



# LEMIE SPA

- CODE OF ETHICS -

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## 1. CODE OF ETHICS

This Code of Ethics stems from the need to identify, formalize and spread the principles of ethics, diligence, fairness, loyalty and transparency from which Lemie SpA (hereinafter "Lemie" or the "Company") takes inspiration for its business and which, consequently, company management follow for its internal and external relations. The Company is aware of the importance of compliance with these principles for the reliability of management, reputation, image and pursuit of objectives. For this reason, it has chosen to adopt behaviours whose guidelines are outlined in this Code of Ethics, which, together with the ISO14001 and SA8000 management systems and related procedures, set the standards of conduct of the Company.

In its economic activity, the Company intends to pursue common-benefit purposes and to operate in a responsible, sustainable and transparent way towards people, communities, territories and environment, cultural and social goods and activities, associations and other stakeholders; it also identifies the responsible subject(s) to whom it entrusts the functions and tasks aimed at pursuing those common-benefit purposes.

The Company is committed to promoting awareness of the Code of Ethics not only among its own staff, but also with partners and all those cooperating with it. The Company is pleased to receive everyone's constructive contribution to further improvements of the Code of Ethics.

The Company constantly and carefully monitors the observance and implementation of the Code of Ethics, putting in place adequate information, prevention and control tools and procedures in order to ensure the transparency of the operations and behaviours adopted and to guarantee prompt and appropriate corrective actions, where necessary.

### 1.1 ADDRESSES OF THE CODE

The principles and values defined in this Code of Ethics apply to the entire Company, constituting exemplifying specifications of the general obligations of diligence, correctness and loyalty that qualify the performance of work services and behaviour in the working environment.

The principles and provisions of this Code of Ethics are binding for: the Company's Directors (the "**Directors**"), for the members of the Board of Statutory Auditors (the "**Board of Statutory Auditors**"), for all people bound by employment relationships to the Company (the "**Employees**"), as well as for all those who carry out their activities in the interest of the Company (collaborators, agents, suppliers, subcontractors, customers, etc.) (the "**Partners and Suppliers**"). The Directors, the Board of Statutory Auditors, the Employees and the Partners and Suppliers are hereinafter jointly referred to as the "**Addressees**".

### 1.2 ISSUANCE, FRUITION AND UPDATING

The Code of Ethics is approved by Board of Directors, which is responsible for promoting and updating it in line with changes of legislation and internal organisation. It is also responsible for checking its application.

The Code is shared within the Company by means of appropriate communication, training and information tools, and externally through the Website, where it is possible to view and download a copy of it.

## 2. PRINCIPLES

### 2.1 BEHAVIOUR

Compliance with the rules and standards of this Code of Ethics is a constant commitment and a duty for all those who work with/for Lemie.

The conduct of business and corporate activities must be based on the mandatory principles of honesty, fairness, professionalism, fair competition, transparency and attention to people.

and to the environment. Therefore, operations, behaviours and relationships, both inside and outside the Company and the Group, must be guided by these principles.

In no case, the pursuit of the Company's interest or the conviction of acting to the advantage or interest of the Company, justifies and makes acceptable a conduct that is in contrast with the provisions of the law, of Legislative Decree no. 231/2001 or of this Code of Ethics. In this perspective, the Company has adopted organisational and sanctioning tools to prevent and repress the violation of such provisions and canons of conduct.

The observance of the rules of the Code of Ethics must be considered a primary obligation for all its Addressees. They are required to conform their actions and conduct to it in the knowledge that its observance is an essential part of the quality of work and professional performance.

The centrality of human resources to the business is fundamental and it is considered an essential factor for the success and development of the company. The management of human resources is based on respect for the personality and professionalism of each individual, within a framework of loyalty, trust and rejection of all forms of discrimination and exploitation.

All Addressees are then required to behave autonomously, independently and fairly with public institutions, private parties (including social creditors), economic associations, political forces, as well as with any other national and international operator.

The corporate bodies are also specifically required to perform their activities with seriousness and professionalism, ensuring assiduous and informed participation in the meetings and to ensure as much as possible the control and/or audit activities carried out by the shareholders, the other corporate bodies, including the Supervisory Board, or the auditing company.

## **2.2 INTEGRITY AND TRANSPARENCY**

The Company aims to develop the value of competition by operating according to principles of fairness, fair competition and transparency towards all actors of the market.

The people required to comply with the Code of Ethics while working, operate with impartiality and neutrality in all company procedures and take decisions with rigour and transparency, in compliance with the law and internal protocols.

All decisions and choices made within the Company must be justified. The Company undertakes to put in place appropriate measures to prevent and avoid that the people involved in the Company's activities are or can be in conflict of interest.

