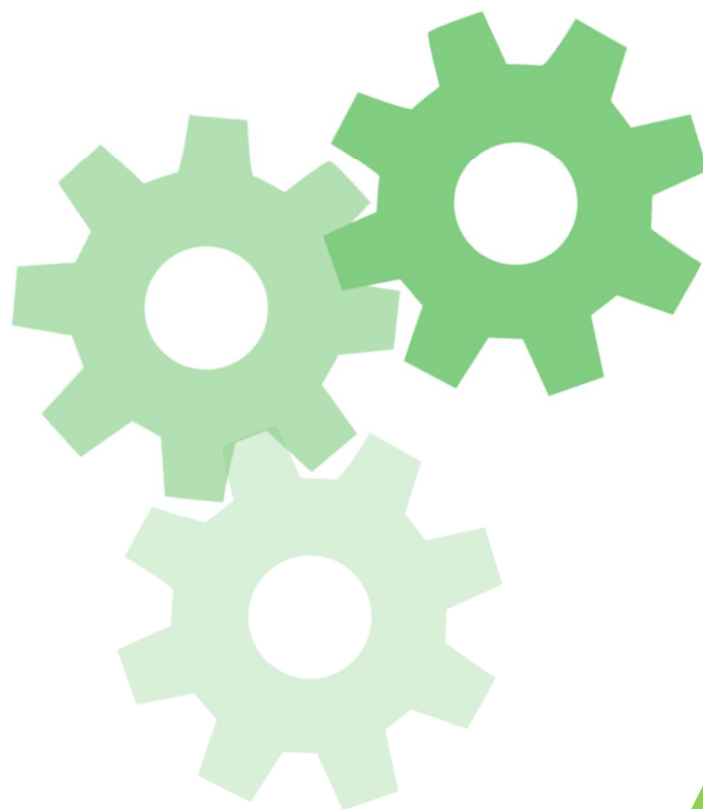


07/10/2021

Ethical Code

Reference principles and values



FOSFANTARTIGLIO L.E.I. S.p.A.

LEGAL HEAD OFFICE: VIA ABBONDIO SANGIORGIO 12 – MILANO

OPERATIVE OFFICE: VIA LIVENZA 11 - RHO

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PREMISE

This ethical code expresses general behavior principles and rules which are necessary to be observed to guarantee Fosfantartiglio L.E.I. S.p.A. correct functionality, reliability and reputation protection (from now on called "Company").

This ethical code is also integrated by anti-corruption policy (Annex 1), by employee behavior code (Annex 2) and by whistleblowing procedure (Annex 3).

An ethical code adoption is an essential exploitation tool of company activity to focus on ethic-deontological company dimension and secure its image in a non exclusively commercial aspect.

This premised, it is necessary that all the people anyhow involved in company activities and pursuing social goals- which have a commercial relationship with the Company-must know and respect this document. To pursue this, the Company puts itself down to guarantee maximum diffusion and ensure an appropriate training and sensibilization program concerning its contents.

The people working in the Company must act, during their activity, with loyalty, seriousness, competence and professional correctness respecting honesty and transparence values and observing law and autoregulation standards.

The Company checks on ethical code instructions respect.

GENERAL INSTRUCTIONS

1. Ethical code application scope and receivers

Instructions in this Code, that on the whole underline Fosfantartiglio L.E.I. S.p.A. ethic-deontological aspect and inspire every action the Company makes concerning its social activities, bind all Company personnel independently from contracts between the parties.

Particularly, "recipients" are:

- People who have representative, administration and management functions;
- People cooperating and collaborating with the Company, anyhow, pursuing business goals;
- All employees (everyone, no exception);
- Eventual external collaboration and consulting companies;
- Third parties making business with the Company, in case they have a specific agreement with it.

In particular, the Company administrator must act respecting the ethical code principles within company goals definition, during making decisions and managing the company.

Analogously, the Managers and Company people in charge must inspire to the same behavior criteria and values during direction activities, as in internal relationships with the perspective of mutual cohesion and collaboration reinforcement, and also on third parties relationships to avoid illegitimate favoritism and collusive, corruptive and/or personal advantage solicitation matters.

2. Ethical code guarantors

Check on present code prescription respect is entrusted to company Administration.

Vigilance on ethical code respect and application is entrusted to company administrators and employees, who must all without exception signal eventual defaults or not application to company administrator.

3. Ethical code diffusion, application and updating

The company promotes ethical code acknowledgement and respect, through code distribution to all its employees.

Besides, concerning Fosfantartiglio L.E.I. S.p.A. commercial relationship with foreign parties outside its organization structure, the company promotes, whenever necessary, in case of agreement with commercial and financial partners, consultants and suppliers, special agreements where third parties put down to respect ethical code instructions and, in case of disrespect, disciplinary or contract sanctions as, for gross negligence violations, resolute clauses.

To reach that goal Fosfantartiglio L.E.I. S.p.A. puts itself down to guarantee ethical code maximum knowledge-both through internal communication, rules and operative manuals, and through publication on company website-and to take care of updating on organization, commercial and financial development, and on every other need.

ETHICAL AND BEHAVIOR PRINCIPLES

In this paragraph are explained ethical and behavior principles to which the company inspires as behavior patterns to effectively and loyally compete on the market, guarantee its clients and partners satisfaction and allow professional development and growth of its HR.

1. Law, Rules and Internal procedure respect

Fosfantartiglio L.E.I. S.p.A. puts itself down, through adoption of necessary prevention and check measures, to guarantee law, rules and internal procedure respect valid on all decisional and executive levels.

Because of that, it is compulsory for company employees to know law, rules and internal standards referred to different activities and, in case of doubt, to ask for information and explanation to competent company functions.

Company personnel, during their professional activities for the company and in any other case, must avoid to convince or oblige their colleagues or third parties to violate or not respect, not even to a light extent, law standard and autoregulation codes which are to be respected.

