
CODE OF ETHICS



Gi Di Meccanica



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Rev.	Date	Changes
3.1	15 / 03 / 2021	Added definition of ethics committee
3.0	27 / 05 / 2019	Modified escalation policy
2.0	07 / 07 / 2018	Modified escalation policy
1.0	01 / 01 / 2017	First issue



1 — PURPOSE

In line with the framework outlined by the European Union, Gi.Di. Meccanica S.p.A. is committed to developing and implementing all initiatives that contribute to promoting Corporate Social Responsibility. In this sense, it has chosen to adopt socially responsible behaviours, also through the use of this corporate Code of Conduct.

Gi.Di. Meccanica S.p.A., aware that ethical behaviour is both a core value and a prerequisite for the Company's success and that principles such as honesty, moral integrity, transparency, reliability and sense of responsibility represent the fundamental basis of all activities that characterize its mission, sets out the guidelines that must govern conduct in internal and in external relationships.

In particular, the ethical principles of this Code assume considerable importance, contributing to affirming the Company's credibility in the civil and economic context in which it operates, and translating the appreciation of the values that characterize the Company's way of operating into competitive advantage.

2 — SCOPE OF APPLICATION

The Code of Ethics applies to the Directors, all employees of Gi.Di. Meccanica S.p.A. and all individuals who are permanently or temporarily engaged with Gi.Di. Meccanica S.p.A. (hereinafter referred to as the "recipients"). The Code outlines the standards of conduct that must be observed in the course of carrying out professional activities and represents the guidelines to be followed in relations with colleagues and customers, suppliers and partners, other Companies, Public Entities and Institutions, political and trade union Organizations and the media.

Gi.Di. Meccanica S.p.A. undertakes to disseminate the Code to all recipients, who observe its contents, and to prepare all possible tools that favour its full application.

3 — GENERAL PRINCIPLES

Relationships and behaviours, at all Company levels, must be based on principles of honesty, fairness, transparency, confidentiality, impartiality, diligence, loyalty and mutual respect. Recipients must avoid activities, even occasional ones, that may give rise to conflicts with the interests of Gi.Di. Meccanica S.p.A. or that could interfere with the ability to make decisions consistent with Company's objectives. In particular, all recipients are required to:

- avoid situations where personal interests could generate conflicts of interest with those of Gi.Di. Meccanica S.p.A.;
- not pursue, in carrying out their work activities, personal interests in conflict with those of Gi.Di. Meccanica S.p.A.;
- not use, for their or any third party's benefit, directly or indirectly, business opportunities intended for Gi.Di. Meccanica S.p.A.;
- not accept donations, favours, or benefits of any kind, with the exception of gifts and acts of commercial courtesy of modest value, provided they are not aimed at acquiring improper advantages;
- not make monetary or non-monetary donations, except for gifts and acts of commercial courtesy of modest value;
- not conduct business in competition with Gi.Di. Meccanica S.p.A.;
- operate in relations with third parties in compliance with the law, the rules of conduct of this Code, and internal rules and procedures;



- not use information acquired while performing Company duties to obtain advantages, either directly or indirectly, and avoid any improper and unauthorized use;
- not engage in behaviours that may advantage competing Companies.

In case there are doubts about the conduct to be adopted, each recipient is required to contact their line manager, if they are employees, or their Company contact person, if they are third parties.

4 — PROTECTION OF WORKERS' RIGHTS

Each recipient, within their role, is committed to fostering a workplace free from prejudice and respectful of individual identity. They are expected to actively contribute to maintaining an internal climate that guarantees all individuals' dignity.

The relationships between the employees of Gi.Di. Meccanica S.p.A. are based on values of civil coexistence and take place with respect for individuals' rights and freedoms and with the fundamental principles that affirm equal social dignity, without discrimination based on nationality, language, gender, race, religious belief, political and trade union affiliation, physical or psychological conditions.

Relationships between employees, regardless of responsibility levels, take place with loyalty, fairness and respect, without prejudice to roles and different Company functions. Each organizational unit manager is required to exercise the powers connected to their Company position with objectivity and balance, taking care of the professional growth of their collaborators and the improvement of working conditions. Each employee is required to be collaborative, fulfilling their duties with responsibility, efficiency and diligence.

5 — PROTECTION OF COMPANY'S ASSETS

Each recipient is responsible for the protection and conservation of the Company's assets, both tangible and intangible, entrusted to them for the performance of their duties, as well as for their proper use in accordance with the Company's legitimate purposes.

The information that flows into periodic reports and into the general and analytical accounting must respect the principles of transparency, fairness, completeness and accuracy. In this regard, each recipient is required to collaborate in the correct representation of Company's activities.