A conflict-of-interest situation exists both when an employee/collaborator (or a person in any way connected to it), through his/her behaviour, pursues other interests than the company's mission or personally takes advantage of business opportunities of the company, and when stakeholder representatives (gathered in groups, associations, public or private institutions) act in contrast with the fiduciary duties associated with their position.

Addressees must refrain from taking part in any activity that may generate or appear to generate a conflict of interest, acting in compliance with the principles of legality, loyalty, fairness and transparency.

In particular, they have the duty to refrain from engaging in external professional relations with any person who is in direct or indirect competition with the Company, or towards whom there is an obligation of neutrality and impartiality: in such cases, it is necessary to promptly inform one's direct superior and to refrain, in the absence of indications, from behaving or making decisions in conflict of interest.

Those required to comply with this Code of Ethics must not engage in any activity that conflicts with the proper performance of their professional duties.

Addressees must not accept money, favours or benefits from people or companies that are or intend to enter into business relations with Lemie. Company personnel must not accept salaries or other benefits from people other than their employer for services they are required to provide in the performance of their professional duties.

### **2.3 SAFETY POLICY AND SOCIAL RESPONSIBILITY**

The company has always adopted a corporate policy based on shared ethical principles and promotion of the values of quality of life while respecting the environment and human beings.

The Company undertakes to ensure that all its activities comply with laws and regulatory provisions, especially with regard to environmental protection, for which it has obtained ISO 14001 certification.

In this perspective, each Addressee have the duty to ensure, in their own field of competence, the compliance with these provisions and to fulfil the obligations related to their office or function with professional diligence, efficiency and fairness, assuming the responsibilities related to the commitments undertaken.

The company complies with the following principles:

1. Child labour: no exploitation or encouragement of child labour;
2. Forced labour: no exploitation or encouragement of forced labour. It is prohibited to employ staff against their will.
3. Health and safety: to guarantee all employees a safe and healthy workplace;
4. Freedom of association and the right to collective bargaining: respect the right of workers to join and form trade unions and to bargain collectively;
5. Discrimination: no discrimination. Respect for the freedom and dignity of employees;
6. Working hours: working in compliance with the law and the applicable national labour contract and agreements with the relevant trade union organisations;
7. Remuneration: to guarantee a worthy remuneration and, in any case, the respect of the legal minimum levels;
8. Management system: implement, document and maintain a social responsibility management system.

A specific document has been elaborated and made available to Addressees.

### **2.4 ADMINISTRATION**

In administrative-accounting activities, the principles of truthfulness, accuracy, completeness and clarity must be respected, taking care that every operation and transaction is correctly registered, authorised, verifiable, legitimate, consistent, congruous and with the appropriate supporting documentation.

A constant commitment to compliance with social security, tax and insurance legislation must always be ensured by the Addressees concerned.

The Company is committed to complying with all rules and regulations, both national and international, concerning the fight against money laundering.

Under no circumstances the Addressees must not be implicated in matters related to money laundering or receiving stolen goods or other benefits of unlawful origin.

Available information on counterparties must be checked in advance to ensure they behaviour before establishing business relationships.

The addressees concerned are required to be vigilant with regard to abnormal financial transactions, payments from unknown sources in cash or having unusual conditions. They must report all cases mentioned above.

The Company is committed to complying with the law as regards the handling of cash.

## **2.5 COMPANY MANAGEMENT**

The Company pursues its corporate object in compliance with all regulations, ensuring the proper functioning of the corporate bodies and the protection of the equity and participation rights of its shareholders, safeguarding the integrity of the share capital and the corporate assets.

It recognises the fundamental value of correct information to shareholders, competent bodies and functions, regarding significant facts concerning corporate and accounting management, and does not justify actions that prevent control by the competent bodies or organisations.

The Company encourages a continuous, punctual and complete flow of information between the corporate bodies, the various corporate areas, the various top management figures, the supervisory bodies and agencies, and, where necessary, towards the Public Authorities.

## **3. SAFETY, HEALTH AND ENVIRONMENT**

### **3.1 HEALTH, SAFETY AND ENVIRONMENTAL PROTECTION**

In compliance with the current legislation, the Company constantly commits itself to:

- ensure an adequate working environment from the point of view of workers' health and safety;
- ensure protection of the environment and the prevention of all forms of impact taking into account applicable national and local laws.

The Company's activities must be conducted in accordance with international agreements and standards, laws, regulations, administrative practices and national policies concerning the protection of both workers' health and safety and the environment one.

