

# San Polo Lamiere S.p.A.

## **The Code of Ethics**

Approved by the Board of Directors on 13/04/22





*A passion for 50 years,  
strong as steel*



# Summary

1. Introduction
2. The company's values
3. People at the center
4. Occupational health and safety
5. The importance of the environment factor
6. Sharing of good practices with third parties
7. Customer focus
8. Relations with the Public Administration
9. Dissemination, knowledge and implementation
10. Internal control system
11. Reporting of violations of the Code of Ethics





*The Code of Ethics is the "Constitutional Charter" of the company, a charter of moral rights and duties that defines the ethical and social responsibility of each participant in the company organization.*

*The Code of Ethics is an effective means of preventing irresponsible or illegal behavior from part of those who work in the name and on behalf of the company because it introduces a clear definition and explicit of the ethical and social responsibilities towards all the subjects directly involved or indirectly in the company's business: customers, suppliers, shareholders, citizens, employees, collaborators, public institutions, environmental associations and, more generally, from anyone type of stakeholder,*

The Code of Ethics defines, on the basis of the founding values of the corporate culture, a standard of conduct for all those identified as Recipients of this document, that is: all subjects in top positions, such as directors, statutory auditors or subjects with management functions, as well as all employees, collaborators, consultants and more in general, all third parties who enter into relations with San Polo Lamiere S.p.A.

It constitutes a precautionary measure against the commission of crimes pursuant to Legislative Decree 231/01 and operates in synergy with Model 231, strengthening the existing company protocols.



Why do we have adopted a code

Correctness,  
moral integrity,  
objectivity,  
transparency,  
honesty,  
are the fundamental  
principles who drive  
constantly corporate  
action

The  
relationship  
between  
Code and  
other  
standards

- ▶ San Polo Lamiere S.p.A. intends to disclose guidelines, which guide its activity in compliance with Legislative Decree no. 231 of 2001. The Code is shared with the aim of reaching all Recipients, whether they are employees, of each operational headquarters, managerial and administrative figures or external partner subjects.

The desire to improve and learn from past experiences has us brought:

- To the disclosure of the corporate protocols established to guarantee the complete transparency of the activities we carry out, strengthening the preventive measures, as well as control by the figures apical;
  - Constantly monitoring the degree of dissemination and effective application of the values contained in this Code;
  - To the integration of the principles of the company management system with those set out in the Code;
  - To an empowerment of all company figures with respect to principles set out in the Code of Ethics, paying great attention to reports of violations of these principles and deciding the consequent ones disciplinary measures.
- ▶ The Code is not antagonistic to the laws in force or to the Collective Agreement National Labor Applied, but it is a tool capable of strengthening its effectiveness. San Polo Lamiere S.p.A. undertakes to fully comply with laws and regulations in force in Italy and in all the countries in which it operates.



Through the Code of Ethics, San Polo Lamiere defines its own ethics and creates a structure to make it penetrate all corporate areas, based on the assumption that the ethical values underlying our corporate culture cannot be obstacle to the realization of the interest of the Company.

We involve Management, equipping it with appropriate tools to achieve a sustainable, long-lasting and development goal respectful of the plurality of interests and subjects involved. The role of the responsible figures is to help make the principles foundation of the reality of San Polo Lamiere, familiar to every work team, so that their value is not only theoretical, but found in daily actions.

The Code of Ethics has a contractual value, therefore compliance with the behavioral rules contained in this document is to be considered an essential part of the contractual obligations of the workers of San Polo Lamiere, as required by art. 2104 of the Italian Civil Code. The violation of the rules of the Code could constitute non-fulfillment of the primary obligations of the employment relationship and illicit disciplinary, with all legal consequences, also with regard to the preservation of the employment relationship. In some cases, the violation it could lead to compensation for damages deriving from the same.



## Transparency



Our conduct is based on truthfulness as well as accuracy and completeness of the information produced. Transparency is a modus operandi that the Company adopts both in disclosing internally the information is in the relations with the outside world.

## Integrity



San Polo Lamiere is a company in which fairness, honesty, fairness and impartiality of behavior, internal and / or facing the outside, constitute a common way of feeling and acting.

## Respect



The staff is the main resource of San Polo Lamiere . Respect, opportunities of professional growth ,development and the recognition of personal merits represent our guidelines.

