



N° of the document	MG_001
Date	15 Luglio 2020
Revision	A
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MODEL OF ORGANISATION, MANAGEMENT AND CONTROL EX D.LGS. 231/2001

Registered Office

Via Margherita Viganò De Vizzi 93/95
20092 Cinisello Balsamo

Operational Headquarters

Via Margherita Viganò De Vizzi 93/95
20092 Cinisello Balsamo

MODEL OF ORGANISATION, MANAGEMENT AND CONTROL

adopted pursuant to Legislative Decree 8 giugno 2001, n. 231

CODE OF ETHICS

COMMENTS ON REVISIONS

REVISION	DATE OF ISSUE	WRITE BY
A	15 Luglio 2020	Avv. Davide Nizza
NOTE TO THE REVISION		
First issue by Studio Avvocato Nizza e Associati		

REVISION	DATE OF ISSUE	WRITE BY
NOTE TO THE REVISION		

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NOTE TO THE REVISION		

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NOTE TO THE REVISION		

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1 INTRODUCTION

FIDIA S.r.l. (hereinafter also "FIDIA" or the "Company") is a private entrepreneurial reality of recent constitution which, thanks to the twenty-year professional skills matured by its technicians, together with the international dimension of its industrial partner, aims at an international diffusion in the sector of design and construction of large industrial plants, providing engineering, design and construction consulting services to large industries, with particular regard to the automotive sector, conceiving, designing and building from scratch innovative complex plants, or, conceiving, designing and building interventions aimed at the revision and/or modernization of complex plants already in operation.

In particular, the company deals with the design of complex plant systems aimed both at solving specific production needs and at the creation and customisation of production and industrial lines, with particular regard to painting systems; the study and creation of integrated industrial systems with the analysis and development of new technologies; the management of the entire supply chain necessary for the turnkey creation of plants or activities (refitting or revamping) to be carried out on existing plants; the management of all the resources necessary for the completion of the works commissioned; training and education activities and research and selection of personnel.

The wide and diversified range of services, together with the ability to enhance the specialised skills of the individual professionals, make FIDIA a dynamic and flexible entrepreneurial entity with which to seize the opportunities offered by the most recent and innovative technologies. The long and in-depth expertise acquired over the years by its founders is intended to lead the company to develop solutions that find application in the automotive industry.

The company currently consists of a single operational headquarters located in Via Margherita Viganò De Vizzi 93/95, Centro Direzionale "Il Delta", 20092 Cinisello Balsamo (Milan).

The Company, by resolution of the Board of Directors on 15 July 2020, adopted this Code of Ethics (hereinafter also referred to as the "Code") in order to clearly and transparently define the values that inspire it in the performance of its activities.

The Code contains the ethical principles, the corporate values and the rules of conduct that the Directors, the Auditors, the employees, the consultants, the collaborators, the subcontractors, the

suppliers, the business partners, the associates in ATI, and all those who operate in the name or on behalf of the Company (hereinafter "Addressees") are required to know and respect.

The principles and provisions of this Code set out the ethical principles and fundamental values of the Company, qualify the performance of work services and the behaviour to be kept in relationships and in the working environment.

The value and importance of the Code of Ethics are reinforced by the provision of a specific liability of Entities, as a result of the commission of the crimes and administrative offences referred to in Legislative Decree no. 231 of 8 June 2001 and a new disciplinary liability in case of violation of its provisions.

2 FUNDAMENTAL VALUES

2.1 LEGALITY AND INTEGRITY

Respect for the laws and regulations in force represents a fundamental principle in the context of FIDIA's functions and in the exercise of the respective activities. The Addressees are required to comply with the rules of the legal system (national and, where applicable, supranational and EU, or of the foreign country in which the industry where the commissioned activity is carried out is based) in which they operate and must in any case refrain from committing violations of laws, regulations and EU directives and, in general, of the laws and regulations of the countries where the commissioned activity is carried out.

Therefore, each Addressee undertakes to diligently acquire the necessary knowledge of the laws and regulations applicable to the performance of their duties and to comply with the principles contained therein. Conduct in contrast with the aforementioned precepts shall not be tolerated, nor can lack of adequate knowledge of them be justified in any way.

In its relations with third parties, the Company undertakes to act in a correct and transparent manner, avoiding misleading information and conduct likely to gain undue advantage and cause damage to others. Moreover, each Addressee, in the performance of his or her duties, shall conduct himself or herself with moral integrity and transparency, as well as with the values of honesty and good faith.

