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PREPARED BY	SDS -FILIPPO SALVADORI	CHECKED BY	CHAIRMAN GILBERTO CEREDI	APPROVED	CdA



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## 1. Goal

The Code of Ethics identifies the moral rights and duties, defining the ethical-moral responsibility of each participant in the Company. In this sense, the Code of Ethics regulates the set of rights, duties and responsibilities that **CEREDI** expressly assumes towards its stakeholders (hereinafter interlocutors) with whom it interacts during the performance of its activities. The company believes this aspect is fundamental to concretely pursue a responsible and ethical Governance Model.

**CEREDI**, while carrying out its activity, intends to respect the laws and regulations in force, guaranteeing the pursuit of the principles and objectives expressed by the code of ethics, in no case and for no reason an attitude contrary to ethics and the principles that are contained within this code of ethics and in any case contrary to compliance with the law.

The Code of Ethics establishes the general goals in terms of Compliance and ethical conduct within **CEREDI**. It also establishes the general business principles, describes our key values and our identity, defines the standards for our conduct, and establishes the goals which we work toward and which see the enhancement of the professional skills of all those who work each and every day to make **CEREDI** a unique company in its sector: employees, contractors, agents, business brokers, suppliers, clients and external professionals, whose work we make use of in the continuous search for improvement in all sectors of interest.

The code of conduct must be complied with by the Board of Directors and all levels of management, as well as all other employees, including agents, brokers and consultants, of the company in all their activities.

## 2. General ethical principles and standards

This document expresses the commitments and ethical responsibilities in the conduct of business and corporate activities undertaken by **CEREDI** and its collaborators. The Code of Ethics is binding for the conduct of all **CEREDI** collaborators, whether they are directors or employees. This commitment is also valid for consultants, suppliers, customers and anyone who has relations with **CEREDI**. The company will not start or continue any relationship with anyone who does not intend to align with this principle.

**CEREDI** is convinced that honesty, sincerity and loyalty are necessary to build correct and lasting relationships. All aspects of our work must be based on the highest ethical standards. **CEREDI** has adopted a company management system compliant with the requirements of ISO 9001 and adequate to the requirements of Legislative Decree 231/01 and SMI which describes the activities, processes, procedures, responsibilities and company organization in compliance of which employees must carry out their activities.

Violation of laws leads to the application of the sanctions specified for the specific violation committed by the judicial authorities, and can also lead to **CEREDI** being prohibited from performing its activities, both in the public and private sectors. It also exposes **CEREDI** to the risk of being required to pay compensation for damages incurred in the same violations, with evident negative repercussions not only in

economic terms but also in terms of the company's image and perceived reliability in the national and international markets in which it operates.

**CEREDI** has formally adopted this Code of Ethics in order to clearly define the set of values which **CEREDI** itself recognises, accepts, shares and considers fundamental in order to ensure correct operation, reliability and the reputation of the company.

Skidata monitors compliance with the Code of Ethics using appropriate information, prevention and monitoring tools, ensuring transparency of the operations and behaviours performed and intervening with corrective actions where necessary.

The Code of Ethics is an integral part of the Organisation, Management and Control Model adopted by **CEREDI** pursuant to Italian Legislative Decree 231/2001.

**Ethical Conduct Responsibility means complying with the rules and provisions of the law. CEREDI commits on a daily basis to enhancing and developing the professional abilities and level of all those persons whose skills it makes use of to pursue its goal of maximum customer satisfaction through the guarantee of long-term reliability of the products and services it supplies, in full compliance with all standards and regulations, also and above all in terms of safeguarding workplace health and safety. CEREDI takes all possible measures, efforts and commitment to ensure that its managers, employees, agents and contractors behave in an ethically correct manner in carrying out and performing all commercial and corporate activities assigned to them.**

The Managers and top managers of the Company must act as role models, and any employee who interacts with external partners has the responsibility as a representative of the Company.

Ethical conduct also means identifying and respecting the spirit of our internal requirements, avoiding any attempt to circumvent them.

PRINCIPI ETICI GENERALI	
INDIVIDUAL VALUE	the value of the individual represents a fundamental principle at the centre of <b>CEREDI</b> 's day-to-day activities; the company commits to use dialogue and listening as continuous improvement tools both with regard to solutions put forward by customers and with regard to the development and enhancement of the personalities and skillsets of its employees, contractors and agents.
HUMAN RIGHTS	A primary value pursued by <b>CEREDI</b> is the full respect of human rights; this is promoted within the company's sphere of influence. <b>CEREDI</b> is committed not to carry out or to cause, even indirectly, any violation of human rights.
FAIR COMPETITION	Operating in a market in compliance with the rules is one of the founding principles and values of <b>CEREDI</b> , which has always been one of the company's pillars for being able to operate continuously.

