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## **SECTION 1 – APPLICATION FIELD**

This Code of Conduct, hereinafter also referred to as just "Code", imposes rules of conduct to be applied to all those who, employees or consultants, of any qualification or in any capacity, establishes direct or indirect relationships with the Company, in a stable or temporary manner, or in any case they operate to pursue the company objectives, in accordance with the principles contained in the policy for quality, the environment, health, safety and social responsibility of Cogeme Italia srl. They will be generically referred to below as "Receiverss".

All Receiverss have to know this Code, they have to contribute to its implementation, its improvement and its diffusion. The Company undertakes to distribute a copy of this Code to all employees and / or consultants and / or to third parties and to disseminate their contents and their objectives.

3. The adoption of this Code has the primary objective of recommending and promoting a high level of professionalism and to forbid those behaviors that are in contrast not only with regulations, but also with the values that the Company intends to promote. The individual and collective behavior of the employees and consultants of the Company must therefore be in harmony with the company policies and must be translated concretely into collaboration, social responsibility and compliance with the current legislation following the standards of behavior identified by the Code.

## **SECTION 2 – GENERAL PRINCIPLES**

1. The Receivers of this Code undertake:

- to adapt their conduct to the principles of good performance and impartiality, to carry out their duties in compliance with the law, regulations and company provisions, pursuing the corporate interest without abusing the position and powers they hold;
- to respect the principles of honesty, correctness, courtesy, diligence, professionalism, loyalty, good faith, proportionality, objectivity, transparency, equity and plausibility and to act in a position of independence and impartiality, abstaining in case of conflict of interests;
- not to use, for private purposes, the information they have arising from their duties, to avoid situations and behaviors that may hinder the right performance of their work or that may harm the interests or the image of the Company; prerogatives and powers must be exercised only for purposes of general interest for which they were conferred;
- to carry out their work and / or their functions by directing the activity to the maximum cheapness, efficiency and efficacy; resource's management must try to get the best quality of results, while considering the necessary cost containment;
- to ensure, in relations with others, the same treatment at the same conditions, refraining from arbitrary actions that could have negative effects on the speakers or that could involve discriminations based on sex, nationality, residence, ethnic origin, genetic characteristics, language, religion or creed, personal or political beliefs, belonging to a national minority, disability, social or health conditions, age and sexual orientation or on other factors;

- To have a respectful and sensitive behavior towards others, avoiding working under the effect of alcoholic and narcotic substances or similar one and to consume or give such substances at any title during working time;
- To provide the service agreed in the contract, coherently with the tasks, objectives and responsibilities assigned,
- To contribute to the creation of a professional environment in which all colleagues feel positively involved in achieving corporate goals.

2. The Company undertakes to ensure fairness and equality in the treatment and recognition of the value of human resources, diligence, transparency, honesty, confidentiality and impartiality, in the performance of business activities and to protect the person and the environment. In particular it undertakes:

- to offer equal employment opportunities to all employees and consultants on the basis of professional qualifications and ability to perform, without discrimination based on ethnicity, religion, opinions, nationality, sex, age, physical and social conditions;
- to undertake that in internal and external work relationships will neither be given sexual harassment nor behaviors or initiatives that create an intimidating, hostile or isolated working environment towards individuals or groups of workers that could interfere negatively with performance of other people's work or hindering the prospects of work and / or career, for mere reasons of professional competitiveness;
- To develop the skills and competences of each employee and consultant with training and updating courses;
- To guarantee a fair treatment based on merit and competence criteria;
- To protect information related to employees and consultants generated or acquired inside and outside the Company and to activate any useful behavior to avoid improper use of such information;
- To promote and protect the health and safety of its employees and consultants.

### **SECTION 3 – GIFT, REWARDS AND OTHER BENEFITS**

1. Receiverss don't ask for or request gifts or other benefits for themselves or for others.
2. Receiverss don't accept gifts or other benefits for themselves or for others, except those of moderate value, occasionally given in a context of normal courtesy relationships and in a context of international customs. Usual gifts made for weddings, baptisms, retirements, and so on are permitted instead. In any case, regardless of the fact that it would be a crime, Receiverss don't ask, for themselves or for others, gifts or other benefits, not even of moderate value, as compensation to do or for having done something, during their working activity, that allows persons to get benefits from their decisions or activities.
3. The Receivers don't accept, directly or indirectly, gifts or other benefits for themselves or others from their subordinates, except those of moderate value. The Receiverss don't offer, directly or indirectly, gifts or other utilities to their superordinate, except for those of moderate value.
4. Gifts and other benefits received outside the cases permitted by this article have immediately to be available to the Company by the same Receivers to whom they are received, to be returned or to be donated for institutional / charity purposes.