The Company will not initiate or continue any relationship with those who do not intend to align themselves with this principle.

FIDIA stigmatizes any conduct aimed at committing crimes, and expressly prohibits any form of agreement - both with persons employed by the Company and with third parties - aimed in any way at the pursuit of illicit objectives.

2.2 DIGNITY, EQUALITY, NON-DISCRIMINATION.

The Company respects the fundamental rights of people, protecting their moral integrity and ensuring equal opportunities among them, without distinction of sex, race, language, religion, political opinions, personal and social conditions.

In both internal and external relations, no conduct is allowed that is discriminatory in content, based on political and trade union opinions, religious beliefs, race, nationality, age, gender, sexual orientation, state of health and in general any characteristic of the human person protected by Article 3 of the Constitution.

These principles translate into the refusal to enter into negotiations or grant appointments that may offend or that are contrary to the fundamental principles underlying the respect for human dignity; they also translate into the commitment not to cooperate with partners, including international partners, who violate these principles, with particular reference to the exploitation of child labour, the exploitation of non-EU workers in violation of the provisions in force on the subject, the protection of the primary guarantees of each worker in terms of health and safety in the workplace.

Finally, the Company undertakes to guarantee the confidentiality of information relating to the private sphere and opinions of each of its employees that it becomes aware of in the course of its work.

2.3 PROFESSIONALISM AND SPIRIT OF COLLABORATION.

Each Addressee shall carry out his or her activities with the professionalism required by the nature of the tasks and functions performed, making every effort to achieve the objectives assigned to him or her and assuming the responsibilities that pertain to his or her duties. Each Addressee shall diligently carry out the necessary in-depth and up-to-date activities, dutifully participating in the training organised by the company. Reciprocal cooperation between the subjects involved, in any capacity, in the same project is an essential principle for the Company.

All actions and relations with third parties must be carried out guaranteeing correctness, completeness, uniformity, transparency and timeliness of information.

The quality and efficiency of the Company's organization and FIDIA's reputation are determined to a significant extent by the conduct of each Addressee who is therefore required to contribute to the safeguard of these values.

2.4 TRANSPARENCY AND CORRECTNESS IN RELATIONS WITH THE PUBLIC ADMINISTRATION, INSTITUTIONS AND PUBLIC OFFICIALS.

Relations with national, European Union and international Public Institutions, judicial bodies, the Public Administration, as well as with public officials or persons in charge of a public service (hereinafter also referred to as "Public Officials") shall be conducted by the Directors or by the persons explicitly and duly authorised by them, in compliance with the rules contained in this Code, in observance of the provisions of the law and regulations and in any case with the utmost transparency and integrity, avoiding any conduct that may give even the slightest impression of wishing to improperly influence the decisions of the counterparty or to request favourable treatment.

All communications made to the Public Administration (whether domestic or foreign) must be based on the principle of fairness and the truthfulness, traceability and completeness of the information and data provided must be guaranteed.

To this end, the Addressees undertake to:

- not to submit applications or requests containing untruthful, altered, falsified or incomplete statements, in order to obtain public grants, contributions or subsidised loans, or to unduly obtain concessions, authorisations, licences or other administrative acts of concession, authorisation, financing;
- ensure that all relations with the Public Administration are kept only by the persons appointed for the purpose, with registration of all steps and contacts to guarantee absolute and indispensable transparency;
- not to offer or promise, directly or through intermediaries, sums of money or other means of payment to Public Officials;
- not to resort to different forms of contributions, even indirectly, which, under the guise of entrusting professional appointments, consultancies, advertising, sponsorships or other, have the same purpose of influencing their activity in the performance of their duties, obtaining credits or granting favours;
- implement the widest possible cooperation with Public Officials during possible inspections, promptly providing clear, transparent and truthful information;
- require that in the event of inspections by public officials - whether in the field of taxation, social security or any other sector subject to inspections - they are received and accompanied by at

least two persons to whom a report of the intervention is issued, to be sent promptly to the Supervisory Body;

