



**OUR CODE  
OF ETHIC**

**FAEDA**

ITALIAN TANNERY SINCE 1956

# DEFINITIONS

**Company:** FAEDA SpA

**Addressees:** persons to whom the provisions of this Code apply without exception; in particular, the following subjects are Addressees: Employees of the Company; all those who work for the achievement of the Company's objectives, as shareholders, corporate representatives (directors, members of the corporate bodies, managers, etc.), external collaborators; all third parties that enter into relations with the Company (attorneys, consultants however called, intermediaries, agents, contractors, customers and suppliers, etc.) or that they can, however, have with the same relationships, also indirect.

**Employee/s:** employed person of the Company or person treated as such.

**Collaborators:** subjects (both natural and legal persons) that operate in the interest of the Company, such as, by way of example and not exhaustive, consultants, representatives, intermediaries, agents.

**Third parties:** partners, customers, suppliers and other parties who enter into a relationship with the Company.

**Stakeholder:** employee, investor, customer, supplier, community, etc. involved or having an interest in the Company's work.

# INTRODUCTION

## OUR IDEA OF ETHIC

Transparent, ethical and compliant behaviours are essential for the management of business activities, as well as for the definition of a good reputation and credibility, which constitute fundamental intangible resources, encouraging investment, relations with local institutions, customer loyalty, human resource development, correctness and reliability of suppliers.

In carrying out any business activity, non-ethical behaviour compromises the relationship of trust between the Company and its Stakeholders.

To this end, they are not ethical and, on the contrary, encourage the establishment of hostile and non-transparent behaviour towards the Company, the conduct and attitudes of anyone, individual or organization, belonging to or in external collaboration with the Company, You seek to provide undue advantage or interest to yourself or the Company, by violating legal regulations or by infringing internal regulations and procedures.

The Board of Directors of the Company has approved this Code of Ethics (the "Code"), in order to establish a series of ethical principles and behavioral rules aimed at shaping the modus operandi of the Addressees to respect the founding values of business ethics, as part of a corporate culture that considers compliance with applicable laws and the principle of legality as essential elements, also to protect its image and reputation on the market. It does not claim to be exhaustive.





# INTRODUCTION

## OUR IDEA OF ETHIC



The Company has also chosen to comply with the provisions of Legislative Decree No. 231 of 8 June 2001, which introduced into the Italian legal system the administrative responsibility of the entities to the occurrence of the criminal offences referred to therein as a precondition, committed by persons who, within the institution itself, carry out functions of representation, administration or management or by subjects subject to the management or supervision of the same.

**Through the Code, the Company intends to define and disseminate the values and principles of fairness, loyalty, integrity and transparency, inspiring elements of the behaviour of the corporate bodies, employees and all those who work to achieve the objectives of the Company and who, in any case, maintain relationships with it. The Code of Ethics also constitutes the set of general principles of conduct that are the basis of the model of organization, management and control adopted by the Company pursuant to Legislative Decree no. 231/2001.**

This Code is not intended to replace - but may be supplemented by - any other provisions of civil, criminal or administrative law, existing regulations and obligations under collective bargaining, and policies, existing procedures and/or organisational arrangements within the Company.

The Company requires, as a matter of urgency, for all activities carried out in the name and on its behalf by the Recipients

1. The ethical and professional integrity
2. The correctness of behaviour
3. The completeness and transparency of information
4. The formal and substantive legitimacy and the clarity and truth of the accounting findings, in accordance with current rules and internal procedures
5. Full respect of applicable laws and regulations and the principles of honesty, reliability, impartiality, loyalty, transparency, fairness and good faith.



## GUIDING PRINCIPLES

Within its sphere of influence, the Company protects and respects universally recognised fundamental human rights by operating within the framework of the Universal Declaration of Human Rights and the Guiding Principles on Business and Human Rights of the UN and the Declaration on Principles and Rights Fundamentals of Work (ILO).

To this end, the Company is committed to combating abuses in terms of working time, exploitation of child labour, working conditions, forced and forced labour, harassment and all forms of discrimination, and to protect fair treatment and health and safety at work.