Recipients who become aware of any omissions, falsifications or inaccuracies in information or documentation must report such instances to the appropriate verification bodies through their line manager, if they are employees, or their Company contact person, if they are third parties.

Information, documents, data and know-how may only be acquired, used or communicated by individuals who are either generally authorized by virtue of their Company role or function, or specifically appointed for such purposes.

6 — PROTECTION OF WORKPLACES

Gi.Di. Meccanica S.p.A. undertakes to guarantee, in compliance with current legislation on the protection of working conditions, a healthy and safe work environment for employees, adopting all necessary measures.

Recipients are required to comply with all health, safety and prevention measures implemented by the Company.



7 — ENVIRONMENTAL PROTECTION

Gi.Di. Meccanica S.p.A., in compliance with current regulations, is committed to adopting all measures aimed at reducing the environmental impact of its activities.

It undertakes to implement measures aimed at raising awareness among all recipients about the importance of protecting and respecting the environment.

8 — ETHICAL STANDARDS TOWARDS THIRD PARTIES

8.1 — Relations with customers and suppliers

In relations with customers and suppliers, each recipient represents the Company, of which they are an integral part. Customer care is provided with competence, professionalism, courtesy, transparency, fairness and impartiality, in the awareness that meeting the expectations and building trust in the Company are of fundamental importance. The excellence of the products and services offered, along with the commitment to providing prompt and qualified responses to requests, are key elements that distinguish the Company's relationship with its customers. Relations with suppliers are based on principles of impartiality, cost-effectiveness, transparency, loyalty and fairness, avoiding any relationships that could result in personal gains or conflicts of interest. The selection of suppliers is guided by criteria of opportunity, efficiency and cost-effectiveness for Gi.Di. Meccanica S.p.A.

8.2 — Relations with Institutions and Public Administration, Entities, Associations, Political and Trade Union Organizations

Relations with Institutions and Public Administration, Entities, Associations, political and trade union Organizations are based on principles of fairness, impartiality and independence and are managed exclusively by the Company's competent functions. Without prejudice to the trade union rights provided for by current laws and contractual regulations, each recipient must be aware that any involvement in political activities is strictly personal, must take place in their free time, at their own expense and in compliance with the law. Gi.Di. Meccanica S.p.A. does not provide direct or indirect contributions to parties, movements, committees or organizations, of a political or trade union nature, nor to their representatives.

8.3 — Relations with the media and representation

The Company's relations with the media are exclusively reserved for the functions specifically appointed for this purpose, or for recipients expressly authorized by them, and must be conducted in line with Company's communication strategies.

Information and communications must be accurate, clear and consistent with one another, and must comply with confidentiality obligations related to business conduct. Participation, in the name or on behalf of Gi.Di. Meccanica S.p.A., in events, committees and associations of any kind, be they scientific, cultural or industry-related, must be duly authorized in accordance with established procedures.

9 — INTERNAL CONTROL SYSTEM AND CODE VIOLATIONS

The internal control system is implemented through the set of tools and procedures designed to guide, manage and monitor the activities of Gi.Di. Meccanica S.p.A., aligning them with the



achievement of Company's objectives and the prevention of related risks. The overall control system ensures compliance with laws, internal procedures, corporate strategies and policies; it also supports the achievement of established objectives, safeguards the Company's tangible and intangible assets, promotes effective and efficient management and ensures the reliability of accounting and management information, both internally and externally.

To this end, every operation and transaction must be duly authorized and recorded, and must be verifiable through appropriate supporting documentation. All recipients of the Code of Ethics are responsible for the correct functioning of the internal control system, within the scope of their duties. Each employee must promptly inform their line manager of any circumstances that may hinder the proper management of work activities.

The effectiveness and functionality of the internal control system are ensured by the supervisory and control activities carried out by the competent Company's functions. Violations of the Code of Ethics compromise the relationship of trust established with Gi.Di. Meccanica S.p.A. and may lead to disciplinary or legal actions against the recipients, in accordance with applicable law and contractual provisions.

10 — ANTI-CORRUPTION POLICY

The Company is committed to preventing situations in which its top management or business partners are, or may appear to be, in conflict of interest with respect to the contractual or fiduciary obligations linked to their roles, as outlined in the Company's Code of Ethics (3). Combating corruption is a responsibility shared by all recipients of the Code of Ethics and the Organizational Model, not only to avoid any unlawful act or criminal offence, but also to ensure the highest quality standards and fair compensation in the supply and receipt of goods and services. For this reason, the Company's relations with customers, suppliers, Public Institutions and Public Administrations are based on principles of fairness, transparency and collaboration. Any behaviour that could be construed as collusive, or that may compromise the principles expressed in the Company's Code of Ethics, is strictly prohibited. The following principles apply to both employees and corporate bodies of Gi.Di. Meccanica S.p.A., as well as to external collaborators and employees of customer or supplier companies ("Partners"). In general, it is forbidden to engage in, collaborate in or incite conduct which, whether individually or collectively, could directly or indirectly constitute a criminal offence. Any violations of the general principles enunciated here ("Anti-Corruption Policy") or of the provisions of the Code of Ethics are also strictly prohibited. In particular:

10.1 — Provision of monetary and non-monetary benefits

It is forbidden to offer any undue advantage of any nature (money, promises of employment, etc.) in favour of representatives of the Italian or foreign Public Administration, Partners or their close relatives, aimed at acquiring preferential treatment in the conduct of any Company activity or that could otherwise influence their independence of judgment or induce them to ensure any advantage for the Company.

