



# CODE OF ETHICS OF METLAC GROUP

## ETHICAL PRINCIPLES



The companies in the METLAC Group have always pursued the primary objective of complying with the laws and regulations of Italy and the other countries in which they operate.

To preserve the value and integrity of the METLAC Group, all the companies base their activities on solid ethical principles and internal rules designed to consolidate the corporate ethical culture.

Therefore, METLAC GROUP has chosen to adopt a single Code of Ethics for all the companies belonging to it, in order to identify and make public to all recipients the rules of conduct that must be complied with and the ethical principles that METLAC GROUP is inspired by in carrying out its business.

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Pier Ugo Bocchio

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## PREAMBLE

In this Code of Ethics and general rules of conduct the term "METLAC GROUP" means METLAC S.p.A. and all its subsidiaries and, in particular: in addition to METLAC S.p.A., CE.RI.TEC. S.r.l., METINKS S.r.l., Metlac USA and Metlac International S.A., as well as all further subsidiaries, wherever they are located.

METLAC GROUP has deemed it essential to adopt a code of ethics (the "**Code of Ethics**") aimed at preventing the offences set out in Italian Legislative Decree No. 231 of 2001 (hereinafter "**Decree 231**").

The Code of Ethics of METLAC GROUP, drafted in accordance with the Guidelines for organisational, management and control drafted by Confindustria (in the version updated as at June 2021), defines the **basic ethical principles** that METLAC GROUP is inspired by in the pursuit of its objectives and interests, and the observance of which is considered essential for the proper conduct of business activities and to protect the reliability, reputation and image of METLAC GROUP.

Instead, the rules of conduct and the commitments to be respected by all those who, in various capacities, collaborate with METLAC GROUP are set out in the document "Protocol 231 - General Rules of Conduct", to which reference is made.

## RECIPIENTS

The Recipients of the METLAC GROUP Code of Ethics (both the General Principles Section and the Rules of Conduct Section) are:

- the managers and employees of each METLAC GROUP company (the "**Personnel**");
- the members of the Corporate Bodies (Directors and Statutory Auditors) of each company belonging to METLAC GROUP;
- the members of the Supervisory Board of METLAC GROUP companies (hereinafter referred to as the "**Supervisory Board**");
- all those who work - directly or indirectly - for METLAC GROUP, even if external, including but not limited to contractors, suppliers, subcontractors, consultants, business partners, agents, distributors, intermediaries and anyone operating in the name and on behalf of METLAC GROUP (the "**Third-Party Recipients**").

The Personnel, the Corporate Bodies, the members of the Supervisory Board and the Third-Party Recipients shall hereinafter be referred to as the "**Recipients**" if referred to collectively.

The Recipients are required to act in accordance with the prescriptions contained in the METLAC GROUP Code of Ethics at all times, to the extent of their competence. These rules supplement the conduct that every person is obliged to observe by virtue of legal and regulatory provisions.

**The observance by Personnel of the rules of the Code of Ethics must be considered an essential part of their contractual obligations pursuant to Article 2104 of the Italian Civil Code and the National Labour Collective Agreement for their category.**

Particular attention is demanded of the Department Heads, who are responsible for ensuring that the principles adopted are consistently applied and for maintaining a conduct that sets an example to employees and contractors.

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*The ethical principles listed below are considered fundamental by the companies in the METLAC Group, which undertakes to respect them at all times. The METLAC Group expects these rules of conduct to be respected by all Recipients and by the other internal and external parties that have relations with it.*

*In no case shall conduct that is unlawful, illegitimate or otherwise in violation of the METLAC GROUP Code of Ethics and, in general, of the Organisational, Management and Control Model adopted by the individual companies belonging to the group be justified or considered less serious if carried out in the interest or to the advantage of METLAC GROUP.*

#### 1. COMPLIANCE WITH LAWS AND REGULATIONS

Compliance with the laws and regulations in force in all the countries in which it operates is a fundamental principle for METLAC GROUP.

Consequently, the Recipients are required to know and observe, scrupulously and diligently, the laws and regulations in force in all the countries in which the company carries out its business. This commitment applies to everyone who works with the company. Under no circumstances may the purposes or interests of the company be pursued and/or achieved in violation of applicable laws and regulations.

Lack of knowledge of the laws and regulations does not exempt from any liability. METLAC GROUP shall not enter into or continue any relationship with anyone who does not intend to observe the above principles.

#### 2. INTEGRITY OF CONDUCT

METLAC GROUP requires the observance of the highest standards of individual and corporate integrity. METLAC GROUP strongly condemns any act of violence, pressure or threat aimed at pursuing behaviour contrary to current laws and regulations or to the Code of Ethics.