- promptly respond to requests by the judicial bodies with true and unreliable statements, providing all the information necessary to ascertain the facts, not evading summonses as persons informed about the facts both during investigations and trials, and answering them in accordance with the truth, even if the same may appear contrary to the interests of the Company;
- any contributions, subsidies or funding obtained from the European Union, the State or other Public Entity, even if of modest value and/or amount, must be used solely and exclusively for the purposes for which they were requested and granted. Their reporting shall be carried out by means of a procedure such that the same is checked for appropriateness, relevance and effectiveness by at least two different subjects;
- in the case of public participations and calls for tenders to obtain grants or subsidies, the persons in charge of the procedure must be identified, with the task of verifying the proper conduct of all operations, and the resources of the company involved both in the preparation and presentation of the offer and in the development of the project for which the funds were granted;
- in the case of public contributions aimed at holding in-house training courses, appropriate formal and substantive controls must be put in place in order to ensure the effective presence of the participants in the courses, by means of paper registers and electronic attendance detection systems, subject to the control of at least two different persons;
- in the case of public contributions aimed at holding in-house training courses, the procedures for the selection and remuneration of lecturers shall be set out in a dated deed brought to the attention of the teaching staff;
- in the case of public contributions aimed at implementing technological innovation projects, full transparency must be ensured in identifying the resources allocated to the project. Moreover, a suitable system of periodic reporting of the progress of the work and of the hours worked by each resource must be set up.

2.5 TRACEABILITY.

All the primary operations carried out in the areas that the organisational, management and control Model will identify as sensitive, - accounting, delivery, participation in tenders (public or private), reporting of the expenditure of money, self-certification of possession of the requirements provided by

national, EU or foreign legislation in order to receive funding, including non-repayable - must be supported by adequate documentation, in order to allow a check on the motivations behind each choice and the characteristics of the operation, both in the authorisation phase, and in the execution, registration, execution and verification of the same.

2.6 PROTECTION OF PRIVACY AND CONFIDENTIAL INFORMATION.

All the information processed by the Addressees during the performance of the working and collaboration relationship is the property of FIDIA and cannot be disclosed except in cases where the personnel is expressly authorised to do so in compliance with the regulations in force.

The Company guarantees, in compliance with the provisions of the law, the confidentiality of the information of its customers in its possession and deserving of the protection envisaged by the Consolidated Law on Privacy currently in force in Italy, or by any other law on the protection of personal data dictated by the foreign countries in which FIDIA operates. The use of confidential data for purposes other than those for which they have been communicated is absolutely forbidden, except in the case of express authorization and in any case always in the strictest observance of the privacy legislation in force and of the internal company rules.

The protection of information and data contained or stored in IT supports must be ensured by the adoption of security measures suitable for the purpose.

2.7 ABSENCE OF CONFLICTS OF INTEREST.

The Addressees, in carrying out their activities, must avoid incurring in situations of conflict of interest.

The following situations, among others, are to be considered as conflicts of interest

- co-involvement (overt or covert) in the activities of suppliers, customers, competitors;
- instrumentalisation of one's functional position for the pursuit of interests in conflict with those of the Company;
- use of information acquired in the performance of work activities to one's own advantage or to the advantage of third parties and in any case in conflict with the interests of the Company;
- assumption of corporate offices or performance of work activities of any kind with customers, suppliers, competitors and third parties in general in contrast with the interests of FIDIA;

- hiring of personnel associated with employees of public bodies or private companies with decision-making power regarding the assignment of work orders;
- constitution of an ATI for participation in calls for tenders for the disbursement of public financing with third party companies without the subjects having effective and real competences but on the basis of mere indications of the commissioning body;
- provisions relating to share capital to the advantage of the personal interests of the directors or of third party companies, or in any case in conflict with the interests of FIDIA.

The directors, as well as the managers of the functions involved in various ways in the execution of the fulfilments relative to the operations of management of the share capital, are required to act with honesty, correctness and transparency, in full respect of the civil law and in the exclusive interest of the Company.

It is forbidden for employees and other Addressees to accept free gifts, presents or other benefits (other than those of modest value and directly attributable to normal commercial courtesy), which may compromise their autonomy and independence of judgement.

Any situation potentially liable to generate a conflict of interest or in any case to prejudice the Recipient's ability to take decisions in the best interests of the Company, must be immediately communicated by the Recipient to his/her superior or contact person, who will inform the Board of Directors and the Supervisory Board and they will jointly assess in the interest of the Company, case by case, the actual existence of a conflict of interest, determining the obligation for the Recipient to refrain from performing any act relating to such situation.