Operational management must refer to environmental protection and energy efficiency criteria, pursuing the continuous improvement of health, safety and environmental protection conditions.

The Employer assesses the risks and provides adequate resources for risk prevention and protection and for constant updating and training at the various levels of responsibility.

Addressees, within the scope of their duties, actively participate in the process of risk prevention, environmental protection and public safety and health and safety protection for themselves, their colleagues and third parties, each contributing in their own way to sustainable development, striving to minimise the direct and indirect environmental impact of their activities.

The Addressees must implement the provisions of the procedures established by the ISO 14001 environmental management system.

### **3.2 PEOPLE RESPECT**

The management of interpersonal relations is aimed at protecting the psychophysical and moral integrity of its employees and collaborators, guaranteeing the right of working conditions that respect the dignity and freedom of each individual, social security, contribution and insurance treatment provided for by the regulations and employment contracts in force, as well as a working environment that values diversity in compliance with the principles of equality and non-discrimination.

Anyone who believes they have been harassed or discriminated for any reason (age, sex, race, health, nationality, economic conditions, political opinions and religious beliefs), can report the incident in accordance with the procedures provided by the SA8000 management system.

### **3.3 INFRASTRUCTURE**

Each Addressee is responsible for the protection and preservation of the tangible and intangible assets and resources entrusted to him/her for the performance of his/her duties. Any use of such assets and resources in conflict with the interests of the Company, or dictated by professional reasons unrelated to the working relationship with the same, is prohibited.

No employee or collaborator can make, or allow others to make, improper use of the properties and machinery assigned.

All equipment, whether mechanical or not, as well as any other instrument, including computers, provided by the Company for the performance of the tasks entrusted are to be considered work tools and therefore:

1. must be kept in an appropriate manner;
2. they must be used only for professional purposes in relation to the tasks assigned

The storage of files or documents not belonging to the company or otherwise having unlawful, insulting or discriminatory content or nature, or in breach of copyright regulations, is not permitted.

## **4. DATA MANAGEMENT AND PROTECTION OF PRIVACY**

### **4.1 PROTECTION OF DATA**

Information, data and know-how acquired during the performance of working activities by the Addressees, or by all those who have business relations with the Company, must remain strictly confidential and can't be disclosed, unless required by law or public authorities.

In particular, Addressees must not disclose any information that may undermine or compromise the image, interests and activities of the Company

Each Addressee is required to make strictly confidential use of the information and data acquired during business activities, refraining from using them to obtain personal advantages.

In any case, each Addressee must handle company information and data with the utmost diligence and attention. They must take the necessary and appropriate precautions to prevent those information and data from being made accessible to unauthorised people, both in and outside workplace.

Such information and data are exclusive property of Lemie and, therefore, it is the only one who can dispose of them in accordance with its interests and/or authorise their use, always under the same conditions, by third parties.

### **4.1 PRIVACY**

It is forbidden for all Addressees to process and use information relating to the Company, however learned and held for any reason, for purposes other than those permitted by law or which go beyond the ordinary performance of their professional duties, for example to pursue private ends or personal benefits or those of third parties.

It is also forbidden for all Addressees to:

- disclose confidential information outside the Company;
- issue any statement involving the Company, without the prior specific authorisation of the competent body, which must establish the methods of communication in compliance with the laws and regulations in force;
- make copies of documents containing Company information or remove documents or other archived material
- improperly destroying company documents and information



The duty of confidentiality must be observed also after leaving the service.

The Company makes specific documents to present itself. The use of these documents must be made in such a way as to represent completely and truthfully what they contain.

All company documents, e-mails and other materials containing company information, as well as all materials prepared with the use of such documents, are the property of the company and must be returned to the company at any time upon request or upon termination of employment.

The Company defines (and periodically updates) specific procedures for the protection of confidential information and personal data; In addition, it pays particular attention to the implementation of the principles and requirements regarding the protection of personal data as provided by European Regulation no. 679/2016 ("GDPR"), as well as the requirements and guidelines provided from time to time by the Italian Data Protection Authority and the European Data Protection Committee, in accordance with which it adopts the most appropriate measures art. 32 of the GDPR.

The Company has adopted an organisational structure for the management of personal data (of employees, collaborators, suppliers, customers, and any other subject entering into relations with it) that provides suitable and preventive security measures for all databases in which personal data are collected and stored, in order to avoid the risks of destruction and loss or unauthorised access or unauthorised processing, as well as a specific formalisation of the roles of the subjects involved. In particular, each employee and collaborator is required to strictly comply with the instructions given to him/her as authorised to process the personal data of the parties concerned and with the security measures adopted by the company.