Therefore, the actions and conduct of the Recipients must always conform to the highest standards of individual and corporate integrity.

#### 3. HONESTY - LOYALTY AND FIDUCIARY DUTIES

The actions and conduct of the Recipients must always conform to the highest standards of honesty and loyalty. Recipients must be aware of the reach of their actions and conduct.

It is forbidden to pursue personal or corporate purposes or interests in violation of the principles of honesty and loyalty, of laws or regulations or in violation of the Code of Ethics.

#### 4. FAIRNESS

The actions and conduct of the Recipients must always conform to the highest *standards* of personal and corporate integrity.

Therefore, the Recipients are required to avoid situations in which conflicts of interest may arise and to refrain from taking personal advantage of business opportunities of which they may become aware in the course of their work.

#### 5. TRANSPARENCY

METLAC GROUP ensures and supervises that the conduct of business and the performance of company activities are carried out within a framework of transparency. Transparency is based on the truthfulness, accuracy, completeness and timeliness of documentation and information, both internal and external.

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METLAC GROUP is committed to providing complete, transparent, understandable and accurate information, also in order to enable interested parties to make autonomous decisions in full knowledge of the interests involved, the possible choices and the relevant consequences.

Recipients are required to strictly comply with the principle of transparency.

#### 6. PROTECTION OF INDIVIDUALS

METLAC GROUP condemns any activity that may involve the exploitation or enslavement of any individual with respect to fundamental human rights, and also recognises the primary importance of the protection of minors and the repression of any form of child labour (whether direct or indirect).

METLAC GROUP undertakes not to carry out any form of exploitation or reduction to a state of subjection of any individual and/or minors. METLAC GROUP is also committed to raising awareness of this among its suppliers.

#### 7. RESPECT FOR PERSONAL DIGNITY, IMPARTIALITY AND CONDEMNATION OF ALL DISCRIMINATION

METLAC GROUP regards respect for the dignity of individuals as essential and promotes its protection. Behaviour that jeopardises respect for dignity or fosters any form of discrimination based on age, gender, sexual orientation, state of health, economic conditions, race, nationality, political and trade-union opinions, religious beliefs and/or any other personal characteristic is prohibited, without any exception.

Consequently, METLAC GROUP condemns all possible acts of discrimination motivated by sexual orientation and/or gender identity, as well as all forms of racism and/or xenophobia and therefore the propagation of ideas based on racial or ethnic hatred, as well as any attempt to form any type of organisation, association, movement or group whose aims include incitement to discrimination or violence on racial, ethnic, national or religious grounds.

METLAC GROUP also condemns all forms of harassment in the workplace (even in the form of threats of harassment) including sexual harassment, thereby meaning repeated, unwanted and unacceptable behaviour and practices of a sexual nature such as invitations, questions, requests for sexual favours, verbal or physical conduct or gestures which may reasonably be perceived as offensive or humiliating.

METLAC GROUP also rejects any form of violence, whether physical, verbal or psychological.

#### 8. DEVELOPMENT OF HUMAN RESOURCES

METLAC GROUP recognises that human resources are of vital importance to its development. Therefore, it guarantees a working environment that facilitates the performance of tasks by its employees and develops the professional aptitudes of each one.

The working environment, inspired by respect, fairness and cooperation, must allow the involvement and empowerment of people with regard to the specific objectives to be achieved and the ways to pursue them.

The management of human resources is based on respect for the personality and professionalism of each person, guaranteeing their physical and moral integrity: Personnel must always behave with respect for the people with whom they come into contact on behalf of the METLAC Group, treating everyone equally and with dignity.

METLAC GROUP rejects all forms of forced labour or labour carried out by exploiting child labour, directly or indirectly, and does not tolerate violations of human rights, in strict compliance not only with Italian law but also with International Conventions and applicable laws and regulations.

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#### 9. RECRUITMENT OF FOREIGN WORKERS (THIRD-COUNTRY NATIONALS)

It is forbidden to employ foreign workers (third-country nationals) without a valid residence permit or whose residence permit has expired (without application for renewal), been revoked or cancelled. METLAC GROUP also condemns the transport of irregular foreigners into the territory of the State, as well as aiding and abetting the illegal stay of foreigners in the territory of the State.

#### 10. CONDEMNATION OF ALL FORMS OF WORKER EXPLOITATION

METLAC GROUP condemns all forms of illegal intermediation and exploitation of labour. In particular, it is forbidden to:

- recruit labour for the purpose of assigning them to work for third parties under exploitative conditions, taking advantage of the workers' state of need;
- use, recruit or employ labour, including through the intermediary activities described above, subjecting workers to exploitative conditions and taking advantage of their state of need.