Aware of the negative impact of corruption - as an obstacle to the development and maintenance of an environment that is economically and, above all, socially sustainable -



## GUIDING PRINCIPLES

the Company is engaged in the forefront not only to counter, but to prevent the occurrence of corrupt practices in the performance of its activities, aware that compliance with all applicable anti-corruption regulations is more than a legal obligation and represents a basic element of the Company's culture and way of operating.

In no way can the conviction to act for the benefit of the Company justify the adoption of conduct contrary to the aforementioned principles.



## LEGALITY

The Addressees are required to observe with correctness and diligence the national, community and international laws applicable to the Company.

Similarly, the Company and those acting within and/or from outside on its behalf are required to comply with all measures taken by the competent Authorities against the Company itself (including any measures applying prohibitive sanctions or protective measures).

## INTEGRITY

In carrying out its professional activities, the conduct of the Company is inspired by the principles of fairness, honesty, loyalty and good faith.

The Recipients are called to carry out their activities with a commitment appropriate to the responsibilities entrusted to them, respecting with diligence the laws in force, the Code of Ethics and the existing business procedures and practices.

The Addressees of the Code and all those whose actions may be related to the Company must follow correct behaviour in the affairs of interest of the Company and in relations with the Public Administration, regardless of the competitiveness of the market and the importance of the deal.

Bribery, unlawful favors, collusive behaviour, solicitations, direct and/or through third parties, of personal and career advantages for oneself or for others, are strictly prohibited.



**GENERAL PRINCIPLES**



# GENERAL PRINCIPLES

The Society rejects corruption as a means of conducting its business. It is not, therefore, allowed under any circumstances to corrupt or even attempt to bribe elected public office holders, public officials or public service officers, as well as private individuals.

In general, the promise, offer, payment or acceptance, directly or through an intermediary person, of money or other use for the purpose of obtaining and/or maintaining a business, is classified as illegal, to obtain an unfair advantage in relation to business activities or, in any case, to influence or compensate for an act of third parties, both private and public. In addition, no one can require money or other benefits to perform undue performance.

## COMBATING MONEY LAUNDERING

The Company shall not in any way and under any circumstances be involved in any matter relating to money laundering arising from illegal or criminal activities.

Before establishing relationships or entering into contracts with Collaborators or Third Parties, Employees must verify the identity and reliability of the counterparty, according to the criteria established by the procedures and/or practices adopted by the Company.

The Company undertakes to comply with all national and international anti-money laundering rules and regulations.

## FINANCIAL INTEGRITY

The Company carries out any economic transaction and financial transaction in accordance with the principles of integrity and transparency and, in any case, does not carry out any fraudulent transaction or transaction.

For this, among other things, every operation and transaction must be properly authorized, verifiable, legitimate, consistent and fair.



## COMPETITION

Aware that a healthy and correct system of competition contributes to continuous improvement and development, The Company shall observe EU and national competition laws and refrain from entering into or encouraging unlawful agreements and harassment that may incorporate unfair competition.

The Addressees are obliged to refrain from setting up anti-competitive contacts or agreements, from carrying out or receiving any exchange of confidential business information, participation in meetings or informal meetings with an anti-competitive purpose or purpose.

Any action aimed at altering the conditions of fair competition is contrary to company policy and is prohibited to any person acting for the Company.

## IMPARTIALITY AND PREVENTION OF CONFLICT OF INTEREST

The Company recognizes and respects the right of the Recipients to participate in investments, business or other activities outside that carried out in the interest of the Company, provided that these are activities permitted by law, compatible and in any case not in breach of the obligations assumed in respect of the same.

In any case, the Recipients are required to protect and promote the interests of the Company by making decisions in an objective manner and avoiding situations in which, even abstractly, conflicts of interest may arise.

# GENERAL PRINCIPLES

A photograph showing a person's hand in a dark sleeve touching a wooden table. To the right of the hand is a grey, textured fabric. In the background, there is a yellow and black striped safety barrier.