### 3. *Subjects of the Code of Ethics*

The subjects of this Code of Ethics are:

- All those who operate within **CEREDI** for the achievement of corporate objectives, whether they are Directors and Employees
- All external collaborators and consultants, suppliers, are required without exception to observe this Code of Ethics in the conduct of business and commercial negotiations

### 4. *The Competition*

**CEREDI** believes that fair competition is a fundamental element for common welfare; collaboration and comparison are an important opportunity to improve one's quality standard; on the basis of this principle, it is therefore forbidden to use practices aimed at threatening one's competitors or practices aimed at take advantage by purchasing products without having fulfilled all tax obligations.

### 5. *Corruption*

**CEREDI** does not tolerate corruption. Influencing the decisions which may be taken by public or private bodies by promising or granting benefits or consideration of any type is prohibited by law and subject to criminal penalties. **CEREDI** is committed to the fight against corruption and to preventing any conduct which could give even the slightest impression of corrupt activity, and in this regard it guarantees transparency in all its practice and activities. All operations and transactions are correctly recorded, authorised, verified and verifiable, legitimate, consistent and appropriate, in accordance with applicable regulations and internal procedures.

**CEREDI** acts decisively whenever there is suspicion of collusion or corruption, adopting the most appropriate measures.

Gifts and other consideration, even if only promised, to customers, suppliers, directors, auditors, employees, contractors, management, public officials or those assigned with providing public services are permitted only when appropriately authorised and documented; they must in any case be of modest value and such that they could not be interpreted by third parties as being designed to acquire any type of advantage in an improper or illicit manner. In any case, gifts or any other such consideration must never in any way aim to influence or reward an action by the recipient.

All **CEREDI** directors, auditors, employees and contractors must refrain from accepting gifts or donations exceeding the level of normal courtesy, as well as from accepting, for themselves or on the behalf of others, any other benefit or utility, even promised, which aims to compromise independent judgement, impartiality and correct conduct.

A director, auditor, employee, agent or contractor who receives any gift, benefit or other consideration in the performance of their duties for **CEREDI** in breach of the above provisions must take all suitable initiatives in order to refuse said gift/benefit/consideration, and immediately inform their line manager or person of reference of this for the appropriate assessments and actions to be taken.

Employees are not authorised to accept any discounts, special rates or other privileges which may be granted due to their relationship with **CEREDI**, if such privileges are likely to influence their professional decision-making.

## **6. Collaborators and Employment relationships**

**CEREDI** carries out its business in compliance with the laws and regulations in force in the countries in which it operates. Compliance with this principle is a constant duty of all those who have relations with **CEREDI** and characterizes the behavior of the entire organization.

The directors and employees of **CEREDI** as well as those who work with it in various ways, are therefore required, within their respective competences, to know and observe the laws and regulations in force. This includes compliance with labor regulations, which prohibit, for example, the use of mobbing practices, the use of personnel without a residence permit.

The staff is hired with a regular employment contract; no form of irregular work is tolerated. At the establishment of the employment relationship, each collaborator receives all the information relating to the characteristics of the function and the tasks to be performed, the regulatory and remuneration elements, as regulated by the national collective labor agreement and the rules and procedures to be adopted for their work .

**CEREDI** protects the moral integrity of collaborators and guarantees working conditions that respect the dignity of the person., Safeguards the workers from acts of psychological violence, and obstructs any discriminatory or harmful attitude or behavior to the person and his beliefs. Sexual harassment is not allowed and behavior or speech that could upset the sensitivity of the person must be avoided.

To all are equally guaranteed the same opportunities to express their professional potential. The remuneration to be paid must be commensurate with the service indicated in the contract and payments cannot be made to a different person from the contractual counterparty.

The employee or collaborator who believes that he has been subjected to harassment or that he has been discriminated for reasons related to age, sex, sexuality, race, state of health, nationality, political opinions and religious beliefs, etc. , can report the event to the Supervisory Body (SB) which will assess the actual violation of the Code of Ethics.

## **7. Workplaces and the protection of Health and Safety**

**CEREDI** is committed to safety and strives for the continuous improvement of the efficiency of company structures and processes that contribute to the continuity of the services provided.

**CEREDI** guarantees compliance with the provisions of the laws in force regarding health and safety in the workplace.

Anyone of the recipients of this Code of Ethics who identifies safety issues such as to put the safety of the staff at risk is required to immediately notify at OdV **CEREDI** and its internal superior or contact person (DdL, RSPP or RLS) in writing.

## **8. Relations with the Public Administration**

**CEREDI** establish as objective the maximum integrity and fairness in relations with public institutions, also understood as any Public Authority, or any independent Administrative Agency, person, natural or legal, acting as a public official or in charge of a public service. Relations must always be managed with professionalism, clarity and transparency both during any visits / audits and in the preparation of possible procedures marked by the truthfulness of the information and data.

In relations with Public Institutions, possible conflicts of interest must be promptly reported in order to reduce the resulting risks, therefore it is expressly and severely forbidden to offer or promise money, gifts or payments, in any form, or exercise unlawful pressure, or promise any object, service, performance or favor to Managers, Officials or Employees of the Public Administration (Customs Agency, Municipalities, Revenue Agency, Provinces, Arpa, Asl, etc.) public institutions or persons in charge of public service including their relatives or cohabiting for the purpose of inducing the performance of a duty or contrary to official duties in order to obtain any direct or indirect advantage for **CEREDI**.