Consequently anyone, inside the company, who can be passively obliged or convinced to violate standard instruction as above said, must inform his/her boss straight away or, if not possible, administration.

Any time the company issues a new or modifies a procedure, it must immediately inform its employees. All procedures are published on company intranet or are always consultable on paper inside the company.

2. Acknowledgement of person value and of equality and not discrimination principle

The company protects and promotes human being supreme value. This must not be discriminated for age, sex, race, language, sex trend, nationality, political and trade union opinion, religion.

Considering that HR represent a indispensable and precious value, the company choices must be suitable to protect its employees and collaborators value and physical and moral integrity, but also of all other people working with it, and to guarantee working conditions respecting individual dignity and healthy and safe worksite.

Also, managing company activities, as for ex. partner and clients managing, suppliers selection and managing and on public and authorities relationships, this ethical code receivers must act impartially towards the company, making all decisions with professional rigor, respecting treatment equality principle and adopting objective and neutral evaluation criteria.

3. Individual personality protection

The company refuses clandestine and children manpower and asks to its external collaborators (partners, clients, suppliers, consulting etc.) specific engagement to respect current law and actively fight hiring of above mentioned HR.

4. Honesty, reservedness and impartiality

Managing its professional activities, the company requires to every Administrator, Manager, Employee and collaborator to act with honesty and correctness besides reservedness on information which is not public.

Every operation and transaction made by the company or which involves its name and reputation must be inspired to honesty, managing and operative correctness, information completeness and transparence, substantial and formal legitimacy, accounting clearness and truth respecting current law and company procedures. Every operation must also be duly registered and ready to be verified.

5. Conflict of interests prevention

Among the company and the parties collaborating with it there is complete trust and everyone must use company assets and its professional knowledges and skills for company interest referring to this ethical code. For this reason, it is forbidden to employees to pursue their own interests to the prejudice of the company, also through improper use of company material and/or immaterial assets, that is improperly using the good name and reputation of the firm. It is therefore forbidden any direct or indirect competition activity, even if only potential, concerning the company activities.

Besides, a managing or administration role outside the company must be communicated to the company members and eventually, on most significative cases, to obtain preventive authorization to have that role. In general, conflict of interests also include situations that could prevent employee or collaborator to manage his/her tasks with honesty, objectivity and care.

That premised, personnel put themselves down to inform immediately the company in case they could be in effective or potential conflict of interests situation. Besides, anyone suspecting or having news of conflict of interests situations must immediately communicate it to administration.

6. Information transparence and completeness

The company ensures full information transparence respecting principles of proportionality, truth and timeliness of information supplied on every social communication.

BEHAVIOR PRINCIPLES OF COMPANY TOP MANAGEMENT

Fosfantartiglio L.E.I. S.p.A. adopted a company management turned to interest care of all subjects, inside and outside, with which it has relationships, ensuring management politics respecting the best national and international standards and rules.

In such context, Administrators, Mayors, Managers and company Managers must respect this ethical code and behave with honesty, loyalty, correctness and integrity.

Such subjects must besides ensure information change and circulation about the company both vertically on different decisional and operative levels, and horizontally among the various company functions.

1. Behavior rules that company top management must respect while managing the company

In awareness of complexity, delicacy and responsibilities connected to company mission pursuit, Fosfantartiglio L.E.I. S.p.A. would like to underline a series of behaviors expected by all subjects operating inside and in particular by top management, in order to stop illicit that could damage company image and reputation.

Particularly, by way of example, - not exhaustive:

- Balances and other social communication programmed by law must be issued in a clear way and represent correctly and truly assets and financial company situation;
- Communication to public supervisory authorities must explain in a complete way real facts on company economic, asset and financial situation and must be supplied timeliness following a loyalty collaboration principle.

2. Conflict of interests

Administrators, mayors, managers and people in charge must respect conflict of interests instructions adopted by the company.

In particular, if they detect a proper interest (real or potential) during their activities, the above mentioned subjects must timeliness communicate it to Administration, so that it can evaluate if there is a real conflict of interests, incompatibility or prejudice.

This paragraph ethical code instructions leave art. 2391 of Civil Code operativity unprejudiced.

3. Confidential and privileged information treatment

The company, due to its activity nature, constantly puts itself down to confidential and privileged information treatment, which by law must be treated with most particular care.

So, the company recommends and asks to all subjects who have that information available maximum care on treatment and management as per their reference standard.

BEHAVIOR PRINCIPLES ON INTERNAL RELATIONSHIPS

Personnel politics and behavior criteria towards employees and collaborators

In the firm belief that a company main success factor is constituted by people operating in it, the company recognizes HR importance to whom it is requested professionalism, devotion, loyalty, honesty and collaboration spirit.

1 Independence and confidentiality during personnel selection

The company protects equal opportunities during personnel selection, conforming to applicable laws and based on candidate evaluation requirements matching company needs.

Required information during selection are strictly linked to professional and psycho-attitude profile verification, respecting candidate private sphere and personal opinions.

2 Professionalism development and exploitation

Respect for work and professional contribution is a necessary factor for company success.

For this reason the company protects and promotes HR value, aiming to improvement and growth of individual acknowledgement and competences.

Professionalism exploitation cannot be regardless from single aspiration promotion, learning expectation, professional and personal growth.

3 Health and Safety on worksite

The company acts totally respecting law as per art.2087 of Civil Code, Unique Text concerning health and safety on worksites (D. Lgs. 9th April 2008, n. 81) and other laws and rules applicable to those activities.

As a matter of fact the company takes care of diffusion and consolidation of a health and safety culture on worksite through sensibilization activity as far as working risks are concerned, aware and responsible behaviors by all personnel and preparation of information, training and updating plans for office employees.

The company also undertakes to guarantee working conditions functional to psycho-physic workers protection and respect of their personality assuring to its workers and collaborators individual protection devices as per current law and to promote behavior rules to improve safety levels.