#### 11. VERIFIABILITY OF ACTIONS, OPERATIONS AND TRANSACTIONS

In accordance with the principle of transparency, every action, operation and transaction of the METLAC Group shall be correctly and appropriately recorded, authorised, legitimate, correct, consistent, transparent and verifiable. In particular, for each action, operation and transaction it must be possible to verify the decision-making, authorisation and implementation processes.

For each operation and transaction, it is mandatory to prepare adequate documentary support to allow controls that attest to the characteristics and motivations of the operations and identify those who have authorised, performed, recorded, and verified an operation or transaction.

#### 12. ACCOUNTING AND FINANCIAL REPORTING MANAGEMENT

Full compliance with the law and full observance of the principles of transparency, truthfulness and fairness in the accounts and any other document setting out economic and financial information constitute essential values and criteria for the METLAC Group.

Personnel and contractors of METLAC GROUP who, for whatever reason, are involved in the preparation of financial statements or accounting and corporate documents must ensure the utmost cooperation, completeness and clarity of the information provided, as well as the accuracy of the data and processing.

Accounting entries must be accurately recorded in accordance with the law and generally accepted and applicable accounting principles, as well as in accordance with the company procedures drawn up to oversee accounting activities, the strict observance of which is required and imposed on all parties concerned. Under no circumstances may transactions be registered based on information that is inaccurate, incomplete or does not reflect the nature of the underlying transaction.

Personnel and all those involved in the management of accounts and documentation containing economic, asset and financial data must allow controls to be carried out on the documents and information in their possession, ensuring free access to such data for auditors and other control personnel.

#### 13. OPTIMISATION OF THE INVESTMENT IN METLAC GROUP

METLAC GROUP endeavours to ensure that its economic/financial results are such as to safeguard and increase the value of its capital, in order to adequately remunerate the risk assumed by its shareholders.

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METLAC GROUP also creates the conditions for the informed participation of shareholders in decisions within their sphere of responsibility: to this end, it promotes equality of information and also protects the general interest of the shareholders as a whole from actions brought by individuals to make their own interests prevail.

**14. PROCESSING OF STAKEHOLDER INFORMATION**

Information on stakeholders is processed by METLAC GROUP so as to ensure confidentiality and comply with the applicable laws and regulations. To this end, METLAC GROUP:

- a. has defined a system for handling information that ensures the proper separation of roles and responsibilities;
- b. has classified information by increasing levels of criticality and takes appropriate countermeasures at each stage of processing;
- c. subjects third parties involved in the processing of information to confidentiality agreements.

**15. PROTECTION OF INDUSTRY AND TRADE, COMPETITION AND THE FREE MARKET**

METLAC GROUP believes in free and fair competition and transparency and bases its activities on respect for the rules of fair competition, which it considers fundamental for the development of the market and for achieving competitive results that reward expertise, experience and efficiency, refraining from collusive and predatory behaviour and abuse of a dominant position.

Therefore, METLAC GROUP is committed to manufacturing and supplying quality products and to competing in the marketplace according to principles of fair and free competition, transparency and fairness, maintaining fair relationships with public, governmental and administrative institutions, citizens and third-party companies, in accordance with applicable laws and regulations.

Any action aimed at altering or disturbing fair competition is contrary to METLAC GROUP company policy and is expressly forbidden. Therefore, the Recipients and all subjects who, in various capacities, operate with METLAC GROUP, shall not participate in agreements that are contrary to the rules governing free competition between companies.

**16. PROTECTION OF INDUSTRIAL AND INTELLECTUAL PROPERTY RIGHTS**

METLAC GROUP firmly believes in the protection of industrial and intellectual property rights.

It is forbidden to:

- counterfeit or alter trade marks, distinctive signs, patents, models and designs, whether national or foreign, as well as make use of counterfeited or altered trade marks, distinctive signs, patents, models and designs;
- introduce into the territory of the Italian Republic, sell, offer for sale or put into circulation industrial products with counterfeit or altered trademarks or other distinctive signs;
- manufacture and market, industrially use objects and goods made by usurping industrial property rights or in violation of such rights, as well as hold for sale, put on sale or put into circulation the aforementioned goods.

Recipients are required to comply with the laws on patents, copyrights, trademarks, trade secrets, etc. and on the protection of intellectual property rights. The software protected by copyright and used by Recipients for METLAC GROUP business may not be reproduced, except for any copies made for the purpose of back-up, nor may it be reproduced for personal use. It is prohibited to use unauthorised software on computers owned by METLAC GROUP.