# GENERAL PRINCIPLES

The conflict of interest is manifested in all situations from which behaviors or decisions may arise, in the context of one's work, capable of generating an immediate or deferred advantage, even of a non-economic nature, for the Recipient or for his family members or for other persons with whom he has close personal or business relations. It is not allowed to pursue own interests to the detriment of social interests, nor to make unauthorized personal use of business assets.

Respect for inviolable human rights is essential. For this reason the Society promotes and defends these rights in all circumstances and repudiates any discrimination based on sex, ethnicity, language, religious and political beliefs and social and personal conditions or other personal characteristics not related to work. The Society embodies the principles set out in the Universal Declaration of Human Rights, the UN Convention on the Rights of the Child and Adolescents, the International Labour Organization and the OECD Guidelines for Multinational Enterprises.

## HUMAN DEVELOPMENT - EQUALITY

The Company recognizes the centrality and importance of human resources, aware that the main factor of success of every company is the professional contribution of the people who work there, in a framework of respect and mutual trust. To this end, the Company promotes respect for the physical and cultural integrity of people and guarantees equal opportunities for all employees, on the basis of their professional skills and individual abilities, applying criteria of merit and professional competence in taking any decision with regard to human resources, so that everyone can enjoy fair and equal treatment, regardless of gender, age, nationality, religion, ethnicity, ideology, sexual orientation.