#### **SECTION 4 – CORRUPTION'S PREVENTION**

1. The Receivers respect the proceedings necessary to the prevention of illicit in the Company. In particular, the Receivers respect the disposition contained in this Code and report to the Human Resources office ([vera.carlomusto@cogemeset.eu](mailto:vera.carlomusto@cogemeset.eu)) or to Company Management ([info@cogemeset.eu](mailto:info@cogemeset.eu)) any illegal situations in the company, of which they have come aware.
2. The communication must be as detailed as possible. In cases of oral communication, Human Resources or the Management must write down a summary.
3. The Company Management adopts the necessary measures to protect the anonymity of the person reporting this information.
4. In case of disciplinary proceedings, the identity of the informant cannot be revealed without his written consent.

#### **SECTION 5 – BEHAVIOR IN PRIVATE RELATIONSHIPS**

1. In private relationships, including extra-business relationships, the Receivers neither exploit nor mention their position in the Company in order to obtain benefits that aren't their responsibility and don't assume any other behavior that could harm the image of the Company.
2. The Receivers don't make public, also through the use of the internet (forums, blogs, social networks) statements regarding work, that can let to understand that they are referred to the Company, as well as judgments or appreciations that could damage the image of the Company itself.
4. The Receivers don't issue statements directly to the media regarding the work activity and / or that of the Company, unless through the Legal Representative of the Company.

#### **SECTION 6 – BEHAVIOR AT WORK**

1. The Receivers, unless a justified reason, don't adopt behaviors such as to let some activities or some decisions pertaining to them, to fall on other employees or consultants.
2. The Receivers undertake to respect working hours, if they are employees, unless a justified reason, and try to limit their absences from the workplace, doing it only if strictly necessary, in compliance with the conditions provided for by law, regulations and collective agreements. If they are consultants, they undertake also to devote adequate resources, in terms of time and devotion, to the tasks assigned to obtain the related objectives.
3. The Receivers use the material and equipment available to them in accordance with their intended use and in order to protect their conservation and functionality; they use computers and telephones of the office with the maximum diligence and in compliance with the constraints set by the Company.

**SECTION 7 – SUPERVISION, MONITORING AND EDUCATIONAL ACTIVITIES**

1. The application of this Code is supervised by the Human Resources Manager and by the Company Management with the support of the department heads / supervisors.
2. The Company, in the context of training activities, undertakes to organize special meetings on the subject of transparency and integrity, which allow its employees to gain a full knowledge and awareness of the contents of this Code, as well as a systematic update on the proceedings and on the provisions applicable in this area.

**SECTION 8 – RESPONSABILITY DUE TO THE VIOLATION OF CODE’S DUTIES**

The rules contained in this Code integrate the behavior that the employee must observe by virtue of the civil and criminal current laws and the obligations provided by collective bargaining and that of second level.

The violation of the rules of the Code affects the trust relationship established with the Company and constitutes a breach of the contractual obligations of the employment relationship or of professional collaboration, causing possible profiles of disciplinary, civil or criminal liability.

In the most serious cases, the violation of this Code can also lead to the resolution of the employment relationship, if carried out by the employee, or the resolution of the Contract, if carried out by a consultant or a third party (for example a customer or a supplier ).

In particular, any behavior of external consultants (companies, consultants, partners, various independent consultants, and so on) that is in conflict with the principles of this Code, determines the consequences provided for by the contract in terms of sanctions, penalties and resolution of the negotiation constraint. To this end, in the various contracts (of supply, cooperation, consulting, services, tenders, etc.) will be inserted specific provisions or clauses for resolution or relationship’s resolution to guarantee the enforceability of the behaviors prescribed in this Code also by the external consultants.

**SECTION 9 – FINAL INSTRUCTIONS**

1. The Company undertakes to spread this Code of Conduct as widely as possible, by publishing it on its website and transmitting a copy, by any means, to all its employees, consultant and third parties.
2. The Company gives their employee and their Consultant a copy of this Code, asking them to give back a signed copy of it.  
The adoption of this Code completes and enriches the rules contained in the Internal Regulation, of which it constitutes an attachment, and replaces any other Codes of Conduct previously adopted by the Company.

For receipt and delivery of the Code of Conduct:

....., the .....

The employee or consultant or third party