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17. RELATIONS WITH THIRD PARTIES IN GENERAL

In accordance with the fundamental principle of respect for the laws and regulations of the countries in which it operates, METLAC GROUP actively endeavours to ensure that those who work, in various capacities, for METLAC GROUP act:

- with professional propriety in compliance with the laws in force in all countries in which METLAC GROUP operates, the principles of integrity of conduct, transparency, verifiability, consistency and appropriateness;
in compliance with the organisational and management rules and procedures adopted by METLAC GROUP, in particular those expressly provided for the prevention of offences.

It is in any case prohibited to perform or omit acts in breach of the obligations inherent in one's position as a result of private persons giving or promising to give benefits.

18. RELATIONS WITH THE PUBLIC AUTHORITIES

For the purposes of the Code of Ethics, "Public Authorities" means any agency, authority, body or entity entrusted with the care of public interests<sup>1</sup>.

By way of further exemplification, it should be noted that "Public Authorities" also means any private body that performs a public function for the protection of general interests, any governmental body (Italian and foreign), any independent administrative agency (Italian and foreign), any body of the European Union, as well as the representatives, managers, officers and employees of such bodies and all persons who can be classified as "public officials" or "persons in charge of a public service".

Relations with any public agency, whether Italian or foreign, must be conducted in compliance with laws and regulations and in accordance with the principles of ethics, fairness, transparency, professionalism and verifiability and with the provisions of the 231 Code of Ethics.

19. FIGHTING CORRUPTION

METLAC GROUP condemns any corruption phenomenon (whether with respect to the Public Authorities or private parties), extortion or conflict of interest. Corrupt practices, illegitimate favours, collusive behaviour, solicitation, directly and/or through third parties, of personal and career advantages for oneself or others, are prohibited without any exception.

In particular, the following are expressly prohibited:

- seeking and establishing favourable personal relationships, improper influence and undue interference capable of directly or indirectly influencing the decisions of a counterparty (including the Public Authorities) and/or the performance of a proper relationship;
any conduct aimed at generating any employment opportunity or other form of collaboration and/or commercial opportunities and any other activity that may personally benefit a Public Authorities representative both in Italy and abroad;
offers or promises of money or goods or other benefits (in any form or manner) to representatives, managers, officials or employees of METLAC GROUP's interlocutors, including Public Authorities, or

<sup>1</sup> Including, by way of example:

- a) public institutions, whether central or peripheral, EU or international, understood as organisational structures whose task is to pursue, by judicial tools, the interests of the community, including supervisory and independent authorities;
b) public officials who, regardless of a relationship of dependence on the State or another public body, exercise a legislative, administrative or judicial public function;
c) persons entrusted with public services or public functions that perform activities in the public interest, including private partners who are concessionaires of a public service.

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to their relatives, whether Italian or from other countries, even indirectly and/or through intermediaries, unless they are gifts or goods or other benefits of modest value and are of an appropriate nature, conforming to the customs in force in that particular regulatory and social context and with applicable laws, and provided that such gifts, goods or other benefits cannot be understood or interpreted as being aimed at seeking favours;

- accepting for oneself or others of offers or promises of money or goods or other benefits to promote or favour the interests of third parties in dealings with METLAC GROUP;
- offering or accepting any object, service, performance or favour of value in order to obtain or grant more favourable treatment in connection with any relationship with METLAC GROUP's interlocutors, including Public Authorities;
- actions aimed at soliciting or obtaining from METLAC GROUP's interlocutors, including Public Authorities, confidential information beyond what is permitted by law.

## 20. RELATIONS WITH CUSTOMERS, PRINCIPALS AND SUPPLIERS

METLAC GROUP bases its business on the criterion of quality, essentially understood as the objective of full customer satisfaction.

In relations with clients and principals, as well as in relations with suppliers, METLAC GROUP ensures fairness and clarity in commercial negotiations and in the assumption of contractual obligations, as well as the faithful and diligent fulfilment of contracts.

Therefore, **all contacts and communications with clients and principals** must be clear and simple, in compliance with the principles of ethics, correctness, transparency, professionalism and verifiability; they must also comply with the law and be complete in such a way as to ensure a correct decision on the part of the client or customer, with express prohibition of the use of elusive or otherwise unfair practices.

METLAC GROUP resorts to litigation only when its legitimate claims do not find due satisfaction with an interlocutor.

In the event that METLAC GROUP is represented by a third-party in relations with principals, including Public Authorities, such consultant and its personnel shall comply with the principles and prohibitions contained in the Code of Ethics, and the same prescriptions valid for Personnel shall apply to them. Under no circumstances may METLAC GROUP be represented in dealings with clients by a consultant or third-party when a conflict-of-interest situation may arise. In relations with clients and principals, METLAC GROUP undertakes to put in place systems to prevent reticent conduct, or the performance of acts in violation of the obligations inherent to one's position following the giving or promising of benefits, the criminal relevance of which continues to depend on the causation of the event constituted by the procured harm to the company. It is in any case prohibited to perform or omit acts in breach of the obligations inherent in one's position as a result of private persons giving or promising to give benefits.

