



## CODE OF ETHICS pursuant to Legislative Decree 81/08



ACRONYM	FUNCTION	DRAFTING	CHECKING	APPROVAL
<b>SIC</b>	<b>Safety</b>	X	X	
<b>HERE</b>	<b>Quality</b>	X	X	
<b>DIG</b>	<b>Direction General</b>		X	X
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## 1. SCOPE OF APPLICATION

The Code of Ethics defines the principles and models of conduct of the Company's business as well as the commitments e Responsibilities of the collaborators.

Represents Furthermore an essential element of the organization model, Management and Check, adopted from Fabrizio Carlotto and constitutes integrant part on the floor of the expression And communication of the values And from the fundamentals rules of conduct.

### 1.1. Recipients of the Code of Ethics

The provisions contained in the Code of Ethics are applied by all subjects (shareholders, employees, collaborators, service companies and third parties) who, according to the principles of sound and prudent management and in compliance with regional, national and community laws, as well as policies, plans, regulations, and internal procedures contribute to the Mission of Fabrizio Carlotto

In particular, it is the duty of all recipients:

- Know the content of the Code of Ethics, understand the meaning and take action to ask for any clarifications regarding it.
- Conform the performance of one's duties within the scope of one's responsibilities to the principles set out in the Code of Ethics.
- Avoid behavior that is contrary to the principles of the Code of Ethics, or the procedures envisaged in the Model, even if held in the belief that they are acting to the advantage or in the interest of the Company.

Fabrizio Carlotto undertakes to equip itself with the most appropriate tools so that the Code of Ethics is effectively disseminated and fully applied by recipients and third parties.

### 1.2. Ways to consult the Code of Ethics

The Code is brought to the attention of all the Company's stakeholders and can also be consulted on the Company's website and as a document present in management.

## 2. REFERENCE PRINCIPLES

The conduct of business and corporate activities must be carried out within a framework of:

- Transparency: all operations, actions and behaviors implemented by the Organization in carrying out its work activities are based on correctness, transparency, maximum clarity and truthfulness, and legitimacy from a formal and substantial point of view.



- **Honesty:** in relationships with partners, employees, suppliers and third parties; constitutes an essential element of good corporate management.
- **Impartiality:** in adopting its decisions, the Organization is inspired by the protection and promotion of human rights, avoiding any form of discrimination in relation to age, sex, health conditions, race, nationality, political opinions and religious beliefs of their interlocutors.
- **Entrepreneurship:** business objectives, the promotion and implementation of projects and investments must be based on cost-effectiveness and efficiency criteria to provide solutions and services with a high quality/cost ratio as well as to increase the asset, management and technological values of the company Fabrizio Carlotto S.r.l.
- **Mutual respect:** all recipients' activities are carried out with mutual respect.
- **Traceability:** all the Company's activities are adequately recorded in order to allow verification of the decision-making, authorization and implementation processes.
- **Customer satisfaction:** without prejudice to the ethical principles of reference, Fabrizio Carlotto affirms the importance of achieving total customer satisfaction for the products and services provided. To achieve this, the Company pursues the definition and maintenance of high-quality standards in relation to the market, the constant commitment to the innovation of processes and services, the monitoring of customer satisfaction, with respect to which it undertakes to ensure business continuity.
- **Value of human resources:** Fabrizio Carlotto promotes and protects the value of human resources, with the aim of maximizing satisfaction and increasing professionalism, while respecting the dignity of the person. It values "know-how" and "know-how" as initiatives for developing and maintaining leadership in one's sector and as a guarantee of reliability towards customers.

### **3. PRINCIPLES INHERENT TO THE MANAGEMENT OF FABRIZIO CARLOTTO S.r.l.**

The company implements administrative, accounting, and financial management aimed at ensuring business continuity in the interests of members, employees, recipients, third parties and in general all stakeholders.

The company accounting system guarantees the registration of every operation of an economic/financial nature in compliance with the principles, criteria and methods of drafting and keeping accounts dictated by current regulations. Each accounting operation must therefore be supported by suitable documentation certifying the activity carried out, to allow:



- Easy accounting registration.
- The identification of the origin or formation of the documents.
- The accounting and mathematical reconstruction of operations.

The Company requires that the inclusion of all items in the financial statements arises from unconditional compliance with all current regulations regarding the preparation and evaluation of the financial statements.

In particular, employees responsible for processing accounting balances are required to control or promote the control of all accounting operations involved in producing the balances, also with a view to reducing the possibility of error.

Furthermore, since Fabrizio Carlotto conforms to the values of honesty and transparency, anyone involved in any capacity in the drafting of company documents, both accounting and administrative, is required to produce only material facts that correspond to the truth and must not in any way remain silent or alter information on the economic, financial, employment or equity situation of the company. Anyone who becomes aware of omissions, falsification or negligence of the accounting records or documents referred to in the previous point or of the supporting documentation must immediately notify the Management (Owners).

## 4. RELATIONSHIPS WITH THE EMPLOYEES

### 4.1. Principles general

Each member, employee and collaborator must act loyally and in good faith, respecting the obligations signed in the employment contract and ensuring active and intense collaboration, according to the directives of Fabrizio Carlotto, as well as knowing and observing the ethical standards contained in this code of ethics, their conduct towards respect, cooperation, and mutual collaboration.

All actions, operations, and negotiations and, in general, behaviors implemented in carrying out work activities must be based on the principles of honesty, correctness, integrity, transparency, legitimacy, clarity and mutual respect as well as be open to checks and controls according to current regulations and internal procedures, including audits of management systems also carried out by customers, in particular in the automotive sector.

All activities must be carried out with professional diligence. Everyone must provide professional contributions appropriate to their assigned responsibilities. Directors accept the position when they believe they can dedicate the necessary time to diligently carrying out their duties, also taking into account the number of director or auditor positions they have held in other companies.



The staff must know and implement the provisions of the Company regarding quality, environmental protection, safety and hygiene at work and protection of privacy, in relation to the function performed and/or the level of responsibility assumed.

#### 4.2. Personnel selection

Fabrizio Carlotto is committed to developing the attitudes and potential of its staff in carrying out their skills so that the abilities and legitimate aspirations of individuals are fully realized in the achievement of company objectives.

Also, for this reason, Fabrizio Carlotto is committed to guaranteeing the same job opportunities to all employees based on their skills and professional qualifications without discrimination and/or favoritism.

Furthermore, Fabrizio Carlotto provides for the optimization of the use of human resources, aligning its decision-making processes on the matter with the criterion of seeking maximum efficiency and achieving objectives, in compliance with the customer's requirements and applicable mandatory ones.

#### 4.3. Rules Of conduct

Employees and collaborators cannot be exempted from compliance with the provisions of this Code of Ethics.

Employees fulfill their official duties with professionalism in accordance with the obligations signed in the employment contract concluded with the Company and the internal organizational rules adopted, in accordance with the requirements and needs of the customer.

In carrying out their work activities, they undertake to maintain conduct consistent with the principles of discipline, dignity and morality, avoiding any situation that could lead to conflict situations.

Violation of these provisions constitutes failure to fulfill the obligations deriving from relationships maintained in any capacity with the Company and, therefore, a disciplinary offense punishable by sanction.

All actions, operations and negotiations and, more generally, the behaviors implemented in carrying out work activities must be based on the principles of honesty, correctness, integrity, transparency, legitimacy, clarity and mutual respect.

Employees are prohibited from receiving money, gifts or any benefit, even of modest value or constituting practices - practices of mere courtesy from suppliers and third parties.

Fabrizio Carlotto, therefore, undertakes to inform the recipients of the principles contained in this Code of Ethics regarding the company policy on the matter.



The Company requires that in internal and external working relations there is no harassment of any kind towards members, employees, suppliers, customers or visitors. Harassment means any form of intimidation, threatening behavior or verbal offense that is an obstacle to the peaceful performance of one's duties or the abuse of the position of authority by the hierarchical superior.

The Company also requires that in internal and external working relations there is no discrimination of any kind against members, employees, suppliers or third parties, linked to differences in sex, race, language, religion or political opinions, personal or social conditions.

Any form of sexual harassment or violence or violence referring to personal or cultural diversity is prohibited.

The following conduct is considered as such, by way of example and not exhaustively:

- Subordinate any decision of relevance to the recipient's working life to the acceptance of sexual favors or to personal or cultural differences, or to political or trade union opinions.
- Induce your collaborators to sexual favors through the influence of your role.
- Interfering unjustifiably in the work activities of others, including by hindering the application of the internal rules adopted (e.g. work procedures).
- Propose private interpersonal relationships despite expressed or reasonably evident non-appreciation.
- Allude to disabilities and physical or mental impairments or to forms of cultural, religious, political, or sexual orientation diversity.

Anyone who, in providing their services to Fabrizio Carlotto, believes they have been subjected to harassment or discrimination for any reason can report the incident to the Human Resources Manager. Any act of retaliation against anyone who complains or reports such unfortunate facts is prohibited.

The Company promotes and enhances a system of continuous training and updating, as well as professional, ethical, moral, environmental, health and safety matters as well as customer requirements.

#### **4.4. Standards of conduct for managers and heads of corporate structures and functions**

The managers and managers of the various structures undertake to create an adequate workplace from the point of view of the safety and health of employees as well as an environment free from prejudice and any form of intimidation, in which each individual is considered as a member of a "team", respecting its moral principles, avoiding it from suffering illicit conditioning or undue inconvenience.



For these reasons, in carrying out their work, managers must behave towards colleagues and third parties based on the following values:

- Manage and resolve complexities.
- Make decisions based on principles of sound and prudent management.
- Knowing how to delegate, control and inform.
- Knowing how to criticize constructively.
- Oriented towards continuous improvement, change and innovation, customer satisfaction.
- Establish a point of reference.
- Collaborate to create a climate in which all colleagues feel welcome and encouraged to achieve their professional goals.
- Transmit values and knowledge.
- To be respectful.
- Commit to observing and spreading the culture of ethics expressed by this code.
- Don't abuse your corporate position.

#### **4.5. Abuse of alcohol or drugs**

Fabrizio Carlotto prohibits each employee or collaborator from abusing alcoholic substances during working hours and before carrying out work activities; furthermore, it prohibits the intake during working hours and/or before carrying out the work activity of narcotic, hallucinogenic substances or substances which in any case prevent or hinder the regular carrying out of the work activity.

In any case, the company discourages the abuse of alcohol and the use of narcotic substances by each employee or collaborator even outside working hours and regardless of the influence of such conduct on the regular performance of work activities.

However, states of chronic dependence on alcohol and drugs, which have an impact on work performance and which can disturb the normal performance of the same, will be treated as equivalent to the previous cases, regardless of the circumstance that the employee or collaborator has not abused alcohol or taken drugs during working hours.



## **4.6. Smoke**

Fabrizio Carlotto requires compliance with the prohibitions set out in the relevant legislation and in any case in places where this could generate danger for the safety of people and the healthiness of environments.

## **5. SAFETY AND HEALTH OF WORKERS (LEGISLATIVE DECREE 81/08)**

Fabrizio Carlotto is committed to spreading and consolidating a culture of safety by developing awareness of risks and promoting responsible behavior on the part of all employees and collaborators. It also works to preserve, especially with preventive actions, the health and safety of workers.

## **6. CONFLICT OF INTEREST**

Directors, auditors, managers, partners, employees and collaborators of Fabrizio Carlotto must refrain from carrying out activities that are even potentially in conflict with the interests of the same, meaning any activity that may pit a personal interest - direct or indirect - against those of the company. Company or which may interfere with the ability to make decisions in the company's interests in an impartial and objective manner.

By way of example, but not limited to, situations that may cause a conflict of interest are the following:

- Participation in decisions that concern business with subjects with whom the partner or employee or a close family member of the partner or employee have interests or from which a personal interest could derive (including legal entities of which he holds official qualifications or in which he is otherwise interested , directly or indirectly);
- The exploitation of one's functional position for the realization of interests conflicting with those of the Company;
- The conclusion, completion or start of negotiations and/or contracts - in the name and/or on behalf of the Company which have as counterparties family members or associates of the employee or from which, in any case, personal advantages may derive, or the acceptance of money or other benefit or favor from natural or legal persons who are or intend to enter into business relationships with Fabrizio Carlotto.

Before accepting an assignment of consultancy, management, administration, the provision of subordinate or self-employed work, or another assignment in favor of another person, or in the event that a situation of conflict of interest occurs, even potential, each employee is required to communicate this to their immediate superior or to the Human Resources Director.

Likewise, each employee is required to highlight to the Company, in the same manner as above, any situations of conflict of interest in which other employees find themselves and of which they have become aware.

It is forbidden to use confidential information acquired in carrying out work activities for one's own benefit or that of a third party.

## **7. RELATIONSHIPS WITH THE CUSTOMERS**

Fabrizio Carlotto pursues its business success on the markets by offering quality services, with constant attention to the specific needs of each individual customer.

Commercial policies are aimed at ensuring the quality of goods and promoting complete satisfaction of customer needs. All recipients of this code are therefore obliged to:

- Observe internal procedures for managing customer relationships.
- Provide, with efficiency and courtesy and in accordance with contractual provisions, high quality services that meet the reasonable needs of customers in compliance with delivery schedules.

Provide accurate and truthful information regarding services, adhering to principles of truth and fairness, so that customers can make informed decisions.

## **8. RELATIONSHIPS WITH THE SUPPLIERS**

The principles applied to relationships with customers must characterize the Company's commercial relationships with its suppliers, with whom it is committed to developing relationships of correctness and transparency.

In particular, their selection criteria for the assignment of orders are subordinated to objective and transparent assessments of their professionalism and entrepreneurial structure, quality, price, methods of carrying out the service and delivery.

Adherence to the above principles is guaranteed by the adoption and compliance with internal procedures regarding purchasing and supplier selection.

Suppliers are encouraged to carry out their activities following standards of conduct consistent with those indicated in this Code.

Fabrizio Carlotto adopts comparative evaluation criteria suitable for identifying the best contractor, in terms of cost-effectiveness and quality of the goods and services supplied and, in the process of acquiring any new suppliers, it is based on criteria of cost-effectiveness, transparency and reliability.

The compensation to be paid to the supplier must be commensurate exclusively with the service indicated in the contract and the related payments cannot



in any way be made to parties other than the counterparty contractual, nor in a third country other than that of the parties or of execution of the contract.

When choosing third parties to whom to entrust the execution of services of any kind, including consultants and professionals, the level of specific competence, the ability to provide a service of the required quality level within the expected timescales and the level of economic commitment must be taken into account. requested by the lender and any guarantees recognized by the same, with particular reference to business continuity.

The subjects in charge of choosing suppliers, in carrying out the functions for which they are responsible, must act in the exclusive interest of the Company, abstaining from engaging in conduct in which a situation of conflict of interest could even potentially be recognized, or which could lead to cases of crime or other offences.

Furthermore, they must scrupulously observe the contractual conditions envisaged, maintaining relationships with suppliers according to good commercial practices, promptly bringing to the attention of their superior and the company any problems that arise in the relationship with suppliers, in order to evaluate the consequences on the supply system of company goods and services.

It is forbidden to accept promises or payments of sums or goods in kind of any entity or value, even indirectly in the form of donations or other benefits, from any supplier, where aimed at promoting the interests of the supplier himself.

Any employee who receives implicit or explicit requests for benefits must immediately suspend the business relationship with the requester and notify their superior.

## **9. RELATIONSHIPS WITH THIRD PARTIES**

Fabrizio Carlotto aligns its conduct in relations with third parties with the ethical principles contained in this code. All employees have the obligation to inform third parties of the contents of this Code, to demand compliance with the obligations that directly concern their activity and to report to the Management the failure of third parties to comply with the obligation to comply with the rules of the code ethical.

## **10. INTERNAL CONTROLS**

By "internal controls" we mean all the tools necessary or useful to direct, verify and pursue the Company's activities with the aim of ensuring compliance with



laws and company procedures, protecting company assets, effectively managing corporate activities and providing clarity of truthful, correct and reliable information on the equity, economic and financial situation of the Company as well as identifying and preventing the risks that the Company itself may incur.

It is an important task to promote, at all levels, an internal culture characterized by awareness of the existence of controls and oriented towards the exercise of control itself.

Employees must, within their competence:

- Contribute to the correct functioning of the control system.
- Responsibly guard company assets, whether tangible or intangible, instrumental to the activity carried out and not make improper use of them.

## **11. WHISTLEBLOWING POLICY**

Anyone who, in the exercise of their work, identifies an activity or behavior that could potentially prove to be a possible fraud, danger or violation of the law that could damage the organization, customers, shareholders or other stakeholders, has the duty to report it to your management.

The company ensures the protection of the whistleblower from any form of retaliation or discrimination through the protection of his personal identity.