



# **ORGANIZATION, MANAGEMENT AND CONTROL MODEL - ETHICAL CODE -**



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## **1 INTRODUCTION**

UTENSILERIA CARMON S.r.l. with this Code of Ethics and Behaviour promotes the sensitivity towards the protection of the safety and health of workers both internally and in the overall performance of their working activities. The Company expects the spontaneous sharing of the principles contained herein, requiring compliance and application by any individual acting on own behalf or in contact with it, including the application of disciplinary and contractual sanctions in case of violation.

The Code of Ethics inspires the activities of UTENSILERIA CARMON S.r.l. and it guides the behaviour not only of its employees, but also of its partners, with the aim of ensuring that efficiency and reliability are also matched with a conduct in order to prevent the occurrence of harmful events for workers' health and safety.

This Code of Ethics is therefore a foundation of the organizational model and internal control system of the Company, believing that the protection of workers' safety and health is the basis of the success of the business of the Company and its continuity in the future.

## **2 APPLICATION AND DESTINATION SCOPE**

The principles and regulations of this Code of Ethics are examples of the general obligations of diligence, fairness and loyalty that qualify the observance of performance and behaviour of the Administrators, of all persons tied to subordinated employment relationships with UTENSILERIA CARMON Srl (Employees) and for all those who work within the Company, whatever are the relationship that connect them.

The Company considers compliance with the rules and provisions contained in the Code of Ethics an integral and essential part of the contractual obligations resulting for the employees' from subordinated employment relationships according to the Article 2104 of the Italian Civil Code and, for the non-subordinated employees, from their respective contractual regulations.

UTENSILERIA CARMON S.r.l. undertakes to require all those who act within its organization (affiliated or subsidiary companies, contractors, etc.) to maintain a relationship in line with the general principles of this document and provide to disseminate the content for this purpose.

Violation of the above-mentioned rules will constitute a breach of the obligations arising out of the employment relationship or professional partners, with any consequence of law or agreement.

## **3 GENERAL PRINCIPLES AND CRITERIA OF CONDUCT**

### **3.1 Our philosophy of security protection and occupational safety**

The Company is committed to promoting and disseminating the security culture, increasing awareness of risk management, promoting responsible behaviours and preserving the health and safety of all employees and partners, with preventive actions.

All employees and partners are required to comply strictly with the rules and obligations that come from the regulation about occupational safety and health, as well as with respect to the measures required by the internal procedures and regulations, in order to avoid any risk for themselves and their collaborators and colleagues as well as for third parties.

The Code of Ethics encourages the responsibility of each recipient to his / her collaborators, colleagues and third parties by imposing the utmost care to prevent the risk of injury protecting own safety and others as well, complying with the instructions and directives provided by the persons in charge in the Company about the fulfilment of security obligations.

### **3.2 Security protection**

Convinced that all accidents can be prevented; machineries, conditions, procedures and working arrangements are made to avoid any accidents.

The safety and health of employees, third parties and outside population must be put first both in terms of accident prevention, as well as protection, rescue and emergency intervention.

All Employees of UTENSILERIA CARMON S.r.l., in their working environment, participate in the process of risk prevention and in the protection of health and safety towards themselves, their colleagues and third parties.

For this purpose, the Company is committed to:

- manage the activities in compliance with current legislation about prevention and protection against risks for health and safety at work;
- employ the best available technologies and constantly verify their reliability both in the proper running of the machineries / machines and in their maintenance, modification and decommissioning;
- extend the use of operational procedures and technical standards for proper task management;
- actualize a control system to ensure that the required safety conditions and procedures are maintained over time;
- train staff to achieve the highest levels of work safety and workplace hygiene.

### **3.3 Legality**

All recipients of this document are required to comply with current regulations about occupational safety and health, with the Code of Ethics and internal company rules; under no circumstances can the pursuit of the Company's interest justify an action that does not conform to them.

### **3.4 Integrity/Loyalty**

All activities must be characterized by maximum loyalty and integrity, working with a sense of responsibility, in good faith, establishing good professional relationships, as well as inclining towards the valorisation and safeguarding of the company's asset.

### **3.5 Full transparency**

All actions and interpersonal relationships must be made by ensuring correctness, completeness, accuracy, uniformity and timeliness of the information, according to the applicable regulatory requirements and good practice, within the limits of the protection of the knowledge and business assets.