Relationships with suppliers shall be conducted in accordance with laws and regulations and in compliance with the principles of ethics, fairness, transparency, professionalism and verifiability and with the provisions of the Code of Ethics, as well as in accordance with the provisions of the METLAC GROUP "Supplier Code of Conduct" document. Supplier relationships are constantly and carefully monitored by METLAC GROUP. Suppliers must operate in accordance with applicable laws and regulations, as well as with the Code of Ethics.

Therefore, METLAC GROUP undertakes to seek out and select suppliers with appropriate professionalism and willing to share the fundamental ethical principles of METLAC GROUP, and to undertake the corresponding commitments.

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The selection of suppliers and the determination of contractual conditions must be based on objective assessments (relating to quality, price of the good or service, efficiency of delivery or other essential criteria in the choice of supplier).

In relations with suppliers, METLAC GROUP undertakes to put in place systems to prevent reticent conduct, or the performance of acts in violation of the obligations inherent to one's position following the giving or promising of benefits, the criminal relevance of which continues to depend on the causation of the event constituted by the procured harm to the company.

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**It is in any case prohibited to perform or omit acts in breach of the obligations inherent in one's position as a result of private persons giving or promising to give benefits.**

In addition, **any gift, financial advantage or other benefit:**

- must not consist of cash payments
- must be made in connection with legitimate business purposes and in good faith
- must not be motivated by the desire or need to exert undue influence, nor must it be motivated by the expectation of reciprocity
- must be reasonable under the circumstances, of moderate value and consistent with the current customs in that particular regulatory and social context and with the applicable laws, and as long as such gifts, advantages or other benefits cannot be understood or interpreted otherwise

#### **21. RELATIONS WITH ASSOCIATIONS, TRADE UNIONS AND POLITICAL PARTIES**

METLAC GROUP does not provide funding, contributions, advantages or other benefits, direct or indirect, to political parties, individual candidates, movements, committees, associations, organisations and Public Authorities or trade union organisations, nor to their representatives, either in Italy or abroad, except in compliance with applicable regulations and in full transparency and observance of applicable internal company procedures.

METLAC GROUP condemns any form of pressure, whether direct or indirect, from political figures, including any recommendations aimed at entering into consultancy or employment contracts.

#### **22. SPONSORSHIPS**

Sponsorships of events, meetings and similar initiatives promoted by Public Authorities may only be carried out in compliance with current laws and regulations and with the principles of fairness, propriety, transparency and verifiability, in accordance with the ethical principles and procedures adopted by METLAC GROUP and, in any case, on condition that they cannot be understood or interpreted, in any way, as a search for favours and/or do not constitute prohibited conduct under the Code of Ethics. The same principles apply to any purchases and initiatives for charitable purposes, in whatever form implemented.

All the aforementioned rules of conduct concerning relations with members of Public Authorities must also be observed with reference to members of EU bodies and officials of the EU and foreign States and, in general, foreign government interlocutors.

#### **23. GRANTS AND SUBSIDIES**

Grants, subsidies or financing obtained from the State, other public bodies or the EU must be used exclusively for the purposes and in the manner for which they were granted.

It is forbidden to use the aforementioned grants for other purposes or in other ways; it is also forbidden to use or present false declarations or documents or ones certifying untrue facts, as well as to

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omit due information or engage in artifice or deception in order to obtain contributions, subsidies, financing, facilities, grants or to obtain any unjust profit to the detriment of the State or Public Entities.

All facts represented, statements made and documents submitted in support of the application for the above-mentioned grants must be correct, truthful, accurate and complete.

#### 24. ENVIRONMENTAL PROTECTION

The environment is a primary asset that METLAC GROUP is committed to safeguarding, carrying out its activities by observing current laws and regulations and monitoring the environmental and landscape impact of its business in order to prevent and reduce environmental risks.

METLAC GROUP **condemns** any unauthorised waste management. Waste management (including waste collection, transport, recovery, disposal, trading and brokering operations) must be carried out in strict compliance with the law, with the prescribed authorisations and through authorised companies. METLAC GROUP condemns the illegal trafficking of waste in any form, promoting the strict observance of the law also in relation to the obligations of communication, record keeping, forms, certificates, waste classification and documentation in general.

