



Suppliers Code of Conduct

Contents

1.	Preamble.....	3
2.	Overview.....	4
2.1	Implementation.....	4
2.2	Compliance.....	4
2.3	Subcontractors.....	6
2.4	Non-compliance.....	6
2.5	Fiduciary duties.....	6
2.6	Whistleblowing Procedure.....	6
3.	Environment.....	7
3.1	Environmental management.....	7
3.2	Energy consumption.....	8
3.3	Use of water.....	8
3.4	Biodiversity.....	8
3.5	Recycling and waste management.....	8
3.6	Environmental information.....	8
3.7	Continuous improvement.....	8
3.8	Responsible product management.....	9
3.9	Social responsibility in the value chain.....	9
3.10	Conflict minerals (contained in supplied raw materials).....	9
4.	Social.....	9
4.1	Human rights.....	9
4.2	Discrimination, Harassment and Diversity, Equality, Inclusion.....	9
4.3	Child and forced labour, enslavement.....	10
4.4	Right to collective bargaining.....	10

1	04/01/2024	First issue
Version	Date	Reason for modification



4.5	Fair remuneration	10
4.6	Local community.....	10
4.7	Health and safety.....	10
4.8	Life-saving rules.....	10
5.	Governance.....	10
5.1	Business integrity.....	11
5.2	Laws and regulations	11
5.3	Prohibition of bribery and corruption.....	11
5.4	Competition.....	11
5.5	Trade restrictions.....	12
5.6	Hospitality and gifts.....	12
5.7	Conflict of interest.....	12
5.8	Confidentiality and intellectual property.....	12
5.9	Company resources.....	12
5.10	Data protection.....	13
5.11	Information security.....	13
5.12	Fraud Prevention and Transparent Accounting.....	13
5.13	Ongoing concern.....	13
6.	Signing.....	14



1. Preamble

METLAC Group is one of the world's leading players in the production of varnishes and inks for the coating of metal food and beverage packaging, whose mission is to develop "free by design" products according to the principles of reducing environmental and social impacts and improving economic performance. In particular, the company intends to make a significant contribution to the circular economy with its paint products.

Metlac Group's value system is based on the principles of sustainable development according to ESG criteria, which guide all its actions; based on these principles, this Code of Conduct for Suppliers of goods and services has been defined as a useful tool to inform and formalise the requirements on human rights, ethics, labour, environment, health and safety and business integrity that apply to all suppliers, contractors, direct and indirect subcontractors and their subsidiaries, hereinafter referred to as "Suppliers", and is based on the ethical principles set out in the *Code of Ethics* and the rules of conduct of the *Protocol 231 General Rules of Conduct*, documents forming part of the Organisational and Management Model pursuant to Legislative Decree No. 231/2001.

Through dialogue with Suppliers, information and, if necessary, training, METLAC Group aspires to achieve an adequate implementation of the Code of Conduct. To this end, Suppliers are required to fully endorse and sign this Code of Conduct through their duly authorised representative.

This document will be reviewed periodically to ensure alignment with the Sustainable Development objectives adopted by METLAC Group, and Suppliers will be requested to subscribe to the latest version in force. Non-compliance with the terms stipulated in this Code may result in the termination of the relationship between METLAC Group and the Supplier. METLAC Group firmly believes that this approach will lead to the ongoing strengthening of its activities, which are based on certain fundamental pillars set out in its business model (available at <https://www.metlac.com/politica-della-sostenibilita/>), and consequently generate value for its supply chain.

For specific requests and further information, please refer to the following e-mail address: sustainability@metlac.com

We thank you for your cooperation.



2. Overview

2.1 Implementation

METLAC Group Suppliers shall ensure sustainable and ethical business practices through policies, objectives, management systems and processes that reflect the impacts and opportunities of the organisation.

Furthermore, they must strive for continuous improvement of their sustainability performance by complying with applicable laws, rules and regulations, (including environmental, social and governance - ESG - standards), as laid down in international conventions, as well as the standards described in this Code of Conduct.

2.2 Compliance

Through dialogue with Suppliers, METLAC Group intends to improve company performance and identify the distinctive competencies of its Suppliers, with which to contribute to the development and protection of the Planet and People.