Finally, the company undertakes to periodically examine and monitor in continuous system effectiveness level connected to personnel health and safety risks.

Also this Ethical Code addressees, during their work, have an active role in risks process prevention and health and safety protection on worksite in their, their colleagues and third parties interests and they can also express observations and improving proposals on these themes.

Finally, the company undertakes, in case of third parties work and in ordinary commercial relationships, to demand from their partners respect of workers appropriate safety standards .

4 Person protection

The company undertakes work conditions respecting person dignity and not to allow discrimination against the law.

For this reason, it demands that, on internal and external working relationships, psychological violence or discrimination and damaging behaviors towards people and their opinions must not be permitted.

The company undertakes to protect whoever denounced eventual annoyances or oppressions.

5 Personnel and collaborators duties

The company employees and collaborators must:

- Make activities with professionalism, transparency, fairness and honesty principles, collaborating with colleagues, superiors and other collaborators to pursue social aims respecting the Code;
- Know and respect internal procedures for expenses refund behaving with loyalty, fairness and transparency and taking care, in particular, that every refund file is appropriately documented and/or documentable;
- Know and make what programmed by company politics as far as company information safety and diffusion are concerned.

Every company employee and collaborator must act with diligence to protect company assets through responsible and conforming behaviors to operative procedure and company instructions programmed to rule them (ex: lift trucks use communication, company private devices use,.....).

In particular, they have to use with scruple and sparingly the assets and to avoid improper use of company assets which could cause damages to the company or reduce effectiveness, that means that it could be contrary to operativity principles.

6 IT resources management

Ethic Code receivers have to use company IT tools only to pursue company aims and conforming to their competence activities.

It is strictly forbidden to use the computer to execute programs, also potentially usable, for illegal aims, and downloading and installing any kind of software on the received machine. Use of company IT resources must be exclusively functional to company activities or authorized aims of function managers.: it is not allowed to enter in websites that is to use data, programs, application and IT resources that could have pornographic, pedo-pornographic, gambling contents, that could support thoughts not matching with public order or good costume.

The employees who know something about outlaw software use during working activity must immediately advise company management.

BEHAVIOR PRINCIPLES TOWARDS EXTERNAL RELATIONSHIPS

Company administrators, employees and collaborators must, towards third parties, maintain an ethic behavior, respecting the laws and rules and maximum correctness and integrity.

Relationships with Public Administration, public authorities, Supervisor and Control Authorities, with Trade unions and, in general, with Public Dept. must aim to correctness, impartiality, independence, transparency, integrity and collaboration. Towards those subjects it is strictly forbidden to hide information or supply false documentation, to prevent or hinder checking or inspection activities (also by people with check powers).

In particular, besides crime behaviors, all behaviors that could appear to have a negative influence on third parties decisions towards the company are strictly forbidden.

This Ethical Code provides prohibition, for company employees and collaborators, to give/offer and/or accept/receive presents, advantages and/or other utilities aiming to obtain special treatment on everyone's own company activity. Exception are cheap presents due to normal courtesy or commercial relationships which cannot generate suspect of outlaw influence on receivers.

Besides, it is not allowed to have "representative expenses" such as offering lunches and dinners to other people, in case they are offered to law representatives, supervisor authorities, check authorities that can generate suspect of influencing or pressing to favor company interests.

Employees and collaborators must strictly respect Anticorruption Policy (Annex 1).

1. Behavior criteria towards Public Dept. and Inspective/Administrative authorities

On relationships towards Public Dept. and Inspective/Administrative authorities must be observed, by Ethical Code receivers, the following behavior criteria:

- Avoid to have relationships with institutional people and/or inspective authorities without authorization;
- Manage relationships with Inspective dept. and., in general, with Public Administration, with maximum integrity and correctness to guarantee maximum transparency with them;
- To put at Inspective Departments disposal data and requested documents regarding inspecting activity and collaborate with correctness and transparency.

Behavior obligations above described must be used also on relationships of any kind by company towards public administration in every sector (ex. Tax Agency, Finance Police, Working Administration, INPS, INAIL, ATS,).

Behavior criteria for Fosfantartiglio L.E.I. S.p.A. employees must be respected also by consultants and third parties representing the company towards public administration and/or inspection Dept.

As per above said, it is forbidden to offer money, presents, rewards except the normal courtesy relationships objects, to make illicit pressures, to promise any present, service, performance to public officers, Public service officers, managers, public administration employees or their relatives, Italian or foreigners.

2. Behavior criteria towards Court

Company administrators, employees and collaborators (included legal and external technical consultants) must, towards Court, act respecting loyalty and honesty principles as per in art. 88 of Civil code.

In case Fosfantartiglio L.E.I. S.p.A. is a third party involved in judicial or extra judicial proceedings on civil, crime, administrative or tax proceedings, company personnel or whoever is acting on behalf of the company cannot adopt in any way any behavior with the aim to obtain favors for the company by judges, registry officials or bailiffs.

3. Behavior criteria towards Supervisor authorities

Company administrators, employees and collaborators undertake to follow scrupulously instructions issued by competence authorities (Banks, Consob, Isvap, Authority Dept for personal data protection, Authority Dept for Market relations, Tax agency, finance police, etc.). Sending any datum, communication or reporting, mandatory or optional, the principles of correctness, truth, transparency and diligence must be respected, checking carefully any transmitted communication. The subjects in charge undertake to answer to any legitimate request coming from information and inspection supervisor Authorities and to offer complete collaboration avoiding hindering behaviors.

In relationships towards Vigilance authorities it is clearly forbidden to have or convince other people to have corruption behaviors of any kind.

4. Behavior criteria towards Trade unions

Relationships towards trade unions must be conducted with maximum transparency and respecting every subject's role.

In particular, relationships with trade unions must take place in a mutual respect climate and dialogue availability and participation and must guarantee the widest freedom and representation. It is forbidden to have behaviors which can damage trade union freedom.