10.2 — Gifts

It is forbidden to offer gifts, courtesies or hospitality to public officials, public employees, public service appointees and Partners' employees, except within the limits of a modest value and, in any case, such that neither party's integrity or reputation is compromised, and that would not be perceived by an impartial observer as intended to improperly obtain an advantage.



10.3 — Acceptance of monetary and non-monetary benefits

It is forbidden to receive money, gifts or any other benefit, or to accept the promise thereof, from anyone who intends to establish a relationship with the Company in order to obtain unduly favourable treatment.

10.4 — Hiring

The Company cannot hire employees of the Public Administration, the State, or the European Communities, regardless of their role or level, nor their spouse or relatives (including ascendants, descendants, siblings, uncles, nephews), or former employees, within three years following the completion of an act by any of these individuals, from which the Company derived an advantage, if this act was aimed at obtaining an improper benefit for the same.

10.5 — Commercial incentives

Any financial or other incentive must comply with common market practices in the country of reference, must not exceed the permitted value limits and must be approved according to internal procedures. The granting of commissions, discounts, credits and allowances must be in accordance with current regulations and officially recognized upon the presentation of proper supporting documentation. It is forbidden to promise or provide benefits or other similar incentives tied to performance targets that are clearly unmotivated and unattainable.

10.6 — Services

It is forbidden to perform services in favour of External Collaborators and Partners that are not adequately justified by the contractual relationship established with them. Similarly, it is prohibited to pay compensation to them that is not reasonably aligned with the type of services rendered and with prevailing local practices.

10.7 — Cash usage

No payment exceeding 1,000 euros can be made in cash, either in Italy (where this is the legal limit) or abroad.

10.8 — Documentation

Each document, recording a fact or an evaluation within activities sensitive to the Anti-Corruption Policy, must be signed by its author or otherwise clearly attributable to that person. All documentation must comply with applicable regulations.

11 — ESCALATION POLICY

The escalation process enables employees or interested parties to report unethical behaviours beyond their immediate line manager.

At Gi.Di. Meccanica S.p.A., every employee is entitled to report unethical behaviour.

Recipients who identify or become aware of possible unlawful conduct or irregularities carried out during, or impacting, Company activities by subjects connected to Gi.Di. Meccanica S.p.A, must promptly activate the following policy by reporting the facts, events and circumstances. Reports must be made in good faith, based on reasonable factual elements.



A 'Report' refers to the communication of possible illicit behaviours, commissive or omissive, that constitute or may constitute violation or inducement to violate laws and/or regulations, values and/or principles sanctioned in the Code of Ethics of Gi.Di. Meccanica S.p.A.

The Report must be detailed and supported by sufficient and appropriate documentation to enable an effective verification of the reported facts. It is particularly important that it includes, if known by the Reporter:

- a. a detailed description of the events and how they were discovered;
- b. the date and place where the event occurred;
- c. the names and roles of the individuals involved, or identifying elements;
- d. names of any other people who may provide testimony of the facts reported;
- e. references to any documents that can confirm the validity of the reported facts.

To facilitate the formalisation of the report, the form MD-10-061 'Reporting of violations of the Code of Ethics', must be used and sent to the Code of Ethics Guarantor.

The Guarantor of the Code of Ethics for Gi.Di. Meccanica S.p.A. is the Sole Director, to whom all reports must be addressed.

The Report must be submitted by one of the following methods:

- by email: segnalazionecodiceetico@gidimeccanica.com
- by paper letter, addressed to: GI.DI.MECCANICA SPA – via Toniolo n.29 -31028 VAZZOLA (TV) to the Guarantor of the Code of Ethics;

During the investigation phase, the Guarantor may contact the reporter for any necessary further information.

The reports received by the Guarantor of the Company's Code of Ethics will be analysed together with the Ethics Committee (composed of representatives from Human Resources and the Management Group), and any decisions will be evaluated and applied on a case-by-case basis.

12 — REFERENCES

Legislative Decree No. 231/2001 (D.Lgs. 231/2001)

MD-10-061 "Reporting of violations of the Code of Ethics"

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