which a conflict of interest could arise which could influence the impartiality and ethics of the behavior of the aforementioned subjects must be avoided.

Individuals who find themselves in a situation of conflict of interest, even if only potential, must immediately notify their Department Manager and the Personnel Manager/Manager who will evaluate the behavior to adopt.

### **Gifts, presents and benefits**

The VITILLO Group condemns all practices of corruption, illegitimate favours, collusive behaviour, direct and/or indirect solicitation of personal advantages. No form of offer or promised gift of money or future goods or benefits (e.g. money, objects, services, favours) of any kind to/from third parties (with particular reference to Italian and foreign public officials, their relatives) is permitted. and similar) that can be, even if only indirectly, interpreted as exceeding the normal displays of courtesy allowed in commercial practice, or in any case aimed at obtaining favorable treatment in the conduct of business. The only forms of courtesy allowed must fall within the concept of modest value and be aimed at promoting the image of the Group or initiatives promoted by it: the same must in any case be authorized by management and supported by suitable documentation.

### **Protection of industrial and intellectual property**

The VITILLO Group acts in full compliance with the industrial and intellectual property rights legitimately held by third parties, as well as with the laws, regulations and conventions, also in the EU and/or international sphere, to protect these rights.

The property rights on knowledge developed in the Group's workplace belong to the latter, which has the right to use it as such in accordance with applicable laws. The VITILLO Group is active in the prevention and fight against counterfeiting and piracy of its brands and products by virtue of the provisions of the laws of the countries in which it operates.

Each Employee is required to actively contribute, within the scope of their duties and responsibilities, to the safeguarding and management of intellectual property in order to allow its development, protection and growth. Furthermore, in doing so, each Employee must refrain from using the Group's intellectual property or from allowing others to use it for personal purposes, paying attention to preventing behavior that could be prejudicial to the Group's industrial property or trade secrets , furthermore, protecting the Company's rights against possible violations, all Employees must refrain from altering or counterfeiting patents, designs

and/or industrial projects, in any way, and from using altered or counterfeit patents, designs and/or industrial projects.

### **Counterfeit parts**

The VITILLO Group undertakes not to use parts, components, software or other types of counterfeit products, and takes action in the event that any person markets counterfeit products, parts and spare parts made by the Group. (see REGULATION (EU) No. 608/2013).

### **Export and marketing of goods**

The VITILLO Group undertakes to respect the applicable restrictions on the export of goods, software, services and technologies as well as the applicable trade restrictions involving certain countries, regions, companies, entities and individuals.

### **Responsibility towards the community**

The VITILLO Group is aware of the influence that its activities can have on the conditions, economic and social development and general welfare of the community, as well as the importance of social acceptance of the communities in which it operates.

For this reason, the company intends to carry out the activities aimed at achieving the corporate purpose according to social appreciation, with respect for the local, national and international communities with which it interacts.

## **CRITERIA OF CONDUCT IN RELATIONS WITH STAFF**

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### **Personnel selection**

The evaluation of the applications must be carried out on the basis of the correspondence of the candidates' profiles to the company needs and requirements, in compliance with equal opportunities for all interested parties. The information requested from candidates must be

strictly linked to verifying the individual's professional and psycho-aptitude profile, as well as verifying compliance with national and international legal requirements and suitability in relation to crime prevention, always in compliance with the principles of non-discrimination and protection of personal data, defined in this Code of Ethics and required by law.

### **Establishment of the employment relationship**

The staff is hired with a regular employment contract; no form of irregular work or "undeclared work" is tolerated.

Upon establishment of the employment relationship, each employee must receive accurate information relating to:

- characteristics of the function to which one belongs, responsibilities of one's role and tasks to be performed;
- regulatory and salary elements, as regulated by the national collective labor agreement;
- rules and procedures to be adopted in order to avoid conduct contrary to the law and company policies.

This information is presented to the employee so that acceptance of the assignment is based on an effective understanding.

### **Employee management**

Each manager is required to make the most of the employees' working time by requesting services that are consistent with the performance of their duties and with the work organization plans.

It constitutes abuse of the position of authority to request, as an act due to the hierarchical superior, services, personal favors or any behavior that constitutes a violation of this Code of Ethics. Where required by the organizational system and internal procedures in force, the involvement of employees in carrying out their work is promoted, providing opportunities for participation in discussions and decisions functional to the improvement of company processes.