Eventual installation and use by company of remote control working software can happen only if previously agreed with trade union. In any case, respecting current laws, the company does not finance and issues contribution, also indirectly, to politics parties and organization, in Italy and abroad, or to their representatives or candidates.

In case the company makes financing operations or sustain trade unions that could give place to a conflict of interests, those operation must be submitted to Administration.

5. Behavior criteria towards Suppliers and consultants

Suppliers and Consultants choice by the company must be made respecting competence, professionalism, economy, correctness and transparency.

Suppliers selection and assets and services purchase conditions must, so, be based on objective and impartial evaluation, founded on quality, price and provided guarantees, with the aim to obtain a competitive advantage. Consequently, payments and amounts due to suppliers and consultants for their activities must be conforming to market conditions and appropriately documented. More, during suppliers choice it is not allowed nor accepted undeserved pressures to support a supplier among the others and to damage market reputation of company transparency and honesty in respecting internal and external laws.

Every supplier, consultant and partner must respect principles on this ethical code: consequently, the company can choose not to begin or follow up commercial relationships with anyone not accepting and respecting these principles.

6. Behavior criteria towards Clients

The company can have commercial relationships only with clients, which, based on acquired information, are considered serious and reliable.

It is required to all people having relationships with clients to act with correctness, transparency, diligence and professionalism. Every company operator undertakes to protect clients' rights and interests (included the ones regarding data confidentiality and requested or received information) respecting, nevertheless, company rules and goals.

It is besides requested the client's collaboration to acquire a better knowledge not only for the same client's interest, but also to avoid improper use of bank and finance system.

7. Behavior criteria towards Control Organs

Communication to control organs such as mayors, tax audit companies, etc. must be complete, true and correct.

It is also forbidden to create obstructive behavior which can hinder or prevent checking activities by control organs.

8. Reservedness principle and management mode towards external communication

Company personnel must maintain maximum reservedness concerning clients information, also past clients, due to his/her role in the company structure.

Such information, if not confidential, can be transmitted, inside the company structure and offices, only to those who need to know them to make their job, but they cannot be revealed, communicated or spread to third parties.

Concerning uploaded and kept data inside IT software, a protection system is necessary, based on passwords and access codes.

9. Intellectual property protection

The company undertakes, within its activities, to watch carefully the themes about intellectual property protection, asking to all its employees, collaborators, suppliers, partners and this ethical code receivers to be careful in order to prevent any violation of anyone's intellectual property.

CONFIDENTIAL INFORMATION AND PRIVACY PROTECTION

1. General principles

The company takes care of adoption and updating of specific protection procedures on available information.

Every ethical code receiver has to ensure news and information protection, necessary to make its job inside the company structure.

In particular, to every subject it is requested the following:

- To acquire and treat only information and data necessary to its role and connected activities inside the company;
- To acquire and treat information and data only within limits established by company procedures;
- To keep data and information to avoid not authorized subjects to know them;
- To communicate data and information conforming to what established on procedures or with manager expressed authorization and, in any case, after having ascertained the possibility to spread them;
- To ensure that there are not any absolute or relative bonds concerning company third parties data and information spread and, in this case, ask for permission.

2. "Privacy" protection

The company undertakes, completely respecting current laws, to protect acquired personal data, kept and treated inside its activity and to hinder any illicit, or simply improper, use of that information.

In particular, the company adopted operational safeguards to supply to interested people appropriate information about data treatment and keeping goals and management; to identify cases in which data treatment, communication and spread must be preceded "by law" by interested people acquired permission; to adopt necessary safety measures to avoid loss, destruction, not authorized treatment or loss of personal data kept by the company.

QUALITY POLITICS

1. General principles

Fosfantartiglio L.E.I. conquered a prestigious position in electrolytic coatings and painting in all industrial sectors and in the "automotive" one in particular. This position has been conquered thanks to company continuous effort in responding to the ever growing market needs and it will be maintained and improved only offering a higher quality level product, made with competitive costs and maximum attention to safety, health and environment respect.

To obtain these results the Management continuously undertakes to put at disposal all necessary resources to keep on developing a Quality Management System, based on IATF 16949 model, which supplies precise and coherent answers to the world's requirements and needs, and besides conforming to company ethics, sustainability and social responsibility.

Some principles are basic:

- The company interfaces with a lot of actors that, having different needs and requirements, influence its activity, it is so necessary to detect those needs and constantly undertake to assure satisfaction. It is this satisfaction that guarantees the company life, work and wage of every employee.
- Personnel and suppliers are basic actors of satisfaction creation process; so it is important that the company undertakes to involve them in its mission so that everyone can give his contribution with intelligence, competence and engagement.

For this reason the management undertakes to continuously interface with its collaborator to create their role awareness and put at their disposal technical, training and human means necessary to continuous growth.

- Continuous improvement is the base of company modus operandi; this aims to create a company organization which, reducing scraps and waste, allows to create products and to manage processes in an effective way, guaranteeing the company the estimated utilities and permitting to it to become a reliable partner for all its Clients
- Products and processes must be managed to ensure employees, users and environment safety

- To maintain a logistic/quality level conforming to IATF 16949 model, which supplies constantly re-examined activities in order to detect risks and opportunities that, appropriately managed, allow the company to continuously increase its products/processes reliability

Quality Manual recalls politics here expressed and defines guidelines for company management, for quality, of company activities and processes.

Quality Manager has the task to propose and manage the Quality System, to verify constant activation, adequacy and effectiveness and to intervene directly/indirectly to improve it with full support by Company Management.

2. Production standards and certifications

To guarantee and reach its quality goals in an evident and transparent way, the company adopted as general standard reference for its quality system the standards UNI EN ISO 9001:2015 and IATF 16949:2016.

This system is based on organizational and technical actions, applied in a systematic, planned and registered way to the whole company management.