METLAC Group periodically assesses the risks associated with supplies; for this purpose, it submits this Code to its Suppliers so that they may read it, understand its content and meaning, its impact on the business, and fully accept its terms. Upon completion of this process, the Supplier receives an invitation to register on CRIF's Synesgy web platform to fill out the ESG questionnaire, a tool for analysing the degree of adherence to ESG parameters according to CRIF's evaluation grid. METLAC Group has chosen this tool after careful evaluation, although it is aware that there are several platforms; therefore, it may decide to accept any Supplier rating issued by other platforms, as long as they are considered equivalent from an ESG perspective.

METLAC Group expects its Suppliers to use a proactive approach in adopting and maintaining the standards set out in this Code, including the collection and evaluation of adequate and timely information, the setting of relevant and measurable objectives and targets, and the regular monitoring and verification of progress. It also expects Suppliers to develop control mechanisms in line with the size and complexity of their business. As a minimum standard we require:

- Conducting business in a responsible manner by complying with the requirements set out in this Code;
- Compliance with the relevant laws and regulations, in particular the national laws in force in Italy and the laws of the European Union and other countries in which the Supplier operates;
- Adopting a continuous improvement approach to processes.



Quality System - Health - Safety - Environment
Suppliers Code of Conduct
Version 1 of 04/01/2024



2.3 Subcontractors

Suppliers shall ensure that any person involved in the execution of work for METLAC Group is informed of the regulations contained in this Code and acts in accordance with them.

2.4 Non-compliance

In accordance with the provisions of the contracts stipulated with Suppliers, METLAC Group reserves the right to terminate any agreement with a Supplier who cannot demonstrate compliance with this Code. In addition, METLAC Group reserves the right to conduct audits or evaluations to ensure the Supplier's compliance and to take appropriate measures in the event of any non-compliance.

2.5 Fiduciary duties

Failure to comply with the provisions of this Code or the commission, even in the form of an attempt, of offences with particular regard to the predicate offences included in Legislative Decree No. 231/2001 undermines the fiduciary relationship established with METLAC Group and creates the prerequisite for the application of penalties in accordance with the provisions of the contracts signed with Suppliers, which regulate the penalties applicable in the event of non-compliance with the provisions of this Code or the commission of offences, even only attempted. By way of example, according to the Disciplinary System adopted by Metlac in accordance with the Organisational, Management and Control Model under Legislative Decree No. 231/2001, as well as according to contractual clauses, a contract may be terminated or withdrawn from by METLAC Group in the most serious cases, or penalties may be applied for minor violations.

2.6 Whistleblowing Procedure

METLAC Group provides its Suppliers and stakeholders with a tool that allows the confidential reporting of offences, frauds, criticalities or violations of this Code, of the Organisation and Management Model in accordance with Legislative Decree No. 231/2001 and the other types of violations provided for in Legislative Decree No. 24/2023.

Suppliers or employees of Suppliers wishing to make a report are invited to use the platform set up for this purpose, accessible from the company website (<https://www.metlac.com/>).

It should be noted that reports may relate to:

- i. Breaches of national law; this category includes criminal, civil, administrative or accounting offences other than those specifically identified as breaches of EU law, as defined below;
- ii. Breaches of EU law, namely offences committed in violation of EU law, in particular offences related to the following areas: public contracts; services, products and financial markets and prevention of money laundering and terrorist financing; product safety and compliance;

transport safety; environmental protection; radiation protection and nuclear safety; food and feed safety and animal health and welfare; public health; consumer protection; privacy and personal data protection; and network and information system security;

iii. the predicate offences for the application of Legislative Decree No. 231/2001 and violations of the organisation and management models provided for in the aforementioned Legislative Decree 231/2001, which are not attributable to breaches of EU law as defined below;

iv. any unlawful conduct relevant under Legislative Decree 231/2001 and based on precise and concordant factual elements;

of which the Supplier has become directly aware by reason of the relationship with Metlac and those that have been acquired on the occasion of and/or due to the performance of services in favour of Metlac, even just by chance.

3. Environment

3.1 Environmental management

METLAC Group Suppliers shall comply with the relevant environmental laws and regulations. METLAC Group expects its Suppliers to measure and monitor relevant environmental information, to maintain a reduced level of environmental impacts and to pursue the achievement of defined targets, e.g. CO2 emission reduction plans with reference to ESG targets and the UN 2030 Agenda.