Personal data are retained for the period of time strictly necessary in relation to the purposes pursued by the company and then destroyed in a manner that complies with company policy, in accordance with the rules contained in the GDPR.

## **5. CONDUCT AND RELATIONSHIPS WITH STAKEHOLDERS**

### **5.1 RELATIONSHIPS WITH PUBLIC ADMINISTRATION AND INSTITUTIONS**

When dealing with the Public Administration and Institutions, the Addressees must act in compliance with the laws, regulations, legislative decree 231/2001 and the Code of Ethics, i.e. according to principles of honesty, fairness, loyalty and transparency. It is absolutely forbidden for Addressees to adopt behaviour aimed at improperly influencing the decisions of the public body in order to obtain favourable treatment.

All existing activities with the Public Administration and Institutions must be documented and traceable, in order to facilitate the performance of the supervision and control activities delegated to each Supervisory Board and to the Board of Statutory Auditors (if appointed).

When participating in tenders called by the P.A., those acting in the name and on behalf of the Company must refrain from behaving in any way aimed at influencing the public body and orienting its decisions in favour of the Company.

In particular, unlawful payments and corruption practices, favouritism, collusive behaviour, direct and/or indirect solicitations, including through promises of personal benefits, towards any person belonging to the Public Administration or exercising public functions are forbidden.

The assumption of commitments, by the Company, with the Public Administration and Institutions, including the Supervisory Authorities, is exclusively reserved to the corporate functions explicitly appointed and authorised for this purpose.

### **5.2 RELATIONSHIPS WITH CLIENTS**

Customer satisfaction is the goal of the Company, which pursues its business success by offering quality services at competitive conditions. Therefore, the company's commercial policy is aimed at ensuring the quality of the raw materials used in the production process and of the products themselves. In addition, it aims at ensuring the reliability of the service, the safety of the products and of the processing conditions, all in full compliance with the provisions of the law, regulations and shared values.

When dealing with customers, there must be no misleading conduct that could mislead the customer about the technical and economic assessment of the products sold and services offered/supplied.

Relations with customers are inspired by the principles of good faith and loyal cooperation.

### **5.3 RELATIONSHIP WITH SUPPLIERS**

Suppliers are chosen on the assumption that they share the principles and values contained in this Code of Ethics, which they undertake to observe.

The primary objective is to promote the building of lasting relationships for the progressive improvement of performance as well as to grant equal opportunities to all stakeholders and ensure compliance with the principles of transparency and fairness, in order to allow maximum participation and competition among them.

As well as the selection of Suppliers, the determination of the purchase of goods and services and the formulation of the relevant purchase conditions must also be carried out in compliance with this Code of Ethics and are based on the assessment of objective parameters to ensure transparency, such as quality, price of the good or service, guarantees of assistance, timeliness and efficiency. When choosing suppliers, particular attention is paid to verifying their reliability and seriousness in terms of compliance with current legislation and the rules governing their activities.

Suppliers may be required to communicate the material characteristics and health and safety information of the products they supply, in accordance with relevant trade regulations and any specific national or international standards and generally accepted industry guidelines. In addition, Suppliers are required to comply with Reach (Registration, Evaluation, Authorisation of Chemicals), i.e. Regulation (EC) No 1907/2006 of 18 December 2006.

Suppliers may also be asked to provide information on the country of origin and on the sources of components and raw materials contained in the products they supply, so that compliance with applicable legal provisions, including international ones, can be verified.

Suppliers must therefore maintain reliable information, including any changes, on the origin and composition of the products they supply.

In the event that a Supplier behaves in a manner that is not in line with the principles set out in this Code of Ethics, the Company will take appropriate measures, including the termination of existing contracts and the preclusion of further opportunities for collaboration with the Company.

Purchasing processes are governed by specific corporate procedures that ensure traceability and transparency. In particular, the remuneration to be paid must be exclusively commensurate with the service indicated in the contract and payments may in no way be made to a person other than the contractual counterpart.

It is expressly forbidden for Addressees (directly or through third parties) to offer or receive to/from anyone any gift that may even only be interpreted as exceeding normal commercial or courtesy practices, or intended to obtain favourable treatment in the conduct of any activity connected with the Company.

### **5.4 RELATIONS WITH EMPLOYEES AND TRADE ASSOCIATION**



The Company's staff is required to be fully aware of the Code of Ethics and the principles contained therein, as well as to keep up to date with any subsequent amendments.

The Company is convinced that its value is determined by its employees, therefore it undertakes to guarantee the protection of dignity and integrity in compliance with the principles of equal opportunities, with special regard to the disadvantaged.