Anyone of the recipients of this Code of Ethics who receives explicit or implicit requests for benefits in any form or nature, from persons in charge of public service or persons of public institutions, is required to:

- Immediately give written communication to **CEREDI** OdV and its superior or internal contact.
- Immediately refrain from continuing the activity and any relationship with applicants.

## **9. Suppliers and external collaborators**

**CEREDI** uses competent suppliers, in a relationship of indispensable and mutual loyalty, transparency and collaboration.

Each supplier is required to comply with this Code of Ethics which is an integral part of the contractual documentation with **CEREDI**.

Potential violations by the Supplier will lead to the assessment of measures that can lead to both termination and possible request for economic and image damage depending on the offense.

## **10. The personal data and information protection**

**CEREDI** collects and processes the personal data, sensitive and non-sensitive, of its employees and of the natural and / or legal persons with whom it has relationships. This treatment takes place in the manner and within the limits provided for by the legislation on Privacy.

These standards also provide for the prohibition, except for the cases provided for by law, to communicate / disseminate personal data without the prior consent of the interested party and establish the rules for the control, by each collaborator, of the rules protecting privacy.

**CEREDI** employees also have access to various information relating to other authorities and companies, therefore the access, use and disclosure of such information without authorization could damage **CEREDI** or the third party. As a result, employees are therefore prohibited from accessing, using or disclosing information without the due authorization of the Management.

### 11. *The conflict of interest*

A conflict of interest is generally any activity that is or appears contrary to **CEREDI**'s best business interests. Any conflict, even if only apparent, must be immediately communicated to the top management and to the OdV.

Employees may not work or provide advice directly or indirectly to a competitor or engage in activities in competition with **CEREDI**'s economic interests, including working for a supplier; they cannot use the customer lists or the **CEREDI** contacts to market their own or third party goods and services, even if they are not in competition with the products or services promoted by **CEREDI**. Employees must avoid any material financial interest in Companies in which this interest may be in conflict with the corporate interests of **CEREDI**.

The recipients of this Code of Ethics must also promptly report a situation of strong personal interest for themselves or their close relatives.

### 12. *Protection of the Environment*

At **CEREDI**, compliance with the legal requirements on environmental matters by all Employees, Managers and Collaborators is considered fundamental. In particular, waste management is also guaranteed according to the appropriate documentation and the use of qualified suppliers, therefore it is forbidden to dispose of any type of waste in an irregular way.

Anyone who is aware of situations or events harmful to the environment must immediately notify the top management and the OdV.

### 13. *Protection and use of company assets*

**CEREDI** owns both tangible and intellectual assets. Employees and collaborators are required to protect those entrusted and to safeguard all the others. In the event of loss or risk of loss of Company assets, each employee must immediately report the fact to the top management. Corporate communication systems, including connections to the Internet, should only be used to carry out corporate activities or for other instrumental purposes authorized by the respective Management, by the relevant Company directive or by instructions on the matter. The employee must take care to always follow the instructions on the use of passwords and codes assigned to him.

In addition, the company's intellectual assets which are of various kinds and include, among other things, software programs, technical documentation and inventions, must be treated with due care. Intellectual assets created by employees in the course of their work are transferred and let **CEREDI** have in accordance with the laws in force and / or the respective employment contract or other agreement, notwithstanding the exceptions provided for by international conventions, local laws or special agreements. At the end of the employment relationship, all assets owned by the Company must be returned, including any documentation and supports containing **CEREDI** information. However, the former employee remains subject to restrictions on the use and disclosure of information owned by the Company.

### 14. *Implementation, supervision and control systems*

According to the rules included in this code, everyone is responsible for their actions and conduct. Furthermore, since the top management are responsible as they direct the actions of others and are an example for employees, these, together with employees, collaborators and suppliers must be well aware of the values expressed in this document. The training programs and information events will provide adequate tools as regards the content of the Code of Ethics and related guidelines.

No one has the authority to require anyone to violate this Code of Ethics, any such attempt is subject to immediate disciplinary action. Compliance with the rules of the Code of Ethics is an essential part of the contractual obligations of **CEREDI** employees; in case of violation of one of the rules indicated so far, the Presidency will take the necessary measures as quickly as possible in compliance with the laws in force and the regulations in force provided for by the Sanctioning System.

Employees who report (presumed) violations of the Code of Ethics or related guidelines must not fear retaliation for reporting, also by reason of the recent legislation (Whistle Blowing).

**CEREDI** also implements a system aimed at preventing the warnings from being merely slanderous or denigrating.

Disciplinary sanctions for third parties (natural or legal persons) who have contractual relationships with **CEREDI**, consist of the termination of existing contractual relationships, without prejudice to the right to compensation for damage.