The employee must participate in these moments with a spirit of collaboration and independence of judgment. The management of the employee must be carried out in compliance with the systems and through the use of the tools provided by the Personnel Department.

## **Enhancement and training of resources**

Each company manager must make full use of and enhance all the professionalism present in the structure by activating the levers available to favor the development and growth of their employees. The VITILLO Group makes information and training tools available to all employees with the aim of enhancing the specific skills and implementing the professional value of the personnel.

Institutional training is carried out, provided at certain moments in the employee's corporate life (for example, for new hires, training on occupational safety, Management Systems and related risk prevention, introduction to the company and its business) and training for operating personnel.

## **Worker rights: occupational health and safety**

The VITILLO Group undertakes to prepare and maintain safe and healthy workplaces in compliance with the accident prevention legislation in force in the countries in which it operates and to disseminate and consolidate a culture of safety and health in the workplace by developing risk awareness, promoting responsible behavior on the part of all collaborators, suppliers and contractors who operate within the Group's offices and on behalf of the Group at customers' premises.

To this end, it carries out interventions of a technical and organizational nature, through the introduction of:

- an analysis of risk management, of security, of the resources to be protected;
- control and update of the system to monitor the risks associated with safety;
- training and communication interventions.

## **Pregnant workers**

The protection of the health of working mothers through the elimination or reduction of exposure to occupational risk factors for pregnant women, for the embryo and the fetus, with particular

attention to abortigenic, mutagenic and teratogenic risk factors, involves risk assessment for the safety and health of pregnant workers,

women who have recently given birth or are breastfeeding up to seven months after giving birth, for female workers involved in the processing. Following the aforementioned assessment, the following general prevention and protection measures to be adopted are identified:

- the working rhythms are modified, so that they are not excessive and that they do not involve a particularly tiring position.
- If requested by the competent doctor, or if required by law due to specific risks, arrangements are made for the worker to be temporarily assigned to another job.

The workers assigned to their respective duties and the safety representative are informed of the results of the assessment and the consequent measures taken.

#### **Worker rights: protection of privacy**

The employee's privacy is protected by adopting standards that specify the type of information to be requested from the employee and the related methods of treatment and conservation.

Any investigation into the ideas, preferences, personal tastes and, in general, information of the collaborators not pertaining to the purposes of personnel selection and management of the employment relationship according to the criteria indicated in this Code of Ethics is excluded.

These standards also provide for the prohibition, except in the cases provided for by law, to communicate or disseminate personal data without the prior consent of the interested party.

#### **Worker's rights: protection of the person**

The VITILLO Group undertakes to protect the moral integrity of its collaborators by guaranteeing the right to working conditions that respect the dignity of the person.

For this reason, acts of physical or psychological violence, sexual harassment, any attitude or behavior that is discriminatory or harmful to the person, their beliefs and preferences are not tolerated.

An employee who believes that they have been subjected to harassment or that they have been discriminated against for reasons related to age, gender, race, state of health, nationality, political opinions and religious beliefs, etc., can report the happened to the Personnel Department which will assess the violation of the Code of Ethics.

### **Duties of the worker: general criteria of conduct**

The employee must act loyally, in compliance with the obligations signed in the employment contract, with the provisions of the Code of Ethics and company regulations, ensuring high standards of services rendered.

He must absolutely avoid behaviors such as to damage company assets, company management, relations with interested parties and the Group's image.

The decisions taken by everyone must be based on principles of sound and prudent management, carefully assessing potential risks, in the knowledge that personal choices contribute to the achievement of positive corporate results.

All operations and transactions must be inspired by maximum correctness from the point of view of management, by completeness and transparency of information, by legitimacy from a formal and substantial point of view and by clarity and truthfulness in accounting records, according to current regulations and procedures business and must be subject to audit.

It is forbidden to solicit or accept, for oneself or for others, recommendations, preferential treatment, gifts or other utilities from the subjects with whom one enters into relations, avoiding receiving benefits of any kind that may be or appear such as to influence the own independence of judgment or impartiality.

### **Duties of the worker: conflict of interest**

All collaborators of the VITILLO Group are required to avoid situations which could give rise to conflicts of interest (e.g. co-interests with suppliers or customers) and to refrain from personally taking advantage of business opportunities of which they become aware in the course of carrying out their duties. functions. In the event that even the appearance of a conflict of interest arises, the employee is required to notify his direct supervisor, who must inform management to assess its actual presence.

