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CODE OF ETHICS



HISTORY OF REVISIONS		
DATE	REASON	APPROVED BY THE LEGAL REPRESENTATIVE
31.07.2015	ENTRY INTO FORCE – FIRST DRAFT	
25.11.2016	ANNUAL REVISION 2016/00	
27.12.2017	ANNUAL REVISION 2017/00	
01.03.2019	ANNUAL REVISION 2018-2019/00	
05.06.2020	ANNUAL REVISION 2020/00	
15.12.2023	ANNUAL REVISION 2023/00	


All documents relating to the Organisational and Management Model pursuant to Legislative Decree no. 231/01 contain strictly confidential information owned by FGM S.r.l. and cannot not be used for purposes other than those for which they have been defined.



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1. INTRODUCTION

FORGING GROUP MONALE S.r.l. (hereinafter FGM S.r.l.) is a company established by the Wössner family in June 2009 and mainly operates in the field of mechanical processing in general, the production of items using hot metal stamping and forging aluminium parts intended for the car industry and industry in general.


Despite being established in recent years, FGM S.r.l., has a team of dedicated technical and workshop staff with over thirty years' experience.

To ensure progressive growth and continuous improvement, FGM S.r.l. has obtained the following certifications:

- UNI EN ISO 9001:2015, symbolic of the process of improvement of production standards and customer satisfaction;
- UNI EN ISO 14001:2015, certifying the attainment and maintenance of high quality and functional levels relating to the environmental management system;
- UNI ISO 45001:2018, fundamental for better control of the performance of duties relating to occupational health and safety management system, to guarantee the health and safety of employees and all third parties.

FGM S.R.L., in accordance with the provisions of Legislative Decree 231/01, has adopted an Organisational and Management Model (MOG 231) that seeks to prevent crime pursuant to Legislative Decree 231/01 and reduce the relative risk by means of application of specific prevention protocols.

Subsequently, FGM S.R.L. has appointed a Supervisory Board (hereinafter SB), a board with autonomous powers of initiative and control, which is responsible for supervising the functioning and compliance of Organisational Model 231 (hereinafter OM231 and of which this Code of Ethics is an addendum) and its revision.

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2. SCOPE, APPLICATION AND CIRCULATION OF THE CODE OF ETHICS

This Code of Ethics (hereafter the “Code”) is assigned with the following functions:

- ❖ **legitimacy:** the Code clearly explains the duties and responsibilities of FGM S.R.L. towards all those that come into contact with the company and vice versa;
- ❖ **cognitive:** the Code recognises unethical conduct and indicates the correct methods of conduct of the functions and powers assigned to each one;
- ❖ **incentive:** the Code contributes towards the development of an ethical conscience and reinforces the reputation of FGM S.R.L. and the relationship of trust with all those who come into contact with FGM S.R.L.

The principles and provisions of this Code are directed at and must be fully understood by all company employees, collaborators and advisors (hereinafter called **Addressees**), and by all those that, in any capacity, have relationships with FGM S.r.l. itself (for example, but not limited to, suppliers, customers, etc..., hereinafter called **Third Parties**).

Therefore, the Code is circulated to all Addressees and made known to Third Parties by means of affixing it to the company noticeboard, publishing it on the company website, or in another suitable format: all those (Addressees and Third Parties) who have relationships with FGM S.R.L., accept the provisions of the Code and are committed to its compliance.

All the Addressees are required to:

- fully understand and share the principles and values contained in the Code;
- work according to the standards of ethical conduct identified by the Code both whilst carrying out their duties and in external relationships, refraining from any form of conduct contrary to the standards;
- ensure the correct and continual application of the Code at all levels of the company, collaborating with relevant company authorities to check and control the Code.

Third parties have an obligation to conduct themselves respecting the rules of legality, correctness and good faith in accordance with the standards of ethical conduct of this Code.



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3. APPROVAL AND REVISION OF THE CODE OF ETHICS

This Code is approved by the Board of Directors and revised and updated by said board.

4. PRINCIPLES OF ETHICAL CONDUCT

All work activities of those who work for FGM S.R.L. must be carried out with professional commitment, moral rigor and correctness, also in order to safeguard the image of the Company.