2.8 SAFEGUARDING THE QUALITY, ENVIRONMENT AND HEALTH AND SAFETY OF WORKERS.

FIDIA recognises the health and safety of workers and of the work environment as an absolute priority objective, to be maintained on a daily basis and in respect of which to invest all necessary resources, without any spending limits.

The protection of work finds in the prevention of accidents and professional diseases an application of the general principles sanctioned by articles 4, 32 and 35 of the Constitution.

The Company guarantees the observance of safety regulations and ensures that the tasks assigned on the subject of safety and hygiene at work to external consultants or to individual company managers are decided exclusively on the basis of proven and adequate skills and experience in the field.

FIDIA manages activities and services that require the utmost attention and consolidated skills regarding the protection of safety and the environment. Therefore, in a constant perspective of risk prevention, the Company undertakes to consolidate and spread the culture of safety, developing risk awareness and promoting responsible behaviour by all personnel.

To this end, the Company inspires its activities to the following principles

- a. combat risks at source and assess those that cannot be avoided;
- b. take into account the degree of technical evolution;
- c. replace what is dangerous with what is not dangerous or is less dangerous;
- d. adequately plan prevention, aiming at a coherent whole that takes into account and integrates the organisation of work, the working conditions and the influence of factors in the working environment;
- e. give collective protective measures priority over individual protective measures;
- f. give appropriate instructions to workers;
- g. invest in research to maintain the highest safety standards.

Each employee, both senior and operational, shall comply with the above principles and, in carrying out their activities, shall pay the utmost attention to the observance of all established safety and prevention measures as well as to the instructions and directives provided by the persons to whom the Company has delegated the fulfilment of safety obligations (Legislative Decree no. 81 of 9 April 2008) in order to avoid any possible risk for themselves and their collaborators and colleagues.

2.9 PROTECTION OF COMPETITION.

FIDIA respects the principles and laws protecting competition in the markets in which it operates and refrains from any conduct that could distort competition.

It stigmatizes any conduct aimed at committing crimes, and expressly prohibits any form of agreement - both with persons employed by the Company and with third parties - aimed in any way at the pursuit of illegal objectives.

Recipients are therefore obliged to behave in accordance with these principles and to seek advice from the competent corporate functions in case of doubt.

3 RULES OF CONDUCT

3.1 RELATIONS WITH CUSTOMERS.

FIDIA aspires to satisfy the best and legitimate expectations of its customers by providing them with quality services and/or products and in compliance with the commitments and obligations undertaken towards them, as well as with the rules protecting competition and the market.

To this end, the Company undertakes to respond to suggestions and complaints from customers.

Relations with customers must be based on the principles of fairness and transparency. It is forbidden to offer commercial gifts, outside of the cases already regulated by this code, money or other benefits, or in any case to carry out operations that directly or indirectly influence normal commercial relations and guarantee an undue advantage for FIDIA.

3.2 RELATIONS WITH SUPPLIERS, SUBCONTRACTORS, CONSULTANTS, COLLABORATORS AND BUSINESS PARTNERS.

FIDIA establishes its relationships with suppliers, subcontractors, consultants, collaborators and business partners exclusively on the basis of criteria of trust, quality, competitiveness, professionalism and respect for the rules.

In the development of initiatives with the same, it is required to

- to establish relations only with persons who enjoy a respectable professional reputation, who are not involved in illegal activities, exploitation of child or clandestine labour, activities aimed at financing terrorism or criminal associations, who operate in compliance with current legislation and who have a corporate ethical culture comparable to that of the Company. To this end, the Addressees involved in the management of relations with suppliers, subcontractors, consultants, collaborators and business partners shall check in advance the information available on the subjects themselves;
- ensure the transparency of agreements and avoid the signing of secret pacts or agreements contrary to the law.

Suppliers, subcontractors, consultants, collaborators and business partners must guarantee the origin of their products, the absolute quality of the same, the conformity of the same to the advertised characteristics, the experience and professional competence necessary to guarantee that in the performance of their activities the protection of the health and safety of workers and respect for the environment are ensured.

In line with these principles, FIDIA undertakes to contractually commit its suppliers, subcontractors, consultants, and collaborators to comply with the law, as well as to be aware of and adhere to the principles set forth in this Code of Ethics.