**Duties of the worker: protection of company assets**

Each employee is required to operate diligently to protect the company assets assigned as well as prevent their fraudulent or improper use, through responsible behavior and in line with the objectives and operating rules set up to regulate their use.

The use of company tools by company employees and/or consultants (for the latter within the contractually established limits) must be functional and exclusive to the performance of work activities or for the purposes authorized by the internal functions in charge.

The Group reserves the right to prevent improper and/or illegal use of its assets and infrastructures through the use of appropriate control systems.

**Duties of the worker: information management**

The employee must know and implement the provisions of the company policies and regulations on information security to guarantee its integrity, confidentiality and availability.

The information acquired in carrying out the assigned activities must remain strictly confidential and suitably protected and cannot be used, communicated or disclosed, both inside and outside the company, except in compliance with current legislation and company procedures.

Each employee is required to process their documents using clear, objective and exhaustive language, allowing for any checks by colleagues, managers or external parties authorized to request them.

**CRITERIA OF CONDUCT IN RELATIONS WITH CUSTOMERS AND SUPPLIERS**

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The criteria of conduct, applicable to all recipients of this Code of Ethics, regarding relations with customers and suppliers are set out below.

**Activation and maintenance of commercial relations**



When initiating commercial relationships with new customers and/or suppliers and in managing existing ones, it is prohibited, on the basis of public and/or available information in compliance with current regulations, to establish and maintain relationships:

- with subjects involved in illicit activities and, in any case, with subjects lacking the necessary requisites of seriousness and commercial reliability.
- with individuals who, even indirectly, hinder human development and contribute to not respecting human dignity and individual personality and/or to violating fundamental human rights (e.g. by exploiting child labour, facilitating the trafficking of migrants or the sex tourism, etc.);
- with subjects who do not formally undertake with the company - for example in the contractual sphere - to comply with the legislation in force on the subject of labor - with particular attention to child labor - and the health and safety of workers, as well as in general all principles set out in this Code of Ethics.

Finally, it is forbidden to:

- carry out services in favor of partners that are not adequately justified in the context of the associative relationship established with them;
- recognize fees in favor of external collaborators that are not adequately justified by the characteristics of the task to be performed or that are not justified within normal market values;
- during the negotiation and sale phase, make gifts or donations of any kind and for any reason.

It is therefore necessary to promptly notify the Company, during one of the many phases of commercial action, if there are any doubts regarding the behaviour, with reference to the previous points of this Code of Ethics, of any person involved in them, whether customer or collaborator, what other figure.

### **Relationships with customers**

Professionalism, competence, availability, respect and correctness represent the guiding principles and the style of behavior to be followed in relations with customers.

To protect the company's image and reputation, it is essential that relations with customers, including advertising messages, are based on:

- to full transparency and correctness;
- compliance with the law;
- to independence from any form of conditioning, both internal and external.

### **Contracts and customer communications**

Contracts and communications to customers must be:

- clear and simple, formulated in a language as close as possible to that normally used by the interlocutors;
- compliant with current regulations, without resorting to evasive or otherwise incorrect practices;
- compliant with company commercial policies and the parameters defined therein;
- complete, so as not to overlook any element relevant to the customer's decision. The purposes and recipients of the communications must determine, from time to time, the choice of the most suitable contact channels for the transmission of the contents, undertaking not to use misleading or untruthful advertising tools.

### **Relations with suppliers**

Each purchase must be conducted with loyalty, integrity, confidentiality, diligence, professionalism and objectivity of judgment, by qualified personnel who assume responsibility for their assessments and judgments, ensuring compliance with all regulatory provisions in the purchase activity relevant. The assumption of commitments and the management of relations with current and potential suppliers must take place in compliance with the contents of this Code of Ethics regarding the prevention of conflicts of interest and specifically, the persons responsible and involved in the purchasing process :

- are required to comply with the principles of impartiality and independence in the exercise of the tasks and functions assigned, operating on the basis of the adoption of objective and verifiable criteria;