METLAC GROUP also **condemns**:

- the abandonment and uncontrolled deposit of waste;
- water pollution, including the indiscriminate discharge of industrial waste water in violation of applicable laws and regulations, as well as the violation of discharge prohibitions;
- pollution of soil, subsoil, surface water and groundwater and violation of site remediation regulations;
- air pollution in all its forms;
- the killing, destruction, capture, taking or keeping of specimens of protected wild animal or plant species, even if it concerns a negligible quantity of such specimens and has a minor impact on the conservation status of the species.

METLAC GROUP **promotes**:

- air quality, condemning emissions exceeding the limits, as well as any violation of the requirements, including regulatory ones, applicable from time to time;
- the conservation of habitats within protected sites, condemning the destruction or deterioration of such habitats;
- protection of animal and plant species.

METLAC GROUP is committed to disseminating and enforcing the principles and actions of the METLAC GROUP environmental policy also to METLAC GROUP suppliers/contractors.

#### 25. PROTECTION OF HEALTH AND SAFETY IN THE WORKPLACE

METLAC GROUP recognises the primary importance of the protection of health and safety in the workplace for its own development, therefore it guarantees a safe working environment that facilitates the performance of work, implementing and respecting the requirements dictated by current laws and regulations.

In particular, METLAC GROUP conducts its business in accordance with the following principles and criteria:

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- striving to avoid dangers, combating and eliminating risks at source and correctly assessing residual risks, taking into account the degree of technical evolution, replacing what is dangerous with what is not dangerous or is less dangerous, planning prevention consistently with the above;
- adapting working conditions to human beings, avoiding the risks of work-related stress (due to monotony, repetitiveness of work, etc.) and reducing the effects of working conditions on health;
- informing, training and instructing workers and giving them adequate instructions;
- taking into account the degree of technical evolution;
- giving collective protection measures priority over individual protection measures;
- requiring compliance by all employees with the rules, procedures and policies adopted by METLAC GROUP.

METLAC GROUP is committed to disseminating and consolidating a safety culture among all its employees, developing risk awareness and promoting responsible behaviour by all employees, including by means of appropriate instructions.

## 26. PERSONAL DATA PROTECTION

METLAC GROUP collects and processes personal data of its interlocutors, both natural and legal persons. Such data consist of any information that can be used to identify an individual, directly or indirectly, and may include sensitive data, such as data revealing racial or ethnic origin, political orientation, health or sexual orientation.

METLAC GROUP undertakes to process such data within the limits of and in accordance with the provisions of current legislation on privacy, with specific reference to EU Regulation 2016/679 and Legislative Decree No. 101/2018.

Personnel who, in the course of their work, have to process data, including sensitive data, must always proceed in compliance with the aforementioned regulations and with the operating instructions issued in this regard by METLAC GROUP, also with regard to the flow of data, their use and their (direct and/or indirect) storage. All data must be processed in accordance with the purposes for which they were conferred, ensuring an adequate level of security.

**The unlawful processing of data is prohibited.** All communications and declarations made by the company, including to the Data Protection Authority, shall be accurate and truthful and in accordance with EU Regulation 2016/679 and Legislative Decree No. 101/2018.

## 27. INFORMATION SECURITY

The use of IT and telecom resources represents an essential tool for the correct and competitive operations of the company, ensuring the speed, breadth and accuracy of the information flows necessary for the efficient management and control of company business.

METLAC GROUP Personnel and collaborators are required to use the computer and telecom resources available to them, in compliance with current legislation and company procedures, including the **Regulation for the use of Metlac S.p.A** computer devices, which came into force on 01/07/2021.

METLAC GROUP reiterates its condemnation of the use of IT networks for the use and exchange of pornographic material (especially when produced through the sexual exploitation of minors) by Personnel and, in general, for illicit purposes.

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It is forbidden for Recipients to illegally break into IT or telecom systems; destroy, deteriorate, delete or alter, in any way, the operation of IT or telecom systems, intervening without right in any way on data, information or programs contained in the IT or telecom system producing false computer documents having evidentiary effectiveness; installing equipment designed to intercept, impede or interrupt communications on an IT or telecom system or between IT and telecom systems; unlawfully removing, reproducing, disseminating and handing over codes, passwords or other means of access to an IT or telecom system.

#### **28. FORGERY OF NOTES, CREDIT TITLES, REVENUE STAMPS AND INSTRUMENTS OR IDENTIFYING MARKS**

It is prohibited to counterfeit, possess, spend or otherwise put into circulation counterfeit or altered banknotes, coins, credit titles, revenue stamps and identification instruments and signs.