FIDIA also contractually reserves the right to adopt any suitable measure (including termination of the contract) in the event that the third party, business partner, in carrying out activities in the name and/or on behalf of FIDIA, violates the law or this Code.

3.3 RELATIONS WITH EMPLOYEES

FIDIA pays the utmost and constant attention to the enhancement of human resources. To this end, it considers the meritocratic criterion, professional competence, honesty and correctness of behaviour as privileged foundations for the adoption of any decision concerning the career and any other aspect relating to the employee.

In particular, with regard to the selection and hiring of personnel - carried out in compliance with the above-mentioned principles, internal procedures, equal opportunities and without any discrimination, inspired by criteria of transparency, ability and individual potentiality - FIDIA operates so that the resources acquired correspond to the profiles effectively necessary for the Company's needs, avoiding favouritism and facilitations of any kind.

Remuneration is determined solely on the basis of evaluations relating to training, specific professionalism, experience acquired, demonstrated merit and achievement of the objectives assigned. The mere prospect of increases in remuneration, other benefits or career advancement, as a counterpart for conduct that is not compliant with the law, the Code and internal rules and regulations, is also prohibited.

Moreover, the Company is committed to protecting the psycho-physical integrity of employees, prohibiting any and all forms of harassment - psychological, physical, sexual - towards employees and

collaborators. Harassment means any form of intimidation or threat (including non-verbal, i.e. deriving from several attitudes likely to intimidate because repeated over time or because coming from different people) that is an obstacle to the smooth performance of one's duties or the abuse by a superior of his or her position of authority. In particular, any and all forms of mobbing, according to the concept elaborated from time to time by the prevailing jurisprudence in Italy and/or in any other country in which the Company operates, are prohibited.

Any act of retaliation against those who refuse, complain or report the conduct described above is prohibited.

3.4 RELATIONS WITH POLITICAL PARTIES AND TRADE-UNION ORGANIZATIONS.

FIDIA does not make contributions of any kind, directly or indirectly, to trade unions and political parties, nor to their representatives or candidates, except in the forms and ways provided for by the laws in force, and bases its relations with them on principles of fairness and cooperation in the interest of the Company and its employees.

3.5 MANAGEMENT OF DONATIONS, BENEFITS OR OTHER UTILITIES. SPONSORSHIPS.

Recipients are prohibited from offering, giving, promising or granting to third parties with whom they have business relations, as well as accepting or receiving, directly or indirectly, even on holidays, donations, benefits or other utilities, including in the form of sums of money, goods or services.

Only gifts of modest value directly attributable to normal business courtesy and, in any case, such as not to create, in the other party or in an extraneous and impartial third party, the impression that they are aimed at acquiring or granting undue advantages, favours or such as to create in any case the impression of illegality or immorality are allowed. In any case, such donations shall always be made in compliance with the rules contained in the corporate procedures and adequately documented.

3.6 MANAGEMENT OF CORPORATE COMMUNICATIONS AND ACCOUNTING RECORDS.

The Addressees involved are required to provide the utmost cooperation in the preparation of the financial statements, i.e. of any document containing information on the equity, economic and financial

situation of the company and are responsible, within the scope of the procedures for which they are responsible, for the transparency, correctness and truthfulness of the information; each one is also required to provide, within the scope of his competence, and where necessary, to the Auditor, as well as to the Supervisory Body, any information and/or data acquired within the scope of the activities for which he is responsible, in a timely, clear and correct manner.

The accounts are based on generally accepted accounting principles and systematically record the events arising from the management of the Company.

The accounting records are kept according to the principles of transparency, truthfulness, completeness, clarity, precision, accuracy and compliance with the regulations in force. Adequate documentation must be kept in support of each operation, allowing for easy accounting records, the reconstruction of the operation and the identification of any responsibilities. To this end, in order to guarantee the principle of segregation of duties, key operations are carried out by different subjects, whose competences are clearly defined and known within the organization, avoiding the attribution of unlimited and/or excessive powers to individual subjects or, if this is not possible, at least guaranteeing the sharing of the process with other Recipients.

Similarly, FIDIA reiterates that the financial statements must represent the economic, patrimonial and financial situation of the company in a truthful, clear and complete manner.

The Addressees are required to collaborate in the correct and timely recording of every management activity in the accounts and to operate so that management facts are correctly and promptly represented, so that the administrative-accounting system can achieve its aims. Recipients are required to promptly report both the existence of errors or omissions in the process of accounting for management events and conduct not in line with the provisions of this paragraph.