- they must remain free from personal obligations towards suppliers; any personal relationships of employees and/or consultants with suppliers must be reported to the relevant management before any negotiation;
- must maintain relationships and conduct negotiations with suppliers in order to create a solid basis for mutually convenient relationships of adequate duration, in the interest of the company;
- are strictly required to immediately report to the Company any attempt or case of alteration of normal commercial relations;
- must not offer goods or services, in particular in the form of gifts, to personnel of other companies or entities to obtain confidential information or significant direct or indirect benefits, for themselves or for the company, without prejudice to the provisions of the general provisions of this Code Ethical;
- they must not accept goods or services from external or internal subjects in exchange for the release of confidential information or the initiation of actions or behaviors aimed at favoring such subjects, even if there are no direct repercussions for the company.

### **Transparency of the purchasing process**

To ensure maximum transparency and efficiency of the purchasing process, the following must be guaranteed in company procedures:

- the separation of roles between the organizational unit requesting the supply and the unit signing the contract;
- adequate reconstruction of the choices made;
- the retention of information as well as all relevant documents in the management of the relationship.

Furthermore, any contract for an amount deemed significant must be constantly monitored and signed by individuals with adequate powers.

### **Contractual clauses relating to ethical behavior in supplies**

Violations of principles established by the Code of Ethics involve sanctioning mechanisms. To this end, specific clauses must be included in the body of the individual contracts aimed at guaranteeing compliance with the Code of Ethics in the context of supplies.

## **CRITERIA FOR CONDUCT WITH THE PUBLIC ADMINISTRATION**

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The following criteria of conduct are set out below, applicable to all recipients of this Code of Ethics, in matters of relations with the public administration.

### **Reference scope**

For the purposes of this Code of Ethics, by Public Administration we mean, in addition to any public body, also any independent administrative agency, natural or legal person, who acts as a public official or in charge of a public service or as a member as an organ of the European Communities or as an official of the European Communities or as an official of a foreign State.

Also pursuant to this Code of Ethics, the definition of public body includes those private subjects who, for preeminent political and economic reasons, perform a public function aimed at safeguarding the protection of general interests.

### **Rules of conduct relating to the risks of corruption and extortion**

It is not permitted, either directly or indirectly, or through a third party, to offer or promise money, gifts or compensation, in any form, or to exert unlawful pressure, or to promise any object, service, provision or favor to managers, or employees of the Public Administration or to persons in charge of a public service or to their relatives or cohabitants for the purpose of inducing them to perform an official act or act contrary to their official duties, having to consider such also the purpose of favoring or damaging a party in a civil, criminal or administrative proceeding in order to bring a direct or indirect advantage to the company. Furthermore, anyone who receives explicit or implicit requests for benefits of any kind from subjects of the Public Administration, as defined above, must immediately:

- suspend all relations with them;
- inform the Supervisory Committee and their company manager in writing.

The provisions indicated in the previous points must not be circumvented by resorting to different forms of aid and contributions which, under the guise of assignments, consultancy, advertising, etc., have similar purposes to those prohibited in the same points.

### **Correctness in commercial relations with the Public Administration**

If commercial relations are established with the Public Administration, including participation in public tenders, it is always necessary to operate in compliance with the law and correct commercial practice.

In particular, the following actions must not be taken, directly or indirectly:

- examine or propose employment and/or commercial opportunities that may personally benefit employees and/or their direct superior;
- offer or in any way provide gifts that are not of modest value, guaranteeing in any case their traceability through appropriate documentation;
- solicit or obtain confidential information that could compromise the integrity or reputation of both parties.

### **Conduct relating to declarations and attestations towards the Public Administration**

It is forbidden to use or present false declarations or documents or attest to untrue things, or to omit information to obtain, for the benefit or in the interest of the company, contributions, loans or other disbursements however denominated granted by the State, by a Public Entity or by the 'European Union. It is forbidden to mislead anyone with artifice or deception to obtain an unjust profit for the company to the detriment of others. The violation of this prohibition is even more serious if the State or a public body is misled.

The "unfair profit" can be direct or indirect and include, in addition to contributions, loans and other disbursements granted by the State, by a public body and by the European Union, also concessions, authorisations, licenses or other administrative deeds.

### **Use of contributions and funding received**

It is forbidden to use grants, loans or other disbursements however denominated, granted to the company by the State, by a Public Entity or by the European Union, for purposes other than those for which they were assigned.