#### **29. CONDEMNATION OF ALL FORMS OF MONEY LAUNDERING, SELF-LAUNDERING AND RECEIVING STOLEN GOODS**

METLAC GROUP promotes maximum transparency in commercial and financial transactions and condemns any form of money laundering and use of money, goods or benefits of illicit origin, both nationally and internationally. It is expressly forbidden to engage in any conduct that may constitute or be connected with the aforementioned activities, including but not limited to:

- acquiring, receiving or concealing money or objects deriving from any offence or otherwise being involved with their acquisition, receipt or concealment
- replacing or transferring money, goods or other benefits resulting from offences or engaging in conduct designed to conceal their provenance
- using money, goods or other benefits derived from offences

#### **30. CONDEMNATION OF ALL FORMS OF CRIMINAL SYNDICATES**

METLAC GROUP condemns any form of criminal syndicates, both nationally and internationally, and undertakes not to establish any relationship with individuals involved in criminal syndicates or to finance or facilitate their activities.

It is expressly forbidden to engage in any conduct that may constitute or be connected to forms of criminal conspiracy, criminal syndicates, mafia-type associations, associations aimed at tobacco smuggling or illegal trafficking in narcotic or psychotropic substances, as well as illegal immigration, both nationally and internationally.

It is also expressly prohibited to set up any form of criminal syndicate with the aim of trafficking in organs removed from living persons.

#### **31. PROTECTING THE DEMOCRATIC ORDER**

METLAC GROUP condemns any form of activity with the purpose of terrorism or subversion of the democratic order and the principles of free political determination, undertaking not to establish any relationship with parties involved in terrorist activities and not to finance or facilitate their activities. It is expressly forbidden to engage in any conduct that may constitute or be connected with terrorist activities or subversion of the democratic order of the State.

#### **32. PROTECTING RELATIONS WITH THE JUDICIAL AUTHORITIES**

METLAC GROUP condemns all forms of inducement not to make statements or to make false statements to the judicial authorities, as well as all forms of personal aiding and abetting, both nationally

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and internationally. It is expressly forbidden to engage in any conduct that may constitute or be connected with the aforementioned activities.

### 33. PROTECTION OF SPORTING COMPETITIONS AND CONDEMNATION OF UNLAWFUL GAMING OR BETTING AND GAMBLING BY MEANS OF PROHIBITED DEVICES

METLAC GROUP is committed to protecting sporting competitions and, consequently, condemns any form of offer or promise of money or other benefits or advantages to any of the participants in a sporting competition organised by the federations recognised by CONI, UNIRE or other state-recognised sporting bodies and their member associations, aimed at achieving a result other than that resulting from the fair conduct of the competition, or any other fraudulent act aimed at the same end.

METLAC GROUP, moreover, **condemns** the illegal organisation of:

- lottery or betting or wagering contests which the law reserves to the State or other concessionary bodies;
- bets or betting contests on sporting activities run by CONI, its dependent organisations or UNIRE;
- public betting on other competitions of persons or animals and games of skill.

### 34. PROTECTION OF CULTURAL HERITAGE

METLAC GROUP respects and undertakes to ensure, to the extent of its competence, the protection of cultural and landscape heritage and **condemns**:

- any form of misappropriation and/or sale thereof, for whatever purpose and/or reason;
- the importing of cultural heritage assets originating from crime or found as a result of searches carried out without authorisation, where this is provided for by State law;
- the transfer abroad - without a certificate - of cultural heritage assets, objects of artistic, historical, archaeological, ethno-anthropological, bibliographic, documentary or archival interest or other objects subject to specific protection provisions under the law on cultural heritage assets;
- any form of alteration, destruction or concealment of contracts in relation to cultural heritage assets, in order to make their origin appear lawful;
- the destruction, dispersal, deterioration or any other action aimed at rendering wholly or partially unusable cultural or landscape heritage assets belonging to oneself or others;
- all forms of counterfeiting of works of art;
- any form of recycling of cultural heritage assets;
- any form of devastation and looting of cultural and landscape assets or cultural institutes and places.

### 35. WHISTLEBLOWER PROTECTION

METLAC GROUP undertakes to guarantee, to the extent permitted by law and in accordance with the Whistleblowing Policy - which is an integral part of the Organisational, Management and Control Model in accordance with Decree 231 - the confidentiality of the identity of persons who report, publicly disclose or denounce to the judicial or accounting authorities violations of national or European Union regulations that harm the public interest or the integrity of METLAC GROUP, as well as violations of the Organisational, Management and Control Model, and also undertakes to protect Whistleblowers from any acts of retaliation or discrimination as a result of reports made in good faith, condemning and sanctioning any conduct in conflict with the above principles.

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In particular, METLAC GROUP, in accordance with Legislative Decree No. 24/2023 and in accordance with the provisions of the Whistleblowing Policy, has put in place the necessary measures to protect Whistleblowers and connected persons from any kind of retaliation, including but not limited to: (i) dismissal, suspension or equivalent measures; (ii) change of duties; (iii) non-renewal or early termination of a fixed-term employment contract; (iv) discrimination or otherwise unfavourable treatment; and (v) early termination or cancellation of a contract for the supply of goods or services.