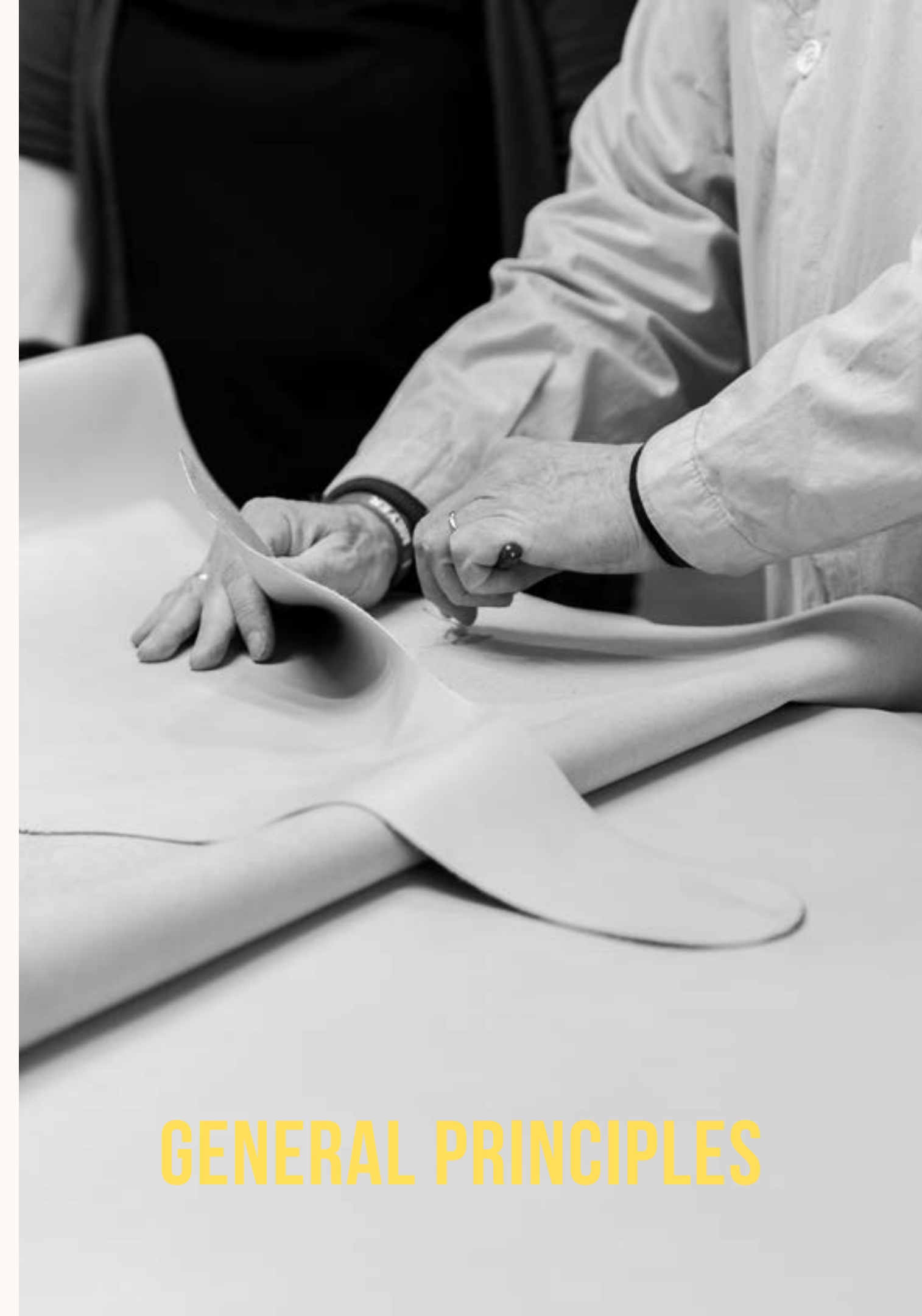
## PROTECTION OF THE PERSON

Any form of abuse or harassment at the workplace shall be prohibited, meaning as such any undesirable behaviour which would damage the dignity and personal freedom of employees, such as those relating to race, sex or other personal characteristics, a hostile working environment, isolation, intimidation of individuals or groups of employees, unjustified interference in the performance of the work of others or the creation of obstacles and impediments to the professional prospects of others.

## HEALTH AND SAFETY AT WORK

The Company is committed to ensuring working conditions that respect individual dignity and safe and healthy working environments, including through the dissemination of a culture of safety and risk awareness, promoting responsible behaviours on the part of all in compliance with company procedures and current safety regulations.

In this perspective, each Employee is called to contribute personally to the maintenance of the safety of the working environment in which he operates and to behave responsibly in order to protect himself and the safety of others.



# GENERAL PRINCIPLES

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The Company, in compliance with the requirements of the relevant legislation, undertakes to:

- Establish safe activities in order to protect the health of its employees by aligning its operational strategies with the company's health and safety policies;
  - Carry out a specific risk assessment in relation to the activities carried out by the Company and take all necessary preventive and protective measures, constantly monitoring these activities with the aim of reducing accidents, occupational diseases, etc.;
  - To provide training and information to all those who work for the Company on the security risks they are exposed to from time to time, providing them with the means required by current legislation in relation to the type of activity carried out;
- continuously monitor the efficiency of the safety risk management system, in pursuit of objectives of continuous improvement in this sensitive sector.

The Addressees of this document, in particular the Employer, any Managers and Supervisors, the Workers, the Head of the Prevention and Protection Service, the competent Doctor and the Safety Workers' Representative, contribute to the process of risk prevention and health and safety protection vis-à-vis themselves, colleagues and third parties, without prejudice to individual obligations and responsibilities under the relevant legal provisions.



## ENVIRONMENTAL PROTECTION

The Company promotes corporate policies that ensure a balance between economic needs and respect for and protection of the environment. The Company therefore undertakes to plan a development of its activities in full compliance with the applicable laws and regulations, providing maximum cooperation to public authorities responsible for the verification, monitoring and protection of the environment.

In this perspective, the Company contributes constructively to the ecological sustainability of all its activities, encouraging the use of renewable energy resources and environmentally friendly materials and committing itself not to use toxic or polluting materials.

Thanks to the diffusion and consolidation of a company culture oriented towards respect for the environment, all employees, within the scope of their duties, participate in the process of safeguarding the environment and preventing the risks involved.

The action of the Company is not limited to simple compliance with mandatory requirements but, with a view to a constant improvement of the territorial context, is committed to putting in place all the actions necessary to achieve increasingly valuable environmental objectives for the Community and the Environment.

## EFFICIENCY

The principle of efficiency requires that in every work activity the cost-effectiveness of the management of the resources used in the conduct of business processes is achieved and the commitment to offer products and services adequate to the needs of customers and according to the most advanced standards.

The Company is committed to constantly ensuring the effectiveness and efficiency of business processes, through the preparation and compliance with programs for the continuous improvement of the quality of services and products provided through the adoption of technological and organizational solutions aimed at combining the satisfaction of the needs of its customers with efficiency and cost-effectiveness of management.

## TRANSPARENCY AND ACCURACY OF INFORMATION

The Company undertakes to provide timely, complete and accurate information to all stakeholders, without favouring any interest group or individual interlocutor, in order to allow stakeholders to be able to recruit, in the development of relations with the Company, independent and informed decisions.

In formulating any contractual commitments, the Company takes care to specify to the contractor, in a clear and understandable way, the behaviors to be carried out in all the foreseen circumstances.

The disclosure of data and information to the outside must be carried out by the competent corporate functions in compliance with the laws, transparency and truthfulness of the same. In particular, all data and information transmitted to public administration and external stakeholders in the broad sense must be true, correct, transparent and complete, and must be produced and disclosed according to the organizational procedures of the company and the relative authorization flows.

## CONFIDENTIALITY OF INFORMATION

The Company protects the confidentiality and confidentiality of the information in its possession and those learned by the Recipients because of the work function, and refrains from using confidential data, except in the case of express and conscious authorization and, however, always in the strictest respect of the current legislation on the protection of personal data and privacy.

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Confidentiality is also guaranteed through appropriate measures to protect the company's data stored in computer-based media. Confidentiality of data and information not accessible to the public concerning the Company and its work or professional activity is recommended.

Those who, by reason of the exercise of a function, profession or office, have access to confidential data and information concerning the Company's business or business products, may not use them to their own or other's advantage, but exclusively for the execution and within its own office or business activity.

## SOCIAL RESPONSABILITY

The Company operates with the needs of the community in which it operates and contributes to its economic, social and cultural development.

# CORPORATE AND CONTROL GOVERNANCE

## SYSTEM OF CORPORATE GOVERNANCE

The governance system adopted by the Company complies with the law and the relevant legislation; it is inspired by the highest standards of transparency and fairness in the management of the enterprise and is aimed at ensuring the maximum and most balanced collaboration between its components through a harmonious balancing of the different management roles, of address and control.

In particular, the corporate governance system adopted by the Company, in addition to being an essential tool to ensure the effective management and control of the activities within the company, is oriented towards ensuring a responsible management of the company and transparent towards the market, with a view to creating value for shareholders and pursuing corporate objectives, quality of service to customers, control of business risks, to protect the integrity of share capital and non-distributable reserves.

Due to its activities and organizational complexity, the Company adopts a system of delegation of powers and functions that provides, in explicit and specific terms, for assigning assignments to persons with appropriate skills and competence.



# CORPORATE AND CONTROL GOVERNANCE

## RISK CONTROL AND MANAGEMENT SYSTEM

An internal control and risk management system means a set of rules, procedures and organisational structures designed to enable, through an adequate process of identifying, measuring, managing and monitoring the main risks, a healthy, correct and consistent business conduct with the objectives set.

Within the scope of their functions and competences, the members of the Boards of Directors, Trade Unions, employees and Collaborators are required to participate in the implementation and implementation of an effective company control system.

The Company, moreover, in compliance with current legislation and in the perspective of planning and management of business activities aimed at efficiency, fairness, transparency and quality, has adopted a model of organization and management, pursuant to D. Lgs 231/2001.

As a necessary support for the adoption of the Organization and Management Model, a special Supervisory Body is established which constantly checks the functioning and application of the same, as well as overseeing compliance with this Code.

The Supervisory Body and the auditing firms in charge of auditing accounts shall have free access to data, documentation and any information useful for carrying out auditing and auditing activities.

# RELATIONSHIP WITH THE PARTNERS

The Company, aware of the importance of the role played by the member, is committed to providing accurate, truthful and timely information and to improving the conditions of its participation, within the scope of its prerogatives, in corporate decisions.

It is the Company's commitment to protect and increase the value of its business, in the face of the commitment placed by the shareholders with their investments, through the enhancement of management, the pursuit of high standards in productive uses and the solidity of assets.

The Company is also committed to safeguarding and safeguarding the company's assets and resources. In particular, the company undertakes to ensure the regular participation of the directors in the meetings, as well as to ensure the orderly and functional conduct of the meetings, in compliance with the fundamental right of each member to request clarification on the different topics under discussion and to express their opinion.