The treatments made by Fosfantartiglio L.E.I. S.p.A. are conforming to international required standards: ISO 4042 and ISO 10683.

ENVIRONMENT POLITICS

General principles

Fosfantartiglio L.E.I. S.p.A. has an Environment Integrated Authorization issued by Milan Metropolitan City with R.G. 4605 of 26/06/2018.

Fosfantartiglio L.E.I. S.p.A. makes surface anticorrosive coating treatments, for pieces destined to automotive sector through its main coatings:

- Zink flake coatings – applied through dipping, centrifugation;
- Galvanic treatments of electrolytic zinc -plating;
- Top coating: finishing product application, through centrifugation, on coated pieces.

To guarantee satisfaction of these principles, Fosfantartiglio L.E.I. S.p.A. management has implemented and maintains an environment management system, conforming to std. ISO 14001:2015 and with the following goals:

- To respect all current laws, standards, rules concerning environment protection;
- To respect, besides the laws, contract specification and voluntary environment standards;
- To prevent pollution in all its forms;
- To improve its environment performances, as per “yearly SGA indicator goals”;

Present and future continuous improvement undertaking will adopt, for plants and factory structures now building, the best possible technologies, with following goals:

- To reduce polluted substances at discharge;
- To optimize products and raw materials use;
- To guarantee worksites hygiene and health;
- To reduce ground contamination risks;
- Progressive elimination of CR-VI products;
- Promotion to a better environment management to suppliers and contractors
- Energy and water resources consumption limitation

ETHICAL CODE RESPECT AND DISCIPLINARY SANCTIONS

The company promotes ethical code acknowledgement and respect by all receivers. For this reason, this document is spread to the receivers through communication and sensibilization activities.

In this perspective, every receiver has to signal presumed code violations and not conforming behaviors to the rules.

Infraction contestation procedures and acting of sanctions consequent to ethical code real violation will be conforming to laws as per art. 7 law 300/1970 – “Workers Statute” and to what established in applicable work contracts.

As far as company employees are concerned, ethical code respect is to be considered integrated to contract obligations of company personnel as per art. 2104 of Civil code. Consequently, violation of standards could be considered non-fulfilment of professional relationship obligations and civil illicit origin, with every consequent personal responsibility.

Fosfantartiglio L.E.I. S.p.A. collaborators, consultants and third parties who could violate ethical code rules, could be subject to firing by the company.

In any case, the company has the right to require a refunding when their behavior causes damages to the company, independently from agreement interruption.

Ethical Code receivers have to signal, in writing, as per Whistleblowing procedure (Annex 3), the presumed violation of this code, of law, rules and company procedures. In this perspective, the company undertakes to adopt all necessary means to protect all victims of any kind of retaliation, that means an action that could generate discrimination or penalization like, for example, relationship interruption with partners, suppliers and consultants. For this reason whistleblower identity is ensured to be protected.

FINAL INSTRUCTIONS

1. Ethical code revision procedure

In case of modification and updating of current standard or changes in company organization and, in any case, every time it is necessary, Administrative Manager will have to transmit to Fosfantartiglio L.E.I. S.p.A. Accounting Council the ethic code modifications thought necessary adding a brief illustrative relation.

Modifications to code will be diffused and publicized conforming to general instructions.

2. Enter into force

This code (as every eventual modification and updating) enters into force with immediate effect from publication date on company website. To this code it is given maximum diffusion, through communication activity to all internal and external subjects that act for the company or that, with different roles, collaborate with it.

ANNEX 1

ANTICORRUPTION POLICY

1. POLICY GOAL

The procedure is applicable to activities development by Fosfantartiglio and all its personnel in public and/or private circle.

The partners, consultants, suppliers, agents, company collaborators and, in general, all interested people and partners have to know and take note of this policy general principles, notwithstanding they have not to respect detailed operative instructions concerning company personnel.

2. STANDARD REFERENCES

Internal:

- Ethical Code;
- procedures;
- every integrating/added document issued by the company besides the above mentioned documents.

External – International standards

- OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions;
- UNO Convention against corruption (General Assembly Resolution 58/4 of 2003);
- Civil and Criminal Law Conventions on Corruption (Council of Europe Treaty no. 174 of 1999).

External – National standards

- Criminal Code;
- Legislative act nr. 231/2001;
- anti-corruption law nr. 190/2012;
- Every following modification and integration of above mentioned laws.

In case of standard conflict between this Policy and current local laws on this scope, the strictest document will be valid.

3. ROLES AND RESPONSIBILITIES

To guarantee full respect of Fosfantartiglio anticorruption policy and of national and international laws applicable to Fosfantartiglio business management, the following roles and responsibilities are defined:

All Fosfantartiglio personnel:

- Maintains highest ethic and professional level during its activities, conforming to ethical code, to this anticorruption and any other important policy or procedure adopted by the company;
- Refers all requested information conforming to established forecasts in this Policy, included as examples, receipt and offer of presents and hospitality, receipt of presents and hospitality requests, payments, suspect violation of anticorruption laws and of this policy by other employees or partners, situations generating a real or possible conflict of interests....;

4. GENERAL PRINCIPLES

In addition to ethical principles of Fosfantartiglio ethical code, that must always lead activities of all its personnel, the following general principles have to inspire activities organization and development in most risky areas:

- **responsibilities segregation:** the tasks, operative activities and check functions must be appropriately separate, assuring that the person in charge is different from the person checking or authorizing the mentioned activities;
- **delegation and proxy system:** proxies, which are formally defined, must be coherent with organization and assigned and exercised management responsibilities within definite limits;
- **clearness and simplicity:** Fosfantartiglio roles and responsibilities of all involved subjects, included activities and checks, must be clearly defined and must supply easy to apply mechanisms;
- **Fairness and conflict of interests absence:** all people directly or indirectly operating for Fosfantartiglio must act with professionalism, fairness and conforming to anticorruption standards. They must also avoid all situations that can generate a conflict of interests and that can, potentially, compromise their acting for the company interest and according to such laws;
- **Traceability and filing:** sensitive activities defined in this policy must be traceable and checkable afterwards; all documentation programmed by this policy and other concerning procedures must be appropriately registered and filed.