**In terms of communication, our company is committed to delivering promptly both to commercial partners and to external subjects entitled to make a request, complete and truthful information. In this sense, the Code of Ethics is a means to inspire the behaviors and orient the culture and corporate decisions to the application of the principle of transparency.**



San Polo Lamiere believes in fair competition and pursues it by adopting principles such as fairness and transparency towards all operators on the market. These values guide the company activities and in particular those of an accounting nature, administrative-financial and communication.

In the fiscal field, the principles of segregation and traceability are applied, for which all operations and transactions must be oriented to the utmost correctness, always allowing to analyze the management phases, the responsibilities of the various figures involved and keeping open the possibility of reconstructing the procedures for carrying out the related work.

- Maximum transparency is applied to each accounting activity in compliance with current regulations and best business practices.
- Priority is given to the accuracy of the information exchanged, formal and substantive legitimacy and clarity truthfulness in accounting records.
- Furthermore, all the documentation necessary for correct accounting registration is duly registered and stored.





The integrity of our business stems from the desire to pursue corporate objectives respecting the provisions on antitrust matters and promoting fair competition between the set off. To do this, we conduct our business within a framework of fair competition, with honesty and respect for counterparties and openly opposing any corruptive practice aimed at obtaining undue advantages. This is true both in relations with the public Administrations (also in the capacity of Supervisory Authority) and in relations with private subjects. San Polo Lamiere is committed to adopting an uncompromising line towards all conducted aimed at embezzlement as well as at obtaining an advantage achieved unlawfully. In no case, in fact, can the pursuit of the corporate interest justify dishonest conduct.

Our company is aware of the importance of actively participating in the life of community within which it fits, supporting activities in line with our mission e with the principles of the Code of Ethics. However, we believe it is essential to regulate every donation, sponsorship and partnership, in order to constantly respond to the principle of traceability and transparency of decisions. For this reason, the choice of beneficiaries is all the process that culminates in the receipt of our contribution from third parties is monitored, however avoid creating conflicts of interest and there is a risk that what is donated for the support of a lawsuit is used for corrupt purposes.



Our employees are considered the true architects of business success. Professionalism and personal growth of employees constitute a primary objective for San Polo Lamiere which is achieved through: involvement, the creation of meetings information and staff training. As a company we try to reflect the principle of inclusion by acting in a way responsible and respectful and encouraging our staff to do the same. Within San Polo Lamiere, employees have equal dignity and, regardless of the corporate role held, they have equal opportunities. Discrimination based on: race, skin color, gender, country of origin, age, religious belief, marital status, sexual orientation, sexual identity, individual expression, military or military status veteran of war, condition of disability, are not allowed. The comparison assumes great importance, as it is conceived as opportunities to accelerate the sense of belonging and the sharing of a common corporate vision. For this we try to deal with company choices by sharing the issues and enhancing the contribution made by each of our resources. The characteristics of the individuals who make up our company are respected and cared for precisely because we believe that a careful look towards the personnel can generate a strong incentive for the individual to act with a view to professionalism, integrity and responsibility. By adopting an approach of continuous improvement, we ask the Managers to enhance the professionalism present in the individual teams of work, activating staff training courses that favor professional and personal development and growth.



San Polo Lamiere opposes the exploitation of minors or other classes of workers and regulates all employment relationships by means of contract. The above principles are applied to all aspects of employment, including selection, hiring, training, advancement of career and dismissal. In this regard, decisions in the area of human resource management are taken on the correspondence between expected and offered profiles and related evaluations are carried out by repudiating favoritism, nepotism, and forms of clientelism. It is also specified that disparities that can be justified on the basis of objective criteria are the result of the different qualities of individuals and do not constitute for the company a discriminating factor.

Company assets, and in particular communication tools, as well as means of transport, are assigned to our staff in reason for the work carried out. Therefore, the use of computer systems and related programs and applications must be limited to professional needs. With this in mind, we ask staff to properly guard computer equipment provided and to comply with the rules on copyright, as well as to observe the prohibition of storing files or documents of an illicit, outrageous or discriminatory nature and the prohibition to alter in any way data, information and programs.

The protection of the privacy of our employees is perceived as an aspect of great importance and is managed through the application high security standards to regulate the type of information to be requested and the methods of treatment and data retention.