## RELATIONSHIP WITH EMPLOYEES

The Company recognizes the value of human resources and the importance of their contribution to the company's activity, and is committed to protecting the moral integrity of its employees, ensuring respect for the dignity of the person and countering discriminatory or damaging behavior.

The management of employment policies and relationships is based on respect for workers' rights, in accordance with the relevant legislation, collective labour agreements and the social security, insurance and welfare rules of the sector, and is marked by the full enhancement of the contribution of employees in order to promote the development and professional growth.

The Company recognises and respects workers' rights and trade union freedoms, in particular freedom of association and collective bargaining, including through a responsible and constructive dialogue with labour organisations, which promotes a climate of mutual respect consistent with the principles of fairness, transparency and participation.

The Company guarantees the full protection of the privacy of its Employees, in accordance with the rules in force, undertaking not to communicate or disseminate, without prejudice to legal obligations, the relevant personal data without the prior consent of the data subject.

The acquisition, processing and storage of such information takes place within specific procedures aimed at preventing unauthorized persons from becoming aware of it and ensuring that the privacy protection legislation is fully respected.

All employees are required to act loyally, in order to comply with the obligations assumed by the employment contract and the provisions of this Code of Ethics, ensuring the performance due and compliance with the commitments made.

Employees, in particular, are required to cooperate in maintaining a business climate of mutual respect and not to put in place attitudes that can harm the dignity, honor and reputation of each.

In this sense, the Company reserves the right, in order to protect its image, to consider relevant even those extra-occupational behaviours that, due to their resonance, are considered offensive to civil sensibilities, and will intervene to prevent insulting or defamatory interpersonal attitudes.

Employees are required to use with diligence, accountability and transparency the assets and business resources at their disposal or to which they have access.

Every employee is required to keep confidential information learned in the performance of his duties in accordance with laws, regulations and circumstances.

Every employee must observe this duty of confidentiality even after termination of employment.

## **RELATIONSHIP WITH EMPLOYEES**



## RELATIONS WITH THE STAFF

Relations with Collaborators are managed in compliance with the principles that govern the Company's Code of Ethics. To this end, Collaborators are expressly required to comply with the provisions of this document and those referred to by the same, as well as to refrain from behaving contrary to current laws and regulations.

The selection of Collaborators is made according to criteria of professionalism, fairness and transparency, as well as on the basis of their integrity and good reputation.

The provisions of article 7 are extended, insofar as compatible, to all possible Collaborators of the Company.

## RELATIONSHIPS WITH SUPPLIERS

The Company manages relations with suppliers of goods and/or services with loyalty and professionalism.

The choice of supplier and the purchase of goods and services of any kind must be made in accordance with the principles of competition and equal conditions for bidders and on the basis of objective assessments of competitiveness, quality, utility and supply price. The arrangements for selecting a supplier must be in accordance with the company's internal procedures.

In the selection, the Company adopts objective and transparent criteria provided by current legislation and the Organization and Management Model.



**RELATIONSHIP WITH THIRD PARTIES**

In selecting the supplier, the company shall take into account the ability to ensure the implementation of appropriate business quality systems, where appropriate, the availability of organisational means and structures, the adoption by the supplier of a Model ex D.Lgs 231/01 and the need to meet confidentiality obligations.

Any selection procedure must be carried out in accordance with the widest possible conditions of competition and any derogation from this principle must be authorised and justified.

The Company shall bring the content of this Code to the attention of suppliers, ensuring compliance with it in their business relations and expects suppliers to behave correctly, diligently and in accordance with the provisions of law.

The Company reserves the right to terminate the contractual relationship with suppliers who will adopt behaviours incompatible with the values and principles expressed in this Code.

## **CUSTOMER RELATIONS**

The Company directs its activities to the quality of the services offered and to the satisfaction of its customers. Relationships with Customers are based on principles of fairness, honesty and mutual trust, ensuring the correct and diligent contractual fulfillment. The Company guarantees to Customers both in relation to any confidential information acquired, and the protection of Privacy.