Continuous environmental improvements must be demonstrable through the monitoring of representative indicators, setting clear targets and improvement plans. For example, consider among the relevant targets the reductions in:

- use of raw materials from fossil sources;
- energy consumption;
- greenhouse gas (GHG) emissions;
- use of water;
- water discharges;
- noise pollution;
- generation of waste;
- dependence on natural resources;
- use of hazardous substances.

It should be noted that, in the absence of such evidence, the presence of ISO 14001 or comparable certification is considered acceptable.



3.2 Energy consumption

METLAC Group encourages its Suppliers to move away from non-renewable energy sources where possible and if economically viable. At the same time, energy-saving initiatives are highly appreciated where applicable. METLAC Group expects Suppliers to develop short-, medium- and long-term greenhouse gas emission reduction plans, and to publish and preferably validate the related indicators by accredited third-party bodies.

3.3 Use of water

METLAC Group encourages Suppliers to use water responsibly, adopting sustainable water practices and implementing consumption reduction initiatives where applicable.

3.4 Biodiversity

METLAC Group encourages its Suppliers to conserve biodiversity and to take actions, where possible, to understand, assess and respond more effectively to biodiversity-related risks in order to improve its resilience.

3.5 Recycling and waste management

The collection and disposal of waste must be handled by authorised, structured environmental service providers with appropriate procedures for the handling, storage, transport, use and disposal of waste in accordance with applicable legislation.

3.6 Environmental information

METLAC Group Suppliers shall provide METLAC Group and its stakeholders with clear information on the environmental and safety aspects of their products and production processes.

3.7 Continuous improvement

Suppliers must constantly evaluate and improve their products, working methods, production and services, ensuring that these changes take place in a controlled manner and are accepted by their customers and stakeholders.



3.8 Responsible product management

With a view to responsible product management, Suppliers must identify the environmental risks and impacts related to their products, production, distribution, transport as well as the entire life cycle of products, and seek feasible solutions to reduce their magnitude. They must therefore share with METLAC Group and their stakeholders the knowledge they have gained, as well as the skills and relevant experience they have acquired.

3.9 Social responsibility in the value chain

METLAC Group requires its Suppliers to manage their supply chain responsibly, taking care to identify and mitigate potential social, ethical and environmental risks. METLAC Group requires that each of its Suppliers conducts an adequate risk assessment of the supply chain and implements, where applicable, appropriate controls.

3.10 Conflict minerals (contained in supplied raw materials)

METLAC Group requires its Suppliers to comply with EU Regulation 2017/821 on conflict minerals and Section 1502 on conflict minerals of the Dodd-Frank Wall Street Reform and Consumer Protection Act.

4. Social

4.1 Human rights

METLAC Group expects its Suppliers to respect the Universal Declaration of Human Rights and to commit to respecting the rights of individuals within their organisation and throughout the supply chain. The Supplier shall treat workers with dignity and respect and shall not subject them to degrading working conditions.

4.2 Discrimination, Harassment and Diversity, Equality, Inclusion

METLAC Group expects that harassment, including sexual harassment, threats of harassment, physical and mental violence, and any form of discrimination or retaliation on the basis of race, ethnicity, gender, sexual orientation, age, religion, disability or any other diversity shall be absent in all work environments, including those of its Suppliers.

Suppliers must promote a culture and workplace that complies with the above.



4.3 Child and forced labour, enslavement

Suppliers must comply with applicable child labour laws and the minimum working age limit defined by law or national regulations and must not use forced labour, forms of slavery or child labour, either directly or indirectly.

4.4 Right to collective bargaining

METLAC Group expects Suppliers to respect - as they do indeed undertake to respect - the right to freedom of association and collective bargaining for their employees.

4.5 Fair remuneration

Suppliers must follow a fair remuneration policy with due recognition of performance, not forcing their employees to work overtime. If employees are asked to work overtime, their work must be compensated in line with applicable laws.

4.6 Local community

Suppliers must promote healthy and safe living conditions for the local community by supporting job creation, local procurement, educational provision and infrastructure development.

4.7 Health and safety

Suppliers must implement strict policies with the aim of minimising the risk of accidents and preventing the occurrence of occupational diseases and health problems related to their activities. Suppliers must play an active role in identifying and correcting unsafe situations by working towards continuous improvement of sanitary conditions.

Please note that ISO 45001 or comparable certification is considered acceptable.