We believe that investments in occupational health and safety should be addressed both towards the correct training of personnel, in compliance with the requirements of the legislation, both towards organizational tools of a technological or technical nature/instrumental. We attach primary importance to safeguarding safety and security health of workers, with the aim not only of respecting what is required by the rules, but a continuous improvement of working conditions. With this in mind, we believe that knowledge of the risks presents in the workplace, where such risks they are also identified thanks to the direct participation of workers in identifying the causes of danger, constitutes the best form of prevention, thanks to which it is possible to remove or reduce the risk factors as much as possible. For this we are committed to providing all our collaborators with information and training timely that takes into account the possible verifiable risks.

With this in mind, we ask all staff working at San Polo Lamiere to act in compliance with the obligations signed in the employment contract, as provided the Code of Ethics and the company operating procedures, as well as national regulations. In in this sense, the staff actively contributes to the continuous improvement of working conditions. The worker is also required to preserve the corporate image and to act diligently, respecting all the assets of San Polo Lamiere. Failure to comply of the duty of loyalty towards San Polo Lamiere, may result in the application of disciplinary sanctions pursuant to art. 2106 of the Italian Civil Code.



San Polo Lamiere also asks those who enter into supply relationships with the Company to observe all the provisions aimed at guarantee the health and safety of contract workers or temporary workers, verifying, in particular that:

- Workers are regularly hired and, in the case of non-EU personnel, regular residence permits are available for all subjects falling into this category;
- Workers are regularly subjected to health surveillance, as required by law and according to the protocol health care that the contractor has agreed with the respective Occupational Physician. For each worker there will be a rating of suitability for the specific job, issued by the Competent Doctor;
- Workers receive adequate information regarding the specific risks present in the workplace within which they will go to operate, with particular reference to interference risks, as well as appropriate training and training with respect to machines and equipment used;
- Workers who use hazardous substances during the performance of their activities receive specific instructions in relation to the chemical risk present;
- Workers are provided with all information regarding the prevention measures and emergency procedures adopted
- Workers are given suitable Personal Protective Equipment, taking into account any judgments of suitability with prescription issued by the Competent Doctor.

San Polo Lamiere reserves the right to include in existing contracts with its contractors or with the temporary agencies it uses, termination clauses, applicable if there is a violation of the Code of Ethics and, in general, of the legislation pursuant to Legislative Decree 231/01.



In carrying out the corporate mission, the behaviors of all recipients of this Code must be inspired by the ethics of responsibility and such consideration inevitably leads us to look at both society and of the environment. We pay great attention to issues environmental and, whenever possible, we opt for the adoption of company strategies and techniques that reduce the environmental impact generated by our business. To do so, we are committed to staying constantly updated on the innovations derived from the development scientific research and the availability of better techniques e technologies that can be applied to our reality.

Furthermore, San Polo Lamiere operates in compliance with current legislation and in line with the following principles:

- Progressive integration of the principle of environmental protection into the business strategy;
- Sustainable management of the environmental resource, also through policies to enhance the use of natural resources;
- Implementation of all actions necessary to ensure compliance e adaptation to current regulatory provisions;
- Constant updating of staff on legislative developments and environmental legislation;
- Awareness and involvement of staff on environmental issues.



## 5. The importance of the environment factor



Sustainability and safety are an essential part of our corporate culture. Our goal is to create a growth of our business that is environmentally sustainable e socially, supporting the needs of our people in the long term employees and stakeholders. Today, we believe our success is directly linked to the development and integration of more wide range of sustainable practices.

Transition and change are not easy for the industry, but adherence to the status quo is not an option for San Polo Lamiere walkable. Through a continuous process of innovation technological and digital, we are able to monitor the impact corporate environment and to promote initiatives to strengthen the synergy with the local community.



## 6. Sharing of good practices with third parties

San Polo Lamiere considers it essential to create a solid sharing of the founding principles expressed within the Code of Ethics and beyond with internal staff, but also exercising an influential role towards external parties such as: suppliers, project collaborators, consultants, business, partners, etc. All those who work outside our company and whose activity constitutes a contribution to the realization of our corporate objectives, represents a subject whose work must necessarily be bound by compliance with the principles of: legality, independence, correctness, fairness in the price, diligence, confidentiality, professionalism and good faith. We think that sharing these principles allows us to forge lasting relationships characterized by trust in our collaborators.

The supplier selection process, as well as the purchase of goods / services from third parties, are read in terms of transparency and congruity between what is requested and offered. This is a process governed by specific internal procedures that the company has adopted to guarantee the impartiality of their decisions and to regulate the periodic monitoring of the possession of the requisites necessary to meet the business needs. The staff involved in purchasing decisions must:

- Keep yourself free from personal obligations towards suppliers, reporting any previous relationships;
- Immediately report to the Supervisory Body any attempt or case of alteration of normal commercial relations;
- Refrain from offering goods or services to the staff of other companies / entities to obtain confidential information or direct or indirect benefits relevant, for themselves or for the company. Nor must it accept goods or services from external or internal subjects by implementing behaviors aimed at favoring the aforementioned.