### **3.6 Impartiality**

In its internal and external relations, the Society avoids any form of discrimination based on age, sex, sexual orientation, health status, race, nationality, political and trade union opinions and religious beliefs.

### **3.7 Diligence and professionalism**

The Administrators and Employees diligently perform their professional services, operating in the interest of the Company and pursuing efficacy and efficiency objectives, at the same time ensuring the implementation of all necessary or measures to protect the health and safety at work.

### **3.8 Confidentiality of information**

In carrying out its business, the Company ensures the confidentiality of the personal data and the confidential information it holds.

The information acquired by employees and partners belongs to UTENSILERIA CARMON S.r.l. and may not be used, communicated or disclosed without specific authorization.

It is an obligation for each recipient to assure the confidentiality required by the circumstances for each news learned according to their employment role.

UTENSILERIA CARMON S.r.l. undertakes to protect information about its employees and third parties, generated or acquired inside and in business relations, and avoiding any improper use of this information.

Information, knowledge and data acquired or processed by employees during their work belong to UTENSILERIA CARMON S.r.l. and may not be used, communicated or disclosed without specific authorization.

The processing of the acquired data must be carried out in compliance with the regulations in force.

## **4 CRITERIA OF CONDUCT IN RELATIONS WITH THIRD PARTY**

### **4.1 Relations with the contractors**

UTENSILERIA CARMON S.r.l. undertakes to require to contractors to comply with their own behavioural principles, considering this aspect essential for the birth or continuation of a professional relationship. To this purpose, the contractors are informed of the existence of this Code of Ethics and its commitments applying specific clauses in the individual contracts.

Contractors are required to:

- Observe the principles of this Code of Ethics;
- Act within the scope of current legislation on contribution matter, safety and hygiene in the work environment;
- Do not use, in the performance of own business, child labour or non-consensual people.

The choice of contractors is therefore carried out on the basis of objective assessments of technical and professional requirements as well as competitiveness, quality and price.

## **5 IMPLEMENTATION AND CONTROL OF THE ETHICAL CODE**

### **5.1 Implementing the code**

Application and compliance with the Code of Ethics are monitored by the Supervisory Body, which also promotes initiatives to disseminate its knowledge and understanding, in cooperation with the Administrators.

Any breach of the Code may, at any time, be reported to the Supervisory Body or the company's Executives and Managers who undertake to ensure the secrecy of the identity of the reporting person, except as required by law.

The report can be made:

- By e-mail: [odv@utcarmon.it](mailto:odv@utcarmon.it)

- Sealed envelope to this address: Spett.  
Organismo di Vigilanza  
UTENSILERIA CARMON S.r.l.  
Via Antonini, 87  
25068 Sarezzo (BS)

Reporting, like any other violation of the Code detected as a result of other investigation activities, is immediately evaluated by the Supervisory Body, so any sanctioning measures are adopted.

## **5.2 Sanctions**

For UTENSILERIA CARMON S.r.l. employees the compliance with the Code of Ethics rules is an essential part of their contractual obligations. Therefore, their violation constitutes a failure to fulfil the primary obligations of the employment relationship or disciplinary offense and involves the adoption of disciplinary measures proportionate to the seriousness, the recidivism or the degree of the fault, in compliance with the discipline of art. 7 of the Workers' Statute, with all legal consequences, also in relation to the preservation of the employment relationship and to compensation for damages.

Regarding Administrators, the violation of the Code's rules may implicate the adoption by the Board of Administrators and the Board of Statutory Auditors of proportionate measures in relation to the severity or recidivism or degree of fault, like the revocation of the mandate for a just cause to be proposed to the Shareholders' Meeting.

Violation of the Code by contractors and other recipients different respect to those mentioned above, is considered as a serious fact, such as to determine the termination of the contract, in compliance with the law and the agreement and without prejudice of the right payment of damage and the possibility of a criminal judgment being instituted where it constitutes an alleged criminal offences.

The regulations of this Code apply also to temporary workers who are required to comply with the precepts. Violations are sanctioned by disciplinary measures taken against them by the respective labor administration companies.

For matters related to possible sanctions not shown here, the reference is made to the document "sanctioning system" approved by the Board of Administrators and it is an integral part of the Company's organizational model and internal control system.