All Addressees and Third parties are required, whilst carrying out their activities, to comply with the following standards of ethical conduct:

- Lawfulness, i.e. compliance with laws, regulations, provisions applicable in Italian law and/or in force in foreign countries in which FGM S.R.L. operates;
- Equality, i.e. equal treatment of Addressees and Third Parties, regardless of differences in age, gender, nationality, language, religion, political opinions and personal, economic and social conditions;
- Honesty and Correctness, i.e. compliance with the principles of moral integrity, justice and honesty, refraining from reprehensible actions, or which, according to common sense, are contrary to honesty;
- Impartiality, i.e. adopting objective and unbiased working practices and judgements, without favouritism of the parties involved, whether public or private, with links to the Addressees or Third Parties by friendly or unfriendly, blood or affinity relationships;
- Transparency, i.e. full traceability and easy identification of every activity throughout all its steps, so that all relationships are comprehensible, and any relevant actions are justifiable;
- Confidentiality, i.e. scrupulously refraining from disclosing any company information (whether of technical, logistical, strategic, economic nature) and personal information, in accordance with applicable privacy laws;
- Diligence, i.e. the performance of assigned tasks in a diligent, precise, attentive and accurate manner.

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5. RULES OF ETHICAL CONDUCT

i. Protection and enrichment of individuals

FGM S.R.L is committed to enriching the skills and expertise of the Addressees, by providing suitable tools for professional training, development and growth.

In particular, FGM S.R.L shall ensure that the processes of selection, management and training of Addressees are based on assessments of professionalism and merit, forbidding any form of discrimination, direct or indirect, with regard to gender, language, nationality, religion, political opinions and personal and social conditions.

All types of activities that involve the exploitation of individuals or individuals being held in slavery or servitude is forbidden, as well as every form of exploitative child labour.

ii. Health and safety regulations

FGM S.r.l. shall guarantee the best health and safety conditions genuinely possible in the workplaces to protect the safety of all Addressees and Third Parties that frequent the company premises, conducting their activities in accordance with national and European legislation applicable to the sector, recognising the principles of the protection of individuals and health and safety in the workplace play a prominent role in achieving the Company *Mission*.

To this end, FGM S.r.l. shall share and promote among the Addressees (as well as visitors and contractors) the culture of health and safety by means of information and training, defining roles and responsibilities and issuing internal procedures to which it expects compliance.

The health and safety at work management system used at FGM S.r.l. is based on compliance with:

- regulations provided for in Legislative Decree 9/4/08 no. 81 and subsequent amendments and additions thereto, as well as applicable sector regulations;
- fundamental principles contained in the UNI-INAIL guidelines;
- fundamental principles contained in the British Standards OHSAS 18001:2007 guidelines.



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Furthermore, FGM S.r.l. has obtained the X-SAFE certificate, the first important step towards better control of the fulfilment of safety obligations, in order to guarantee the health and safety of all workers and third parties.

The Addressees are obliged to comply with the regulations and obligations regarding prevention and protection at work, setting themselves in any case objectives of operational excellence that go beyond mere compliance with the law, in full knowledge of the value of safeguarding the conditions of health, safety and wellbeing of individuals.

iii. Environmental protection

FGM S.r.l. shall implement a philosophy of environmental responsibility intended to ensure the best conditions possible to protect and respect the environment, conducting its business activities in accordance with applicable national and European environmental legislation, recognising that the principles of the protection of individuals and the environment play a prominent role in achieving the Company Mission.


FGM S.r.l. shall promote among the Addressees (as well as visitors and contractors) environmental protection, as a primary asset and common resource to protect for the benefit of the community and future generations with a view to sustainable development, preventing every form of pollution (ex: environmental, acoustic, water, etc.), assessing the environmental impacts of each production process, limiting the environmental impact of its business activities also by using means and technologies that do not damage the environment and its biodiversity, as well as defining roles and responsibilities and issuing internal procedures to which it expects compliance.

The environmental management system (EMS) used by FGM S.R.L. is based on compliance with:

- regulations pursuant to Legislative Decree 3 April 2006, no. 152 and subsequent amendments and additions thereto, as well as applicable sector regulations;
- fundamental principles contained in the UNI EN ISO 14001:2015 guidelines.

Addressees are obliged to comply with regulations and obligations relating to environmental protection, separate waste collection and recycling reusable materials, setting themselves in any case objectives of operational excellence that go beyond mere compliance with the law, in full knowledge of the value represented by environmental protection.

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iv. Anti-corruption policy

FGM S.r.l. maintains and manages relationships with public and private parties in accordance with the law in force, the principles provided for in this Code and internal procedures.

All contact with public and private parties shall be carried with correctness and transparency in order to avoid any conduct aimed, even only partially, at influencing decisions.

Payments in kind, gratuities, favours (both direct and indirect), gifts, commercial and hospitality favours of modest value made occasionally are only permitted within the sphere of normal courtesy and within the context of local or international customs that match the twofold requirement of insubstantiality (namely of modest symbolic value) and equality (namely same cost in the choice of the gift).

In any case, it is forbidden to make any privilege by personal initiative or by drawing from social funds not specially set aside in advance for this purpose; only the governing body of FGM S.R.L. has the power to allocate the relative finances.


Equally, it is forbidden for Addressees to receive (or accept the promise) of payments in kind, gratuities, favours (both direct and indirect), gifts, commercial and hospitality favours aimed at influencing choices or even only to sensitise these in a certain sense.

FGM S.R.L. shall not make any contribution, direct or indirect, under any form, to political parties, movements, committees, organisations and trade unions, to their representatives and candidates, except where permitted and provided for by the laws and regulations in force. In particular, the sponsorship of events, shows, meetings and similar initiatives may only be made if in accordance with the law and the principles of fairness, correctness, transparency and accountability, as well as the internal procedures adopted by FGM S.R.L.

FGM S.R.L. may grant contributions and donations to subjects for social, moral, scientific and cultural purposes, refraining where there are possible conflicts of personal or company interest.

v. Policy to combat organised crime

FGM S.R.L. strongly condemns any form of organised crime, including mafia-related crime.

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FGM S.R.L. shall ensure the good repute and reliability of business partners (suppliers, advisors, contractors, etc.) and of customers, including possibly checking that companies are listed on a reference *White list*.

In any case, no commercial relationships shall be undertaken or continued with business partners who are even suspected of belonging to or of being close to criminal organisations, or who are suspected of facilitating in any form, even occasionally, the activities of criminal organisations.

vi. Conflict of interest

All Addressees and all those operating on behalf of FGM S.R.L. shall refrain from every activity that could put in contrast personal interests or those of third parties against those of the Company or that may interfere and hinder the ability to make decisions, impartially and objectively, in the interest of FGM S.R.L.

No Addressees shall carry out activities in favour of competitors, nor take on the status of advisor, be member of a Board of Directors or Board of Statutory Auditors of competing companies nor provide their professional services in favour of competitors, save expressed authorisation by the Company.


No Addressee shall take advantage of their position to fulfil interests conflicting with those of FGM S.R.L. or rather use – to their advantage of that of Third Parties – information acquired whilst carrying out their work activities in contrast with the interests of FGM S.R.L.

vii. Data protection

Personal data is understood as any information that identifies or makes identifiable, directly or indirectly, a natural person or other information relating to their characteristics, habits, lifestyle, personal relationships, state of health, financial situation, etc.

FGM S.R.L. shall protect the personal data of all Addressees and of all those who come into contact with the company, avoiding every improper use of said information and in accordance with data protection and privacy legislation and the regulations governing company internal procedures.

FGM S.R.L. shall inform all interested parties of the controller that will process the data and the methods and purposes of the processing, ensuring that this is carried out only for the All documents relating to the Organisational and Management Model pursuant to Legislative Decree no. 231/01 contain strictly confidential information owned by FGM S.r.l. and cannot not be used for purposes other than those for which they have been defined.

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specified, explicit and legitimate purposes indicated and in full compliance with the criteria of lawfulness and correctness of processing.

FGM S.R.L. shall ensure the use of IT systems and software that reduce to a minimum the use of personal and identification data and – where possible – ensure the use of other suitable methods to maintain the anonymity of the parties concerned.

In any case, any information made known to FGM S.R.L. shall be stored only for a period of time strictly necessary for the purposes for which the data is collected and/or subsequently processed and stored using appropriate security measures suitable to reduce to a minimum the risk of disposal, loss, unauthorised access and processing that is not permitted or fails to comply with the purposes of data collection.

viii. Internal relations

All Addressees shall fully collaborate in a reciprocal manner to pursue the Company *Mission*.

All Addressees shall exercise the powers granted to them regarding their duties in a balanced, fair, prudent and non-discriminatory manner.


Senior management shall not abuse their position and shall not implement any kind of unfair and/or intimidating conduct towards employees.

Employees shall comply with instructions given by the senior management and inform the relevant company authorities of any situations that breach the regulations in force and/or the principles contained in this Code.