## 6. Sharing of good practices with third parties

With the aim of measuring the degree of compliance with current legislation, San Polo Lamiere reserves the right to carry out audits at its suppliers, according to the agreed methods.

All contracts entered into with third parties are defined in compliance with current legislation and indicate the clauses resolute, in order to allow the company to terminate relations if there is a violation of the principles of this Code of Ethics or of the applicable regulatory provisions.

San Polo Lamiere undertakes to inform third parties, with whom it is linked by a contractual relationship, about the contents of the contract (intended as a definition of the characteristics of the activity, of the methods of providing the requested service and of the times / methods of payment), as well as the consequences of any causes for termination of the existing relationship. To this end, we take a line of correct and complete information of the content of the contract, towards suppliers and, in particular, thanks to the information inherent to the Code of Ethics, we communicate the expected behavior to those with whom we have signed agreements.

Relations with third party suppliers of goods / services are also conducted in the total absence of corruption. San Polo Lamiere is not interested in any preferential treatment that is not directly attributable to the excellence of the materials produced. Therefore, the company personnel must refrain from offering, promising or giving, directly or indirectly, values of any kind (be they gifts, commercial agreements, etc.) that may influence a decision relating to company activity or allow you to obtain an advantage undue commercial.



San Polo Lamiere establishes a high level relationship with customers professionalism and based on availability, respect, courtesy and offer of maximum collaboration. All relationships undertaken by the company are conducted in a perspective of maximizing quality. Furthermore, the company aims to achieve the satisfaction of customers, rejecting any form of arbitrary discrimination against customers who could compromise the principle of equality. The adoption of high quality standards, however, is not the only goal to aim. In fact it goes hand in hand with the protection of customers.

Contracts and communications with our customers are:

- Clear, simple and formulated in a language that is familiar to that usually used by the interlocutors;
- Compliant with current regulations and the indications of the Authorities, without resorting to elusive or otherwise incorrect practices (e.g. the inclusion of practices or clauses harassment of consumers);
- Complete, thanks to a comprehensive and accurate information on products and services provided, so as not to overlook any element relevant to the decision of the customer;
- Adequate to protect confidential customer information.

The dispute with our customers is perceived as a failure, which is why, we try to avoid this by quickly resolving the complaints made by our customers.



## 8. Relations with the public administration



Relations with Public Institutions, as well as those with the Supervisory Authorities are conducted in a collaborative perspective, providing the required information to the business activity. Relations with the Public Administration are conducted so as not to induce partial, distorted, ambiguous or misleading interpretations. In a word, the criterion of transparency and maximum correctness e clarity also oversees relations with the PA.

San Polo Lamiere has defined stringent rules on the use of contributions e loans received from a public body or from the European Union, for example, prohibiting the use of these resources for purposes other than those established.

Furthermore, San Polo Lamiere undertakes not to make direct or indirect contributions to a parties, movements, committees, associations or other bodies of a political nature or union, nor to their representatives. The recipients of this Code are free to provide political funding, on a personal level, to candidates, parties or committees of their choice, within the limits set by law. In no case, Recipients will be reimbursed or compensated for any political funding disbursed on the basis of a personal decision.



The effective application of the Code of Ethics adopted goes first place, for the dissemination and sharing of the same with his Recipients, internal or external to the company. The strategy implemented is based on:

- External sharing with all stakeholders through publication on company website: <https://www.sanpololamiere.it>
- Internal sharing on the company intranet and posting of a hard copy in a company location accessible to all employees. Furthermore, knowledge of the Code of Ethics is promoted internally through information meetings with staff. This training is also encouraged by the Body Supervisory Board, which contributes in evaluating the plan of training and initiatives organized according to the role and the responsibility of the various company figures. The formation of the new hires provides for the sharing of the contents of the Code e the rules of conduct for which compliance is required.