### **Data and computer systems that are related to the Public Administration**

It is forbidden to alter in any way the functioning of a computer or telematic system or to illegally intervene in any way on the data, information and programs contained therein or pertinent to it, in order to obtain an unfair profit with the detriment of others. The prohibition is strengthened if it is the State or a public body that is damaged.

## **CRITERIA OF CONDUCT IN RELATIONS WITH THE COMMUNITY AND INSTITUTIONS**

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The following criteria of conduct are set out below, applicable to all recipients of this Code of Ethics, in matters of relations with the community and with institutions.

### **Social policy**

The VITILLO Group pursues objectives consistent with those of community development and the environmental context in which it operates.

This condition is based on the awareness that the satisfaction of the community represents one of the Group's goals as well as a competitive advantage.

### **Relations with political parties, trade union organizations and associations**

The VITILLO Group does not finance parties, either in Italy or abroad, their representatives or candidates, nor does it sponsor congresses or parties that have an exclusive purpose of political

propaganda. It refrains from any direct or indirect pressure on political exponents (e.g. acceptance of recommendations for recruitment purposes, consultancy contracts).

### **Institutional relationships**

Every relationship with local, national and international public institutions attributable to normal administrative activity is oriented towards criteria of transparency and correctness, avoiding attitudes of a collusive nature.

In order to guarantee maximum clarity in relations, contacts with institutional interlocutors must take place exclusively through contacts who have received an explicit mandate from the legal representatives of the Organization.

## **CRITERIA OF CONDUCT IN ACCOUNTING, ADMINISTRATIVE OR FINANCIAL ACTIVITIES**

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To all subjects (employees and/or consultants) who in any capacity, even as mere data suppliers, are involved in the preparation of the financial statements and similar documents, or in any case documents that represent the economic, equity or financial situation of the company, as well as in particular to directors, statutory auditors and anyone who holds top positions:

it is mandatory to provide maximum collaboration for specific aspects; to guarantee the completeness and clarity of the information provided as well as the accuracy of the data and processing;

it is forbidden to present untruthful facts, even if subject to evaluation, or to omit information or conceal data in direct or indirect violation of the regulatory principles and internal procedural rules, so as to mislead the recipients of the aforementioned documents.

Any unlawful conduct will be considered as committed to the detriment of the company itself;

it is forbidden to impede or otherwise hinder the performance of the control or auditing activities legally assigned to the shareholders, the board of statutory auditors or the auditing firm;

it is forbidden to determine the majority in the meeting with simulated or fraudulent acts;

it is forbidden to disseminate false information or carry out simulated transactions or other artifices such as to cause a significant alteration in the price of listed or unlisted financial instruments, to all those who have relations with the public supervisory authorities, as well as to directors, statutory auditors and those who hold top positions are prohibited from obstructing their functions;

it is also forbidden, in communications to the aforementioned authorities, to state facts that do not correspond to the truth, even if subject to evaluation, on the company's economic, equity or financial situation, or to conceal with other fraudulent means, in whole or in part, facts relating to the same situation that should have been communicated;

employees and consultants must avoid any behavior that could, directly or indirectly, cause insider trading even by third parties;

employees, consultants, directors, statutory auditors and, more generally, all subjects who have access to confidential information, not accessible to the public and such as to influence the value of shares and - more generally - any other security disclosed in the public, must refrain from using this information for the sale and purchase of the aforementioned securities, in order to ensure maximum market transparency.

## **CRITERIA OF CONDUCT FOR THE PREVENTION OF MONEY LAUNDERING**

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The subjects to whom this Code of Ethics applies, in the context of the various relationships established with the company, must not in any way and under any circumstances be involved in events connected with the laundering of money deriving from criminal activities or the handling of goods or other utilities of illicit origin. The same are also required to check in advance the information available on commercial counterparts, suppliers, partners, collaborators and consultants, in order to ascertain their respectability before establishing business relationships with them.

The company undertakes to comply with all national and international standards and provisions regarding the fight against money laundering, as well as the procedures and operating instructions referred to therein, for the prevention of money laundering.

## **ENVIRONMENTAL PROTECTION**



The VITILLO Group promotes production policies that contemplate the needs of economic development and value creation, typical of the business activity and attributable to it, with the need to respect and protect the environment.

Fassi respects the environmental laws and regulations in force in each country where it carries out its business and contributes to the sustainable development of the area, also through the use of the best available technologies, the constant monitoring of company processes, as well as the identification of industrial solutions with a lower environmental impact in terms of choice of materials and resources, packaging, distribution and management of its products.

The VITILLO Group undertakes to protect the health of its people, natural resources and the environment; in fact, it actively promotes sustainable and responsible industrial development, which is appreciated by local communities. This commitment goes beyond compliance with the law, favoring the integration of the best environmental practices in all company decisions.

All production phases are required, as far as technologically possible, to reduce the environmental impact: particular attention is paid to the application and constant development of technologies that allow energy and water saving, the reduction of greenhouse gas emissions, and the adoption of waste recycling strategies.

All products made within the supply chain must meet the highest environmental standards of the relevant market segment, both for the materials and substances used and for the related manufacturing processes.

For the design and development of products and production processes, the Group is actively engaged in the search for increasingly advanced technological solutions, aimed at reducing waste and polluting agents, conserving resources and recycling materials, in order to promote sustainable development and minimize environmental impact

The company undertakes to pursue whatever is possible and necessary in order to protect and safeguard the environment, inspired by the objectives envisaged by the United Nations 2030 agenda.

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## **APPLICATION MECHANISMS OF THE CODE OF ETHICS**

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## Dissemination and communication

The VITILLO Group undertakes to disseminate the Code of Ethics, using all the means of communication and opportunities available such as, for example, the company website, the HR PORTAL-APP ZCONNECT portal for personnel, information meetings and training of the staff.

All personnel must be in possession of the Code of Ethics, know its contents and observe what is prescribed therein.

In order to ensure correct understanding of the code, the human resources function prepares and implements, also on the basis of the indications of the Supervisory Committee, a training plan aimed at promoting knowledge of ethical principles and standards. The training initiatives are differentiated according to the role and responsibility of the people; a special training program is envisaged for new recruits, which illustrates the contents of the Code of Ethics which compliance is required.

The Administration and company management are available for any explanation and clarification regarding the Code of Ethics.

It is the responsibility of everyone, especially management, to include the contents of the code in training programs and to refer to it in all company procedures, policies and guidelines.

### Supervision of implementation of the Code of Ethics

The verification of the implementation of the code of ethics is monitored through the audit activities according to the provisions of the company procedures, planning the same in relation to the risks, the results of the previous audits.

The audits are intended to:

- verify the application and compliance with the Code of Ethics through a monitoring activity consisting in ascertaining and promoting the continuous improvement of ethics within the VITILLO Group;
- monitor the initiatives for the dissemination of knowledge and understanding of the Code of Ethics, guaranteeing the development of communication and ethical training activities, analyzing and integrating the proposals for the revision of corporate policies and procedures with significant impacts on corporate ethics;
- receive and analyze reports of violations of the Code of Ethics from all interested parties;

- suggest any need for revision of the Code of Ethics.

### **Violations and disciplinary measures**

Violation of the principles established in the Code and in the procedures indicated compromises the relationship of trust between the Group and its directors, employees, consultants, collaborators in various capacities, customers, suppliers, commercial and financial partners.

Such violations will be immediately prosecuted by the VITILLO Group in an incisive and timely manner, through the adoption of adequate and proportionate disciplinary measures.

Behaviors in violation of the Code of Ethics constitute a serious breach for employees (workers, white collars, managers and executives), with the sanctions applied according to the seriousness, provided for by the CCNL for the category: verbal reprimand; written reprimand; fine not exceeding the amount of three hours of global pay (basic pay and contingency); suspension from service and from pay for a period not exceeding three days; dismissal; just cause for revocation of the directors' mandate; immediate termination of the relationship, in the most serious cases, for external collaborators and para-subordinates; cause for immediate termination of the relationship, in the most serious cases, for suppliers, contractors and subcontractors

The identification and application of sanctions will take into account the general principles of proportionality and diligence with respect to the alleged violation.

## **FINAL PROVISIONS**

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The first issue of the Code of Ethics was approved by the Board of Directors with a resolution of the Shareholders' Meeting of 14 April 2023

Any variation and/or integration of this Code of Ethics will be approved by the Board of Directors and promptly disseminated to the recipients.

Any revisions of a formal nature can be approved by the Legal Representative.