No form of discrimination or favouritism is allowed on the basis of membership of trade unions, associations and political parties, or on the basis of political, party or religious beliefs.

Employees must comply with current legislation, the applicable National Collective Agreement and the principles set out in this Code of Ethics. They must also report any violations of which they become aware in the course of their work. They have the right and the duty to consult with their managers for any clarification concerning the interpretation and correct application of the rules and principles contained in this Code of Ethics.

Except for cases where this is expressly stated by law, the Addressee who reports unlawful conduct to the Supervisory Board or, in any case, conduct contrary to the Code of Ethics and to the provisions contained in the relevant Organisational Model pursuant to Legislative Decree no. 231/2001, of which he/she has become aware as a result of his/her relations with the Group, cannot be discriminated against or penalised in any way and his/her anonymity must be guaranteed.

Everyone has the right to choose the trade union organisation, association or political party to which they wish to belong on the basis of their needs, beliefs, ideologies, in compliance with the laws in force and company procedures.

The Company gives primary and qualifying value to training and dedicates adequate resources and tools to achieve the defined objectives with particular attention to the legal requirements.

All Addressees must compulsorily participate in the planned training initiatives.

### **5.5 RELATIONSHIPS WITH SHAREHOLDERS AND SUPERVISORY BODIES**

Relations with partners and shareholders are regulated by law with a view to safeguarding the interests of minorities and of all Addressees, in compliance with the general principles set out in Legislative Decree 231/2001 and with the values enshrined in this Code of Ethics.

The performance of control and/or auditing activities assigned to shareholders, other corporate bodies or auditing companies must be facilitated by the provision of all information or documents requested.

### **5.6 RELATIONSHIPS WITH SURROUNDING SOCIAL CONTEXT**

The Company is aware of the influence that its activities can have on the surrounding social context; consequently, the Company is committed to programmes and initiatives also in collaboration with local public institutions.

### **5.7 RELATIONSHIPS WITH COMPETITORS**

Relations with competitors, both nationally and internationally, must be loyal, honest and fair. In any case, the Company deals with competitors in such a way as to preserve its tangible and intangible assets, the integrity of its rights, the enhancement of its human assets and corporate resources, the development of know-how and corporate values.

The Company refrains from collusion and predatory behaviour or any form of abuse.

## **6. CODE OF ETHICS IMPLEMENTATION AND SANCTION SYSTEM**

All Addressees are required to learn the content of this Code of Ethics and to comply with its provisions. This Code of Ethics is published on the company website. The Company

undertakes to promote and maintain an adequate internal control system in order to ensure compliance with the Code of Ethics and to monitor events or circumstances that could generate violations of the latter.

Since every level of the organisational structure shares the responsibility for setting up and overseeing the effective implementation of the internal control system, all Addressees, within the scope of their functions and responsibilities, are committed to defining and actively participating in the proper functioning of the internal control system.

The observance of the rules of this Code of Ethics is to be considered an essential part of the contractual obligations of all employees pursuant to Article 2104 of the Italian Civil Code. Therefore, their violation may give rise to the application of disciplinary sanctions and any other consequence of the law.

Sanctions are applied in compliance with the provisions of the law and collective bargaining. These sanctions are the responsibility of the relevant corporate functions and are proportional to the seriousness and nature of the facts.

To ensure compliance with the principles contained in this Code of Ethics, contracts with suppliers and consultants will include special clauses binding compliance with these principles. Therefore, the violation of the rules of the Code of Ethics may be considered a breach of contractual obligations, with all the consequences of the law, including the possible termination of the contract and/or assignment of consequent compensation for damages.

Al management aziendale, sul quale ricade il compito di indirizzo, direzione ed esempio nei confronti dell'intero organico aziendale, è richiesta l'approfondita conoscenza del presente Codice Etico e delle sue modalità di applicazione. In caso di violazione del presente Codice Etico da parte dei soggetti apicali della Società, la Direzione Aziendale prenderà con la massima tempestività i provvedimenti del caso nel rispetto delle vigenti disposizioni di legge e regolamentari.

Company management, which has the task of guiding, directing and setting an example for the entire workforce, is required to have a thorough knowledge of this Code of Ethics and its application methods. In the event of any violation of this Code of Ethics by the Company's top management, the Company Management will take the appropriate measures as soon as possible in accordance with the applicable laws and regulations.

Anyone who learns of violations of the principles established by the Code of Ethics is obliged to promptly report them according to the procedures established by the SA 8000 management system.

The Company also guarantees the confidential management of anonymous reports and undertakes not to take any retaliatory action against the person reporting.

01/12/2021

Chief executive officer

Bettinelli Giuseppe