The company staff, in fact, is required to know and understanding of the principles of the Code, as well as of the procedures reference that regulate the functions and responsibilities covered. Each worker is required to:

- Refrain from conduct contrary to ethical principles and procedures adopted;
- Collaborate with the Authorities actively and fully in occasion for inspections or inspections.
- Contact your superiors or the SB in case of need clarification on the methods of application of the rules of Code;
- Carefully select your collaborators, with respect of the specific procedures adopted and directing them compliance with ethical principles;
- Collaborate with internal functions, as well as with the SB, in verification of possible violations;
- Promptly report to their superiors o news provided by stakeholders, about possible cases of violation of the Code of Ethics. These reports are sent in compliance with the operating procedures established by the procedures specific, to the Supervisory Body.

Task of verifying the implementation and application of the Code of Ethics falls on:



San Polo Lamiere has established a Supervisory Body composed of the Company Lab 231 S.r.l., in the person of the Legal Representative, Dr. Roberto Grisenti as an external member and by the internal member, Dr. Alessandro Zolezzi.

The Body has the function of:

- Verify the application and compliance with the Code of Ethics through monitoring activities and, if necessary, promote proposals for its updating in accordance with regulatory changes;
- Express binding opinions on the review of company procedures, in order to ensure consistency with the Code of Ethics e vice-versa;
- Promote the maximum dissemination and knowledge of the Code among employees and its partners;
- Make available any possible cognitive tool that may be useful in clarifying the interpretation and implementation of the rules contained in the Code;
- Carry out checks on any news of violation of the reference standards or the Code of Ethics, in order to evaluate the facts and allow the Board to implement sanctions if the violation is ascertained;
- Discourage any form of retaliation of any kind on those who have provided news of possible violations of the Code or of the reference standards.

## 11. Reporting of violations of the Code of Ethics

The first point of reference for all employees of San Polo Lamiere, in order to receive clarifications on the principles of the Code and on their application, is the direct superior. The latter can provide an answer or direct to other company functions and the Supervisory Body. In the case of request for clarification, employees can also personally contact the company management and the Supervisory Body.

The violation of the principles and behaviors indicated in the Code of Ethics compromises the relationship of trust between the Company and the authors of the violation, whether they are directors, employees, consultants, collaborators, customers or suppliers. The provisions of this code are an integral part of the contractual obligations assumed by the staff, as well as by subjects having business relations with the Society. Therefore, any violation will be prosecuted by San Polo Lamiere, in the following terms:

- With regard to employees, through adequate disciplinary measures, regardless of any relevance criminal conduct and the establishment of criminal proceedings, in cases where the conduct constitutes a crime. In particular, the sanctions will comply with the rules and logic of the employment contract applied. Disciplinary measures range from recall or reprimand, to suspension without pay and, in the most serious cases, to dismissal. Before hiring of a disciplinary measure, the interested party is given the opportunity to justify his behavior pursuant to the Statute of the Workers.
- As regards consultants, collaborators, customers and suppliers, specific methods for terminating the relationship will be activated contractual, to be specified in individual contracts.
- As regards the subjects in top positions, the SB formalizes a communication to the Shareholders' Meeting, convened at the ordinary or extraordinary, in case of urgency, at the explicit request of the SB itself.



Anyone who becomes aware, or is reasonably convinced, of the existence of a violation of this Code, as well as of one specific regulatory provision, has the duty to immediately inform his manager and the Supervisory Body. All the notifications must be received in writing, possibly also anonymously, according to the forms and channels set up. All the workers, as well as third parties, can:

1. Send your report to the e-mail address [odv@sanpololamiere.it](mailto:odv@sanpololamiere.it)



2. Access the page <https://www.sanpololamiere.it/whistleblowing/> (company website) by populating the fields in the section "Send report".

Once the report has been received, the Supervisory Body carries out investigations and checks on the content thereof, investigating the possible violations reported. To do this, it can avail itself of both the collaboration of the author of the report and the manager of the alleged violation. Staff are required to cooperate fully in any internal investigations. If the investigation leads upon ascertaining a violation, the SB reports to the Management the behaviors that may require the adoption of a sanction discipline or the activation of contractual resolution mechanisms.

The prerogative of the Supervisory Body, in the context of reporting management, is to ensure the protection of reporting. The company implements the necessary measures to guarantee this protection, also understood as the confidentiality of the identity of the reporting (without prejudice to legal obligations) and does not tolerate prejudicial actions taken against anyone providing information truthful information relating to a violation of the law or the Code. Retaliation, penalties, demotion and any form of discrimination against those who report any wrongdoing will be punished and the person who undertakes such actions will be able to be subjected to disciplinary action. Victims of retaliation should also report the case immediately to their own Responsible.