3.7 MANAGEMENT OF EXTRAORDINARY OPERATIONS

The directors as well as the persons in charge of the functions involved in various ways in the execution of the fulfilments related to extraordinary operations (such as, by way of example, distribution of profits and reserves, operations on capital, operations on own shares, mergers, demergers and transformations) are bound to act with honesty, correctness and transparency and in full compliance with the civil law

regulations aimed at protecting - among other things - the interests of minority shareholders and creditors of the Company.

In case of preparation of documents/reports related to the above mentioned operations, the Addressees shall constantly ensure truthfulness, completeness, clarity of information, as well as the utmost accuracy in processing data and information.

It is expressly prohibited to prevent or hinder the performance of control activities legally attributed to shareholders and other corporate bodies.

3.8 ANTI-MONEY LAUNDERING.

The Company carries out its activity in full compliance with the anti-money laundering regulations in force and with the provisions issued by the competent Italian and foreign Authorities, and to this end it undertakes to refuse to carry out suspicious operations from the point of view of fairness and transparency, also in any other States in which it may operate.

Recipients are therefore required to check in advance the information available on commercial counterparties, suppliers, partners, collaborators and consultants, in order to ascertain the legitimacy of their activities before establishing business relations with them.

Recipients must avoid any involvement in operations that could, even potentially, favour the laundering of money deriving from illegal or criminal activities, and act in full compliance with primary and secondary anti-money laundering legislation and internal control procedures.

3.9 USE OF IT EQUIPMENT, DEVICES AND TOOLS (PRIVACY)

The use of the Company's corporate assets must be exclusively functional to the performance of the Company's activities or for the purposes authorized by the managers of the corporate functions involved.

In the continuous and constant research and protection of the safety and health of all parties involved, FIDIA has equipped itself, over the years, with cutting-edge equipment supplied, in full compliance with the regulations in force, with all the necessary certifications and/or CE markings.

Under no circumstances may company assets and, in particular, IT resources be used for personal purposes or for purposes contrary to mandatory provisions of the law, public order or morality, or to commit or induce the commission of crimes or in any case racial intolerance, the glorification of violence or the violation of human rights.

It is also expressly forbidden to use the company's IT resources for consultation, access and, in general, for any activity involving websites with child pornography content, even if such a request comes from third parties and/or customers.

With particular regard to the Company's IT tools, it is expressly forbidden to engage in conduct that may in any way damage, alter, deteriorate or destroy the Company's or third parties' IT or telematic systems, programmes and data. Each Employee is personally responsible for the maintenance of the security of the IT domicile located in the Company's assets, avoiding the fraudulent or improper use of the same or its maintenance within FIDIA's telematic or computer networks against the presumed and tacit dissent of the employer because for purposes unrelated to his/her duties. It is likewise forbidden to transfer, even to colleagues, one's own access credentials (user ID and password).

Given that employees and consultants who work for FIDIA in the performance of their duties have the possibility of accessing their own computer systems and those of third parties (for example: customers), and keep their access codes, passwords or other means of access to the aforementioned computer systems, it is expressly forbidden for them to disseminate, manipulate, alter any type of data, information, communications between different computer or telematic systems, programs, computer procedures, passwords and any other form of telematic or computer transmission of the same data or anything else they have come to know in the performance of their duties, if not for the purposes strictly connected to the correct performance of the duties entrusted to them and contractually agreed with the customer.

In this regard, FIDIA has prepared the relative management procedure PG_009 concerning the use of the Company's IT tools and services.

4 IMPLEMENTATION OF THE CODE.

The task of supervising the functioning and observance of this Code is entrusted to the Supervisory Body, endowed with autonomous powers of initiative and control, appointed by the Board of Directors of the Company pursuant to the regulations set forth in Legislative Decree 231/2001.

FIDIA's Surveillance Body will have, with regard to the surveillance of the observance and implementation of the Code of Ethics, the powers, tasks and duties provided for in the Organizational Model implemented in accordance with the aforementioned regulations. Without prejudice to the observance of any protection provided by the regulations or collective agreements in force and without prejudice to the obligations of law, the Surveillance Body is entitled to receive reports, requests for clarifications, complaints or news of potential or current violations of this Code at the following e-mail address ODV@FIDIA.it or physical mail address FIDIA S.r.l., Via Margherita Viganò De Vizzi 93/95, 20092 Cinisello Balsamo (Milan), for the attention of the Surveillance Body.