5. CONFLICT OF INTEREST

Conflict of interests happen every time the employees have to choose between their personal interests and company interests.

Employees must avoid activities that create a real or potential conflict of interest, between their personal interests and Fosfantartiglio interests, able to generate doubts on loyalty and faithfulness towards the company.

Moreover, personnel must pay attention to potential conflict of interests and refer them to its manager, who will assist them in the solving the problem.

Company personnel have to execute their task conscientiously, with honesty and according to Fosfantartiglio ethical code forecast and according to company best interests.

Fosfantartiglio personnel must be aware of the fact that the following activities are alert signals and must so execute its activities carefully, asking to its managers how to proceed. Such activities, by way of example and not exhaustive, include:

- Presence of personal relationships (family and not) between Fosfantartiglio personnel, agents or intermediates and Public Officers that can influence Public officers decisions;
- Not reasonable and/or not justified adhesion to disadvantageous contract conditions;
- Not reasonable and/or not justified preference of some companies during commercial activities;
- Unusual payment of high commercial commissions to some agents or intermediates.

6. PRESENTS AND HOSPITALITY ACTS

Common instructions

It is forbidden to all Fosfantartiglio employees to give or receive money, presents, hospitality acts or other utilities:

- i) To obtain unfair commercial, contract or economic advantages; and/or
- ii) That can compromise integrity and reputation of one of the parties or that can be interpreted, by an impartial observer, as finalized to create a mutual expectation or to obtain unfair advantages.

Despite the above mentioned prohibitions, and according to Fosfantartiglio ethical code, Fosfantartiglio employees can give and receive presents, hospitality acts or other utilities to and from third parties, in case they have all following characteristics:

- It is not a cash payment;
- Is conforming to good faith and to legitimate commercial goals;
- Which reason is not a desire to exercise one's improper influence or a mutual expectation;
- Is reasonable concerning circumstances;
- Is equal and proportional to generally accepted courtesy standards;

Presents, hospitality acts and other utilities received by FOSFANTARTIGLIO personnel

Every present, hospitality act or other utility offered or received by Fosfantartiglio employees must be objectively reasonable and in good faith and, in general, must satisfy the above mentioned characteristics.

According to the existing company procedures,

- a) Employees must avoid to accept presents given by hand, hospitality or any utility by third parties, kindly refusing. If, due to protocol or courtesy reasons, the present cannot be refused, in that case the employees can accept the present;
- b) In case of presents, hospitality or other utilities received by the company to a particular addressee, he/she can accept the present;
- c) In case of presents, hospitality or other utilities received by the company without any address specification, these will be managed as per existing procedures or instruction (ex. Company lottery, etc.).

According to Fosfantartiglio ethical code, any person receiving presents, hospitality, financial advantages or other utilities that cannot be considered low value commercial courtesy acts must refuse them and must inform his/her manager in writing.

Presents, hospitality acts and other utilities offered to private and public third parties

Every present, hospitality or other utility given by Fosfantartiglio personnel to a private or public subject must be, objectively, reasonable and in good faith and must, in general, satisfy the above mentioned common requirements.

A present, hospitality act or other utility is reasonable and in good faith when it is directly connected to:

- Fosfantartiglio public image and reputation growth;
- Company services and products promotion, demonstration and illustration;
- Development and maintenance of kind commercial relationships.

A special attention must be paid when people would like to offer present, hospitality or other utility to Public officers. If the receiver has direct or indirect decision power on an open theme about Fosfantartiglio, it is forbidden to give presents. It is forbidden to include presents or other utilities to third parties on expense reports.

7. FACILITATING PAYMENTS

A facilitating payment is a small money amount paid to a third party to guarantee its job is made, and made in a faster way. Common examples can be small payments to facilitate ordinary public interventions as for example payment to a public immigration officer to speed up a check at custom or a visa request.

Facilitating payments to public and private subjects are considered corruption and they are forbidden.

8. FACILITATING PAYMENTS/EXTORSIONS

Extortion requests are the ones made under duress, through real use of force, violence, fear or threat or under vests of legitimate request. In case of extortion payments by a public officer, that payment demand and/or payment must be immediately reported and duly documented.

In particular, personnel involved must immediately inform preparing a data report, place and required and/or paid amount, and also the causes contributing to a real situation of immediate violence or threat during payment.

9. PERSONNEL SELECTION AND HIRING

Personnel selection and hiring must be based on correctness and impartiality. Candidates evaluation must be led only by people professionalism and skills.

During personnel research and selection, Fosfantartiglio assures that HR match the real necessary work profiles, avoiding favoritisms and advantages of any kind, and they are valued based on their professionalism, training and work skill.

In every moment, and in particular during daily activities, personnel must be aware that every behavior violating the ethical code, this policy and/or anticorruption laws will not be tolerated, although this behavior could indirectly favor Fosfantartiglio.

To avoid every real or potential conflict of interests, Fosfantartiglio requires to its candidates to declare , during selection, that there are no conflict of interests with the company.

It is forbidden, as per art 53 del D. Lgs. 165/2001, to establish a work relationship with any public administration ex-employee, and to sign with him/her consulting or collaboration agreements, or to use them in any way, every time the public ex-employee, in the last three years having the contract power, practiced his/her decision/contract powers with reference to Fosfantartiglio, or abstained to practice administrative or agreement powers in situations regarding Fosfantartiglio.

10. POLITIC CONTRIBUTION

According to Fosfantartiglio ethic code, the company does not enter, directly or indirectly, upon any politics or election activity.