Furthermore, employees pledge to act in mutual solidarity in order to promote the creation of a work environment suitable to protecting individuals and workers both from a professional and relational point of view.

ix. Transparency of documentation

FGM S.r.l. shall draw up and circulate company documentation in full compliance with the principles of truthfulness, completeness and transparency.

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Any form of conduct intended to prevent or hinder the exercise of all control or revision activities of company documentation is forbidden.

FGM S.r.l. shall store documentation relating to every operation carried out (corporate, accounting, etc.), in order to allow, at any time, the traceability of the operation and identification of the parties that authorised and implemented said operations.

x. *Protection of free competition*

FGM S.r.l. recognises fair competition as an essential part of its growth, for continuous company improvement and to protect its reputation.

FGM S.r.l. expects compliance with the regulatory market standards preventing and avoiding incorrect practices such to distort regular commercial competition.

FGM S.r.l. shall ensure fair conduct and based on good faith, censoring – by way of example and not limited to:


- practices of boycotting, underselling, enticement of employees, theft and use of other business secrets, illegal interference with other distribution systems, parasitic competition as well as every other activity with competitors aimed at stabilising or controlling prices and sales policies or rather interfering in the free distribution of products;
- all ambiguous, incorrect, deceptive or dishonest practices, regardless of the fact that these violate the existing regulations in force;
- every form of hoarding, approaching customers and concluding business affairs in breach of sector regulations and this Code.

xi. *Protection of intellectual property*

All ideas, data and information generated by FGM S.R.L., any patents, trade names and copyright of property of FGM S.R.L. shall be protected in accordance with the existing regulations in force.

All those who operate under any capacity on behalf of FGM S.R.L shall guarantee strict confidentiality and professional secrecy and not disclose or unduly request information on

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documents, know-how, research projects, corporate operations and, in general, on all the information obtained during the performance of their work.

xii. Management of information and relations with the mass media

FGM S.R.L. is committed to ensuring that all external communications are carried out in accordance with the principles of truthfulness, correctness and transparency.

All those who operate under any capacity on behalf of FGM S.R.L shall guarantee strict confidentiality and shall not disclose or unduly request information on documents, know-how, research projects, corporate operations and, in general, on all the information obtained during the performance of their work.

FGM S.R.L. shall manage relations with the press, means of communication and information and, more in general, external stakeholders, in accordance with internal operational procedures and specially appoint individuals for that purpose.


Any request for information by the mass media received by personnel of FGM S.R.L., shall be reported to the individual/corporate function to whom this is expressly designated, who shall, where necessary, to disclose non-confidential information.

Reference is made, to the extent of our competency, to the principles already described in the section dedicated to conflict of interest and in the section dedicated to the protection of intellectual property.

xiii. Use of information technology, media and social media

When managing personal accounts on social media, all addressees are obliged to:

- uphold responsible behaviour and not bring the company into disrepute;
- act with utmost discretion with regard to discussions, topics or news, the distribution of which could prejudice or jeopardise personal safety or the safety of colleagues and the image of the company;
- not divulge confidential information (such as for example internal correspondence, third party information or work-related information of which is known by reason of job roles);

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- comply with the limits imposed by law in particular, but not exclusively with reference to legislation on the protection and processing of personal data.

When using company *devices*, measures must be taken to guarantee the safekeeping and safety of all electronic devices and software used.

6. REPORTS AND VIOLATIONS OF THE CODE

In accordance with Legislative Decree 24/2023 (the “Whistleblowing Decree”) and the National Anti-Corruption (“ANAC”) Guidelines, the company has established an internal whistleblowing channel and adopted a Whistleblowing Reporting Procedure (to which reference is made), aimed – amongst other – to govern the reporting methods of unlawful conduct pursuant to Legislative Decree 231/2001 or violations of the Organisational and Management Model (MOG 231) of which this Code is part.

The Whistleblowing Department is the sole competent addressee to receive such reports and shall act in accordance with the Whistleblowing Reporting Procedure, which also governs the methods of engagement of the Supervisory Board in the event of any report(s) of unlawful conduct pursuant to Legislative Decree 231/2001 or violations of the Organisational and Management Model (MOG 231) of which this Code is part.

In the event of any report(s) of unlawful conduct pursuant to Legislative Decree 231/2001 or violations of the Organisational and Management Model (MOG 231) of which this Code is part, the Supervisory Board shall intervene in accordance with the Organisational and Management Model (MOG 231) (which also includes a specific disciplinary system) and by the Whistleblowing Reporting Procedure.