## **CONTRACTS AND COMMUNICATIONS**

Contracts and communications with Customers must be based on criteria of simplicity, clarity, completeness and legality.

The company undertakes to communicate promptly and in the most appropriate manner any information relating to any changes and changes in the characteristics of the product sold or in the provision of the service provided.

# **RELATIONSHIP WITH THIRD PARTIES**



## RELATIONS WITH THE INSTITUTIONS AND PUBLIC ADMINISTRATION

Relations with the Public Administration and with public officials or public service representatives are based on the strictest observance of the applicable legal provisions, the principles of transparency, honesty and fairness, always ensuring effective cooperation with the public bodies in charge, who come into contact with the Company.

In order to ensure maximum clarity in institutional relations, these are held exclusively through contact persons who have been explicitly mandated by the corporate bodies that do not have a conflict of interest with the representatives of the institutions themselves.

The above principles also apply to relations with the judicial authorities, their representatives and advisers.

If the Company uses the support of consultants to be represented or receive technical administrative assistance in its relations with the Public Administration, these subjects must behave in a correct way, inspiring their actions to professional ethics and respecting this Code of Ethics.

## RELATIONSHIP WITH THIRD PARTIES



## RELATIONS WITH POLITICAL PARTIES, TRADE UNIONS AND OTHER ORGANIZATIONS

The Company does not make contributions of any kind, directly or indirectly, to parties, movements, committees and political and trade union organizations, to their representatives and candidates, except those due under specific regulations.



## RELATIONSHIP WITH THIRD PARTIES



## IMPLEMENTATION OF THE CODE

The application and compliance with the Code of Ethics are entrusted to the Administrative Body, which promotes its dissemination and sharing towards all Recipients.

The Company shall take appropriate organisational and management measures to ensure that the activities are carried out in compliance with the law and the rules of conduct of this Code.

The Company undertakes to carry out checks on the correct implementation of this Code of Ethics and, in the event of a breach, to apply appropriate sanctions.





## IMPLEMENTATION OF THE CODE

### SUPERVISORY BODY

The Company is equipped with a Supervisory Body having adopted the Organization and Management Model pursuant to Legislative Decree 231/2001; said Body supervise the implementation and compliance with the Model, in addition to this Code.

The Supervisory Body is entrusted with the following tasks:

- to supervise the dissemination of the Code to all the Addressees and its observance;
- verify any news of violation of the Code and inform the competent corporate bodies and departments of the results of the checks, for the adoption of any sanctions;
- propose changes to the content of the Code to adapt it to the context in which the Company operates and to the needs arising from the organizational evolution of the same.



## REPORTS

The Recipients must report at any time, including anonymously, any and all violations of the Code of Ethics to the hierarchical superior and/or the Company's Supervisory Body, through the communication channels established by the Company.

The confidentiality of the identity of the whistleblower shall be ensured, without prejudice to legal obligations and the protection of the rights of persons convicted with intent or in bad faith, in compliance with the criteria of confidentiality and protection of confidentiality.

The Company ensures the protection and assistance of those who report behavior that does not comply with the Code, protecting them from pressure, interference and retaliation.

## DISCIPLINARY SYSTEM

The violation of the rules of the Code of Ethics by its Addressees undermines the relationship of trust established with the Company and may result in the termination of the existing relationship with third parties, while the imposition of disciplinary sanctions against Employees, graduated according to the gravity of the breach, saves, in any case, any claim for damages.

With respect to employees, compliance with the rules of the Code of Ethics is an essential part of contractual obligations under and for the purposes of Articles 2104, 2105 and 2106 of the Civil Code and the CCNL of category and individual contracts.

The sanction system is in accordance with the provisions of Law No. 300 of 20 May 1970, the specific regulations of the sector, collective bargaining and current company provisions and the provisions expressly provided for by the Model of Organization and Management.

For reports of violations of this Code, the procedure expressly adopted by the Company shall apply.

## DISSEMINATION

The Code is widely disseminated internally through posters in places accessible to all.

In addition, the version . pdf published and downloadable from the company website, being thus available to any interlocutor of the Company.



**REPORTS**