It is forbidden for Fosfantartiglio to give any direct or indirect contribution to politic parties, associations, committees, politics organization or trade unions, nor to their representatives or candidates.

Politics or election personal activity by Fosfantartiglio employees, as local candidates support or election campaign contribution, brought on respecting territory laws, must be practiced only on a personal basis and must not in any way involve or seem to involve Fosfantartiglio.

11. DISCIPLINARY MEASURES

The company will adopt appropriate disciplinary measures towards Fosfantartiglio personnel (i) whose actions constitute violation of anticorruption standards and of this policy, as per National Collective Contract or any other current law; (ii) who do not follow or complete an appropriate training; and/or (iii) neglect, without any reason, to underline or signal violations that threat or retort against other subjects who signal eventual violations.

ANNEX 2

BEHAVIOR CODE OF FOSFANTARTIGLIO L.E.I. S.P.A. EMPLOYEES

Art. 1 - General Instructions

1. This behavior code, from now on named "code" defines diligence, loyalty, impartiality and good conduct duties which Fosfantartiglio L.E.I. S.p.A. employees have to respect.
2. This code integrates current laws and ethical code.

Art. 2 - Scope of application

1. This code is applied to permanent and not-permanent contract employees and to Fosfantartiglio managers.
2. Conduct obligations programmed in this code extend, when compatible, to all collaborators or consulting, with any contract or tasks, to collaborators of any kind of supplier working for the company.
3. Diffusion of code is made through hanging in an accessible place to everyone and the same is at disposal of any Fosfantartiglio interlocutor.

Art. 3 - General principles

1. Employee has to behave with discipline and conform his/her conduct to company good trend principles. Employee makes his / her job respecting the law;
2. Employee does not use with private goals work information, he/she avoids situations or behaviors that can hinder correct task development or damage company interests or image;
3. Employee makes his/her tasks orienting his/her behavior to maximum economy, efficiency and effectiveness. Resources management to make his/her job must follow cost containment;
4. During relationships with colleagues, clients and suppliers, employee assures total treatment equality at the same conditions, avoiding arbitrary actions that could have negative effects on subjects or that could generate sex, nationality, ethnic origin, genetic characteristics, language, religion, personal or politics beliefs, belonging to a national minority, disability, social or health condition, age and sexual orienting or other factors discrimination.

Art. 4 - Presents, remunerations and other utilities

1. Employee does not ask, nor reminds, for himself/herself or other people, presents or other utilities;
2. Employee does not accept, for himself/herself, presents or other utilities, apart those of cheap value made occasionally on normal courtesy relationships and international custom. In any case, independently from crime circumstance, employee does not ask, for himself/herself or other people, presents or other utilities, not even of cheap value as remuneration;
3. The employee does not accept, for himself/herself or other people, from his/her subordinate, directly or indirectly, presents or other utilities, apart those of cheap value. The employee does not offer, directly or indirectly, presents or other utilities to his/her manager, apart from those of cheap value;
4. Presents and other utilities anyhow received out of cases permitted in this article, by the same employee who received them, are immediately put at company's disposal for giving back or to be devolved to institutional goals, directly or through sale. Presents or other utilities can also be devolved to schools or not profit associations as charity;
5. For this article, referring to employee, for presents or cheap value utilities we mean the ones with value of about 100€ , also as discount. Presents or other utilities made during the year by the same subjects or by the same interest linked subjects are considered unitarily (ex. company or association partners, couples or relatives, linked by working relationships, etc.);
6. The employee does not accept collaboration tasks from private subjects who are company's competitors.

Art. 5 - Corruption prevention

1. Employee respects necessary measures to illicit prevention in the company. In particular, employee respects instructions in ethical code and anticorruption policy and signals in programmed ways eventual illicit situations in the company he/she comes to know.

Art. 6 - Behavior in private relationships

1. In private relationships, extra-work relationships included, the employee does not exploit, nor mentions his/her company position to obtain illicit utilities and does not have any other behavior which can damage the company image.
2. Apart from the right to express evaluations or diffuse information protecting trade unions rights, the employee:
 - a) Must not use confidential information for goals not connected to his/her work activity;
 - b) Must avoid declarations and/or diffusion to media that for its form or contents can damage the company, ruining its image, prestige or compromising its effectiveness.

Art. 7 - Behavior on duty

1. The employee, apart from justified reason, does not delay nor behaves to charge other employees his activities or decisions ;
2. The employee uses work permits, anyhow named, respecting law, rules and contract conditions;

3. The employee uses materials or tools he/she has at disposal for office reasons and IT and phone company tools respecting the company rules and duly takes care of sites and mobile assets or tools, he/she avoids wastes and diseconomy during purchase, consume and use of company assets.

Art. 8 - Contracts and other contractual acts

1. During company agreement conclusions and making contracts, the employee must act exclusively for company interest, avoiding company conflict of interest, although only potential, that means when crime hypothesis or other illicit actionable by law can happen;
2. The employee does not conclude, on company's behalf, project contracts, supply, service, finance or insurance with companies with which he/she had made private contracts or received other utilities in the last two years. In case administration concludes project contracts supply, service, finance or insurance with companies with which the employee had concluded private contracts or received other utilities in the last two years, he/she avoids to take part into decisions and activities concerning the contract.

Art. 9 - Responsibility for code rules violation

1. Violation of this code rules includes contrary behavior to worker's duties. Beside the fact that violation of this code instructions generates also criminal, civil, administrative or when programmed money liability for employee, it is a disciplinary responsibility source and it is ascertained to disciplinary procedure result, as per std, CCNL work, art. 7 L. 300/1970 and any other applicable law;
2. To determine kind and entity of concretely applicable disciplinary sanction, violation is evaluated in every single case judging behavior seriousness and prejudice entity, also moral, derived to company prestige and dignity. Applicable sanctions are as per current laws and national contracts, including expulsive ones;
3. Confirmed further rules and disciplinary responsibility hypothesis as per current laws or national contract.

Art. 10 - Final instructions

1. The company gives the widest diffusion to this document, publishing it on its institutional website, giving copy to every employee and giving communication of publication on institutional site to consulting and collaboration owners of any kind, to clients and suppliers. The company, contextually to work contract subscription, gives and makes the new hired sign copy of behavior code.

ANNEX 3

WHISTEBLOWING PROCEDURE

As per art. 2 law 179 of 2017, organization patterns must be integrated as follows:

- specific information channels dedicated to reports, one of them IT, to guarantee whistleblower identity reservedness;
- prohibition of retorsion or discrimination acts towards whistleblower;
- inserting inside disciplinary system of sanction organization model towards the people who violate whistleblower protection and of people who give with intent or gross negligence false reports.

As far as whistleblower agreed protection is concerned, the same is conforming to the ones for public employees: no retaliation or discrimination for reason directly or indirectly linked to report (also in this case there can expressively be decommissioning and firing) and proof duty by owner to adopt it for different reason from report.

The company adapted to prevision of the above mentioned standard adopting the "whistleblowing procedure".

Procedure receivers

The procedure receivers are all company employees and collaborators, and in particular:

- a) Company people with representative, administrative or managing functions or organization dept. with financial and functional autonomy and the people who have, concretely, managing and check;
- b) People with managing and watching mansions on subject mentioned in paragraph a).

Procedure goal

Goal of this procedure is partly to remove eventual employee doubts and uncertainties on how to make reports, and partly to drive away retaliation or discrimination fears consequent to report.

On procedure there are clear operative instructions about:

- report object;
- its contents;
- report receivers and
- programmed protection forms for "reporter" (or whistleblower).

Report object

Report can have illicit conduct situations founded on precise and matching facts as theme, or violations of company organization and managing, of which employees and collaborators came to know during their activities.

In particular, the report can be about actions or omissions, tried or made, which are, alternatively or cumulatively:

1. criminally relevant;
2. done violating ethical code or other company disciplinary sanctionable instructions;
3. likely to cause a company asset prejudice;
4. likely to cause company image prejudice;
5. likely to cause employee or other people health or safety damage, or cause environment damage;
6. likely to cause physical or moral prejudice to employees or other subjects making their activities at the company.

Report contents

Report must contain all useful elements to ascertain reality of facts mentioned in it, to permit to competent subjects to go on to verification.

In particular the report must contain, whenever possible:

- whistleblower general information, with qualification or professional position;
- date and place of the fact;
- fact seriousness evaluation: if fact is criminally relevant, if it can cause company asset prejudice or image damage ore health or environment damage, etc.;
- fact description (conduct and event);
- fact author (indicating personal data, if known, and, if not, any other useful identification element);
- other eventual subject knowing the fact and/or who can have news about it;
- reference to eventual documents and/or any other information that can confirm reality of mentioned facts.

Anonymous reports will be kept into consideration only if concerning fact of particular seriousness and with appropriate and detailed contents.

Report receivers and sending mode

Above mentioned report must be addressed to top management, to the *Top Management*, such documentation will be kept confidentially.

Report can be presented with the following mode:

- a) through access to portal <https://areariservata.mygovernance.it#!/WB/Fosfantartiglio>. To guarantee confidentiality, apart form the cases when it is not legally applicable, whistleblower will be able to make an anonymous report and his/her name can remain unknown to company;

- b) through post to the *Top Management*; to guarantee confidentiality, it is necessary that the report is inserted in a closed envelope indicating "confidential/personal";
- c) orally, through declaration released to one of the subject indicated in paragraph a) and b) and registered in written by them.

Verification activity of report merits

Report receiver verifies report merits through any activity he/she finds appropriate, including hearing whistleblower personally and eventual other subjects who can refer on reported facts, respecting impartiality and confidentiality principles and without revealing whistleblower identity.

During management and verification of report merits, report receiver can have collaboration of company competent structure, always without revealing whistleblower identity. In case, completed verification activity, report has merits, report receiver will, depending on report nature:

- a) complain to Court or ask to top management to present it;
- b) communicate assessment result to company management where violation took place, for competence measures, included disciplinary measures, if there are assumptions for disciplinary action;
- c) communicate assessment result to company administration, for further necessary actions to protect the company.

Whistleblower protection

Apart from the cases in which there can be a crime responsibility, people who give with intent or gross negligence false reports and when anonymity is not legally applicable, whistleblower identity is protected in every moment after report and cannot be revealed without his/her permission.

Towards the employee who makes a report as per this procedure, it is not permitted any form of direct or indirect retaliation or discrimination, for reason directly or indirectly linked to the same report.

Employee who believes to have endured a discrimination caused by a report must communicate it to administrator or supervisor dept, who will value the elements and then will communicate everything to the *Top Management*, for assessments and competence measures.

As per disciplinary system adopted by the company, violation of whistleblower protection measures programmed by this procedure are sanctioned with dismissal for just cause.

Any direct or indirect retorsion or discrimination, for reason directly or indirectly linked to report is sanctioned with sanctioned with dismissal for just cause

Adoption of discriminatory measures towards whistleblowers as per this procedure can be denounced to State Labor Inspectorate, for its competence measures, by whistleblower and also by trade unions indicated by him/her.

Whistleblower responsibility

This procedure leaves without prejudice whistleblower crime and disciplinary responsibility if report is defamatory as per crime code and art. 2043 of civil code.

As per disciplinary system adopted by the company, a false report made with gross negligence is sanctioned with suspension from duty for a period of time as per applicable Duty National Contract. A false report made with willful misconduct is sanctioned with dismissal for just cause.

FOSFANTARTIGLIO L.E.I. S.p.A.
Il Presidente
Sig. Fabio GRASSI

Revisions

Date	Revision contents
10/05/2021	First Issue
07/10/2021	Updated report recipients in Annex 3 (italics)