Moreover, as set out in the Whistleblowing Policy, the processing of personal data in the management of the internal reporting channel and of the reports received must be carried out in accordance with the provisions of the Whistleblowing Decree, the GDPR and the Privacy Code.

At the same time, Whistleblowers are prohibited from making unfounded and untrue reports with malice or gross negligence.

#### **FOR THE EFFECTIVE IMPLEMENTATION OF THE CODE OF ETHICS, METLAC GROUP UNDERTAKES TO:**

##### **A. DISSEMINATE AND COMMUNICATE THE CONTENTS OF THE CODE OF ETHICS**

METLAC GROUP undertakes to disseminate and communicate the Code of Ethics, using all available means of communication and opportunities, such as, for example, delivery of the Code of Ethics to members of the Corporate Bodies and Personnel, posting the Code of Ethics on the company notice board and making it available to the Recipients, as well as publishing it on the company website.

##### **B. RAISE AWARENESS AMONG AND TRAIN THE RECIPIENTS OF THE CODE OF ETHICS**

In order to ensure the correct understanding of the Code of Ethics, METLAC GROUP prepares and implements, also based on the indications of the Supervisory Body, a training and awareness-raising plan aimed at promoting the knowledge of the principles and ethical standards.

The training initiatives are differentiated, depending on the role and responsibility of the persons; a special training programme on the contents of the Code of Ethics is planned for new employees.

The Supervisory Board is available for any explanations and clarifications concerning the Code of Ethics.

##### **C. ENSURE, WITH THE SUPERVISORY BOARD'S HELP, THAT THE COMPANY'S BUSINESS IS CARRIED OUT IN COMPLIANCE WITH THE ETHICAL PRINCIPLES CONTAINED IN THE CODE OF ETHICS**

In accordance with current regulations and with a view to planning company activities to ensure efficiency, fairness, transparency and quality, METLAC GROUP adopts organisational and management measures that are suitable for preventing unlawful behaviour or behaviour that, in any case, is contrary to the Code of Ethics on the part of anyone acting for METLAC GROUP.

To this end, METLAC GROUP adopts a system of delegation of powers and functions that provides, in explicit and specific terms, for the assignment of tasks to persons with suitable skills and expertise.

The application of the Code of Ethics is the responsibility of METLAC GROUP, which is assisted by the Supervisory Body, set up *ad hoc* in accordance with Decree 231, and which is entrusted with the tasks of:

- ensuring that the Code of Ethics 231 is observed and disseminated to all Recipients;
- verifying all reports of violations of the Code of Ethics and informing the competent company bodies/departments of the results of the audits, for the application of any subsequent penalties;

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- proposing changes to the content of the Code of Ethics in order to adapt it to the changing context in which METLAC GROUP operates, as well as to the needs arising from METLAC GROUP's development.

**D. ENCOURAGE REPORTING UNDER LEGISLATIVE DECREE NO. 24/2023**

The Recipients of the Code are also reminded that, in the event of knowledge or well-founded suspicion of **unlawful conduct falling within the scope of Legislative Decree 24/2023**, it is possible to make a report in accordance with the provisions of METLAC GROUP's *Whistleblowing Policy*.

**E. APPLY THE DISCIPLINARY PENALTIES OUTLINED IN THE GENERAL SECTION OF THE ORGANISATIONAL, MANAGEMENT AND CONTROL MODEL**

Failure to comply with the provisions of the Code of Ethics or untrue and unsubstantiated reports made with malice or gross negligence damage the fiduciary relationship established with METLAC GROUP and constitute a conduct sanctionable under the Disciplinary System adopted by METLAC GROUP pursuant to the Organisational, Management and Control Model.

In particular, any breach of the rules of the Code of Ethics by Personnel or untrue and unfounded reports made with malice or gross negligence may constitute a breach of the primary obligations of the employment relationship or a disciplinary offence, with all the consequences provided for by law. Disciplinary measures, in compliance with the penalties provided for by the applicable National Collective Labour Agreement and in accordance with Article 7 of the Italian Workers' Statute, range from a verbal warning to a written warning, a fine, suspension from work and pay and, in the most serious cases, dismissal for just cause, without prejudice to any further remedies provided for by the applicable labour contract.

METLAC GROUP has adopted an adequate Disciplinary System for non-compliance with the Code of Ethics and, in general, the Organisational and Management Model in accordance with the provisions of Decree 231.

Violations of the Code of Ethics will be dealt with by METLAC GROUP in accordance with the Disciplinary System.

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