It is the obligation of each Addressee to report, without delay, any behaviour that does not comply with the principles and rules of conduct set out in this Code.

All information received shall be handled with the utmost confidentiality, in compliance with the applicable laws. The Company shall therefore ensure the confidentiality of the identity of the whistleblower, except for the requirements connected with the performance of the duties of the Supervisory Board, and shall guarantee the whistleblower against retaliation, unlawful conditioning, discomfort and discrimination of any kind in the workplace, for having reported a breach of the contents of the Code.

5 PENALTY SYSTEM

5.1 VIOLATIONS OF THE CODE OF ETHICS

The observance of the rules contained in this Code shall be considered an integral part of the contractual obligations provided for employees of the Company pursuant to Article 2104 of the Civil Code.

Violation of its provisions shall therefore constitute an offence of a disciplinary nature and, as such, shall be prosecuted by the Company in accordance with the contractual discipline of the category and may entail compensation for damages caused to the Company.

As regards consultants, collaborators, suppliers and other third parties of the same Company, the signing of this Code or, in any case, the adherence to the provisions and principles set forth herein, represent an essential condition for the stipulation of contracts of any nature between the Company and such parties; the provisions thus signed or, in any case, approved, even by concluding facts, constitute an integral part of the contracts themselves.

Failure to comply with the principles established herein as well as with those provided for in the Organisation, Management and Control Model adopted herein shall be the subject of a specific express termination clause to be included in the respective contractual provisions.

5.2 DISCIPLINARY SANCTIONS.

The Company, through the bodies and functions specifically appointed for this purpose, shall impose sanctions proportionate to the respective violations of the Code and in accordance with the current provisions on the regulation of labour relations, by virtue of the principles of consistency, proportionality, impartiality and uniformity, and shall notify the Supervisory Board thereof.

The sanctions for Company employees are consistent with the disciplinary system contained in the relevant CCNL, and are detailed in the Organisation, Management and Control Model adopted by the Company pursuant to Legislative Decree no. 231/2001.

Any violation of the provisions of the Code of Ethics by consultants, collaborators and other third parties, to whom the Company has requested a commitment to comply with the behavioural principles

set out in this Code, shall also be promptly communicated in writing to the Supervisory Board by anyone who becomes aware of it.

Such breaches shall be sanctioned by the competent bodies on the basis of the internal corporate rules and as expressly provided for in the relevant contractual clauses, and in any case with the application of conventional penalties, which may also include the automatic termination of the contract (pursuant to Article 1456 of the Civil Code), without prejudice to compensation for damages. Any penalties shall be proportionate to the objective and subjective seriousness of the breach, taking into account any repetition of the unlawful conduct.

6 PROMOTION OF THE CODE OF ETHICS

The Company undertakes to promote this Code of Ethics pursuant to Legislative Decree no. 231/2001 to all Recipients ex lege: the adoption of this Code is communicated to the Recipients by means of a letter signed by the Chairman of the Board of Directors.

The Code of Ethics is made available to all employees by means of a special copy at the reception desk, which they must collect by signing a declaration of receipt and of having read and understood it in all its parts.

New employees shall be notified of the adoption of this Code and of the Organisation, Management and Control Model, as well as an electronic or paper copy of the same, together with the documentation provided at the time of hiring.

The personnel management shall obtain the declaration of receipt, acknowledgement and understanding from each newly hired employee (or within 30 days from the entry into force of the Code of Ethics for already hired employees) and shall keep it in the employee's file.

Each external collaborator will also receive a copy of the Code of Ethics and will have to sign a declaration containing, in addition to the confirmation of receipt, acknowledgement and understanding of the same, also the commitment to comply with the provisions contained therein.

This Code of Ethics ex D.Lgs. 231/2001 is adopted by FIDIA effective as of July 15, 2020 and will be regularly updated in line with current regulations on the subject.

All subsequent amendments and information concerning the Code of Ethics will be promptly communicated to the Addressees through the official information channels just outlined.

New employees will be notified of the adoption of this Code and of the Organisation, Management and Control Model, as well as an electronic or hard copy of the same, together with the documentation provided at the time of hiring.