4.8 Life-saving rules

Think safe, work safe, be safe. During a visit to the operational areas of METLAC Group sites, Suppliers are required to listen to, understand and accept the Rules communicated by the person in charge during the introductory meeting, and to scrupulously comply with all safety regulations for access and visit to the operational areas of METLAC Group sites.

5. Governance



5.1 Business integrity

METLAC Group Suppliers shall comply with all applicable local, national and international laws and regulations, including but not limited to anti-corruption, anti-fraud, competition/antitrust, trade controls and sanctions. METLAC Group also requires that its Suppliers have comprehensive internal policies and procedures with respect to compliance with laws and regulations, and evidence demonstrating the dissemination of these elements internally and externally to stakeholders.

5.2 Laws and regulations

Suppliers must operate in full compliance with local, national and international laws and regulations applicable to their activities by obtaining all necessary permits.

5.3 Prohibition of bribery and corruption

Suppliers shall not engage in acts of bribery and corruption, nor shall they otherwise offer inducements to any employee of METLAC Group, family members or friends of employees or other representatives of METLAC Group to obtain or retain business or secure any commercial advantage.

Suppliers shall comply with local, regional or applicable laws and regulations on bribery of government officials or other business entities.

5.4 Competition

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.

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/antitrust in all areas in which they operate, and shall implement strict policies in this regard.



5.5 Trade restrictions

Suppliers must comply with economic sanctions, trade laws and applicable restrictions imposed by the EU Commission, the United Nations or other national or international bodies or governments by implementing strict policies to ensure compliance.

5.6 Hospitality and gifts

Suppliers are forbidden to give or offer any gift or favour that may compromise or cast doubt on the neutrality of the decisions made by METLAC Group and its representative towards a Supplier regarding business transactions. Suppliers are aware of and endorse this requirement. In particular, any **gift, economic advantage or other benefit** shall not consist of a cash payment, shall be made in connection with legitimate business purposes and in good faith, shall not be motivated by the desire or need to exert undue influence, nor be motivated by the expectation of reciprocity, shall be reasonable under the circumstances, of modest value and in accordance with the customs in force in the particular regulatory and social context and with applicable laws, and as long as such gifts, advantages or other benefits cannot be understood or interpreted otherwise.

5.7 Conflict of interest

Suppliers shall avoid any interaction with METLAC Group employees that may generate conflict, or appear to conflict, with the employee acting in the best interests of METLAC Group. Suppliers shall inform METLAC Group in the event of a conflict of interest, including one of a financial nature involving an employee of METLAC Group and the reporting Supplier or other.

5.8 Confidentiality and intellectual property

Suppliers shall protect all confidential information provided by METLAC Group and their business partners by implementing appropriate measures to prevent its unauthorised disclosure or use. METLAC Group expects its Suppliers to respect intellectual property rights.

5.9 Company resources

Suppliers using or having access to METLAC Group resources, including people, systems, networks and facilities, shall use these resources appropriately, following METLAC Group instructions and only for the intended purpose.



5.10 Data protection

Suppliers shall assist METLAC Group in complying with applicable data protection laws, including the European General Data Protection Regulation EU REGULATION 679/2016 (GDPR). Suppliers shall guarantee transparency with regard to the processing of personal data concerning products or services supplied to METLAC Group and guarantee adequate technical and organisational protection measures.

5.11 Information security

Suppliers shall have suitable security controls in place in order not to cause risk and damage to METLAC Group information systems. Suppliers shall also promptly inform METLAC Group in the event of an incident that could affect the activities of METLAC Group.

5.12 Fraud Prevention and Transparent Accounting

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.

METLAC Group does not tolerate any fraud connected to any act or omission, whether attempted or successful, that misleads or deceives, or that intends to mislead or deceive, any person for the purpose of obtaining an undue advantage and/or that results in a financial loss for METLAC Group.

Suppliers must have internal controls in place to detect, prevent and respond to cases of fraud and money laundering. Any such situation that may have an impact on METLAC Group must be reported immediately. Suppliers must ensure complete, fair, timely and accurate accounting practices and must maintain records that accurately reflect the nature of their transactions.

5.13 Ongoing concern

Suppliers must maintain policies and plans to mitigate exposure to terrorism, crime, threats, pandemics, natural disasters and other major incidents.



6. Signing

Request for signature of this Supplier Code of Conduct, Version 1 of 04/01/2024, by a representative of the Supplier:

Signature for acceptance	Supplier:
	Representative:
	Position:
	Date:
	Signature: