

# INglass S.p.a. ETHICAL CODE

---

## Behaviour and Conduct Principles

### DOCUMENT HISTORY

**DATE:** 14/12/2018

**EVENT:** Approved by the 'INglass S.P.A.' Board of Directors

**NOTES:** Version 1.0

## Contents

1. Preface.....	5
1.1. VISION .....	5
1.2. MISSION.....	5
1.3. Recipients .....	6
2. General Principles of Behaviour .....	6
2.1. Responsibilities .....	6
2.2. Legitimacy.....	6
2.3. Transparency, Completeness and Reliability .....	6
2.4. Moral Integrity, Honesty, Loyalty and Good Faith .....	7
2.5. Confidentiality .....	7
2.6. Equal Opportunities and Impartiality.....	7
2.7. Free competition and Market .....	7
2.8. Environmental Friendliness and System Management .....	7
2.9. Conflicts of Interest.....	8
3. Criteria for Conduct towards Personnel.....	8
3.1. Valorisation of Human Resources and Workers' Rights.....	8
3.1.1. People Protection – No Harassment or Mobbing .....	8
3.1.2. Safety and Health, Working Conditions .....	9
3.1.3. Child Labour .....	9
3.1.4. Privacy Policy .....	10
3.1.5. Training .....	10
3.1.6. Personnel Selection and Formalisation of Relationship .....	10
3.2. Personnel Duties. ....	11
3.2.1. Professionalism and respect for the Company, Colleagues and All Stakeholders.....	11
3.2.2. Confidentiality and Information Management .....	11
3.2.3. Presents, Free Gifts and Similar .....	11
3.2.4. Use of Corporate Assets and Information Systems .....	12

3.2.4. Associates' Obligations .....	12
4. Criteria for Conduct towards Suppliers.....	12
4.1. Selecting Suppliers.....	12
4.2. Transparency towards Suppliers.....	12
5. Criteria for Conduct towards Customers .....	13
5.1. Equality and Impartiality.....	13
5.2. Quality and Customer Satisfaction.....	13
5.3. Professionalism in Relationships.....	13
6. Criteria for Conduct towards Public Administrations, Public Officials and Public Service Officers.....	13
6.1. Rules of Conduct for Relationships with PAs.....	13
6.2. Rules of Conduct regarding the Risk of Corruption.....	13
6.3. Rules of Conduct regarding Risks linked to Receiving Public Money .....	14
6.4. Rules of Conduct regarding Risks linked to Using Public Money .....	14
6.5. Rules of Conduct regarding Risks of PA IT Fraud.....	14
7. Criteria for Conduct towards Judicial Authorities .....	14
8. Criteria for Conduct towards Trades Unions and their Representatives .....	14
9. Criteria for Conduct towards Sports Associations, Foundations, Non-profit Organisations, and Political Parties.....	15
10. Criteria for Conduct towards the Media.....	15
11. Criteria for Conduct towards Auditors.....	15
12. Criteria for Conduct regarding Book-keeping, Administrative and Financial Activities linked to the Company's Financial Statements.....	15
13. Anti Money Laundering, Self Laundering, Cashing and Payment Rules .....	16
14. Internal Control System and Risk Management .....	17
14.1. Internal Control and Risk Management Culture .....	17
15. How to Implement the Ethical Code.....	17
15.1. Implementing and Managing the Ethical Code .....	17
15.2. Approval of Amendments and Dissemination of the Ethical Code .....	17
15.3. Guarantees and Notification of Breaches of the Ethical Code, Penalties.....	18

15.3.1. Employees.....	18
15.3.2. Directors and Managers.....	18
15.3.3. Economic Operators .....	18

## **1. Preface**

INglass S.p.A. (hereinafter 'Company' or 'INglass'), together with the other companies in the holding, make up the 'Gruppo INglass'.

This Ethical Code is an official document drawn up to define and express the vision, mission, values and ethical principles that inspire INglass in its business dealings and corporate activities.

It contains the measures INglass adopts in terms of ethics and conduct towards all the subjects directly or indirectly involved in its activities. Its purpose is also to align its structure with the requirements of Italian Legislative Decree No. 231/2001 and provide the guidelines for the approach to pursuing corporate aims.

This Code applies directly and immediately only to the holding company INglass, but the general principles it contains describe principles of behaviour valid for the other companies in the Group.

### **1.1. VISION**

The objective of all the Company's activities is to pursue an ambitious aim: be acknowledged by its partners as a world leader in product quality, pre- and after-sales service efficiency, and technological innovation. The project name is QSP1 – Quality, Service & Productivity Challenging Project. With this aim, since 2010 the Company has been investing in Business Intelligence instruments typical of Industry 4.0 for its organisational structure, involving lean organisation, KPO and automated production to provide its customers with an integrated approach.

### **1.2. MISSION**

To increase the company's value by offering innovation and advanced technology to our partners so that they are able to differentiate in the market. INglass wishes to be a reliable supplier that guarantees efficiency and continuity for moulding processes by means of a quality product and know-how with which to support its customers.

The distinguishing features of our corporate mission are:

#### INNOVATION

Experience gained in producing applications to deal with critical operations and constant investment in research and development have led us to provide advanced technical solutions for moulding processes, improving efficiency and optimising the functional needs of moulded products. Some of the technologies patented by the Company (FAIL Safe, HP gate and FLEXflow) have brought about significant change in the injection mould industry.

#### HUMAN RESOURCES

The people who work for Gruppo INglass have always been the most important resources for pursuing our corporate aims. We place care about our team and its members' vocational advancement at the heart of all the Company's processes. Principles of responsibility, ethics, excellence, continuous improvement and flexibility are constantly motivated through continuing vocational training to help our workers fully develop their potential.

#### GLOCALS

To respond appropriately to our international partners' needs, the company makes use of a global network which gives it capillary presence in all continents, with sales branches and engineering and design centres.

The methodologies applied to our technological approach are the same throughout the world and are integrated with local service to respond to our territory's needs.

### PERFORMANCE EXCELLENCE

Through leadership in innovation, valorisation of human resources and a glocal approach, the Company aims at achieving the best results in the interests of its stakeholders and shareholders.

The Company has always been distinguished for its constant increase in employment figures, a return to investing in its own territory and its contribution to the growth of an industrial culture.

#### **1.3. Recipients**

The Ethical Code is addressed to top management - directors, auditors and management – and to employees, associates, consultants, outsourced professionals and in general all third parties, including economic operators, that do business with the Company.

These recipients must never fail to observe values such as honesty, moral integrity, propriety and transparency and must undertake to behave in the way laid down in this Ethical Code.

## **2. General Principles of Behaviour**

### **2.1. Responsibilities**

Each person performs his or her activities and duties in a professional, diligent way involving efficiency and propriety and using the tools and time at his or her disposal in the best way possible, assuming full responsibility for the commitments involved.

The apex of ethical behaviour is to assume full responsibility.

### **2.2. Legitimacy**

Recipients are expected to observe the regulations, including EU ones, in force in the countries where they operate.

Recipients are also expected to observe corporate rules and this Ethical Code, as they actuate regulation obligations.

Pursuing INglass's interests can never, under any circumstances, justify operations that do not comply with honest conduct.

INglass will never undertake, or continue, any type of relationship with anyone who does not behave in the way established in this specific clause of our Ethical Code.

### **2.3. Transparency, Completeness and Reliability**

When carrying out jobs, actions, operations, negotiations and generally operating, recipients must display maximum transparency and reliability.

Recipients are expected to give complete, transparent and truthful information in an understandable and accurate way so that stakeholders who enter into relationships with the Company are able to make independent decisions, aware of the interests involved, alternatives and relevant consequences.

At all corporate levels, INglass promotes and spreads a culture of control, making its employees aware of the importance of internal control systems and of observing current regulations and corporate procedures when performing their jobs.

#### **2.4. Moral Integrity, Honesty, Loyalty and Good Faith**

When carrying out their activities and entering into relationships of any kind, INglass and the recipients hereof must observe the fundamental principles of moral integrity, honesty and loyalty in pursuing corporate aims.

To strengthen the concept of moral integrity, the Company applies a rule that prohibits business relationships with counterparts that produce and/or market weapons and military goods. Therefore, INglass does not produce or market military goods or parts of military goods.

All behaviour, actions and operations performed by each of the recipients in carrying out their functions or duties shall be inspired by the principle of honesty, good faith and formal and substantial legitimacy, as per current regulations and internal procedures.

#### **2.5. Confidentiality**

INglass assures confidentiality for the information and personal details it processes and provides protection of information acquired relating to jobs, according to the personal data processing regulations and laws in force in the countries where it operates.

INglass requires recipients not to use available information for their own interests, nor take unfair advantage or use it in ways against the law, or in any case in a way that will harm the Company's rights, assets or aims, or affect the good of the Company.

#### **2.6. Equal Opportunities and Impartiality**

INglass guarantees equal opportunities. Discrimination is not allowed against anyone with regard to race, skin colour, sex, country of origin, age, religion, marital status, sexual preference, individual expression, military or veteran status, invalidity or other personal characteristics not pertaining to their work.

In particular, this policy is adopted at all stages and for all aspects of employment with INglass, including personnel selection, hiring, training, career advancement and dismissal.

#### **2.7. Free Competition and Market**

INglass acknowledges the value of competition, and adopts principles of propriety, fair competition and transparency in dealings with all the operators on the market, observing and expecting all recipients to observe national and supranational laws on the subject.

INglass is never fraudulent or violent in impeding or disrupting the efforts of other businesses. Its sales practices are therefore neither misleading nor intimidating and do not involve unfair competition designed to destroy or damage competitors' activities, or knowingly obstruct free competition projects, such as seeking to gain new market segments.

As INglass also acknowledges the importance of intellectual property and regulations regarding trademarks and patents, it requires and expects respect from recipients.

#### **2.8. Environmental Friendliness and System Management**

INglass considers environmental friendliness and protection to be vitally important issues. Over the past twenty years the environment has suffered irreversible damage. As a result, contemporary society and future generations will have to face many challenges, such as preserving natural resources, fighting climate change, protecting biodiversity and reducing pollution and waste.

Given this premise, INglass undertakes to improve its performance in terms of sustainable development; for this reason it will contribute – with regard to its specific areas of activity – to

promoting and developing scientific and technological research into products and processes more environmentally compatible and featuring greater attention to safety, its employees' health, and protection of the community in which the Company operates.

In observance of current regulations regarding the environment, operational management of industrial activities must adopt the best criteria for safeguarding the environment and energy efficiency in order to reduce its carbon footprint.

INGlass guarantees constant and punctual compliance with national and international legislation on environmental issues, promoting and implementing all reasonable initiatives for the purpose of observing legal obligations and regulations. The Company also guarantees that its development and growth will not in any way be in contrast with environmental protection.

### **2.9. Conflicts of Interest**

Recipients shall pursue the objectives and general aims of INglass when carrying out their activities or duties.

When employees, directors and all those who operate in the name and on behalf of INglass carry out any activities, they shall avoid situations where the subjects involved in the operations and transactions could have, or could appear to have, conflicting interests. Every effort must be made to avoid situations that could interfere with INglass's ability to make impartial decisions.

Recipients who find themselves in a situation of conflicting interests, even just potential, shall immediately inform their managers, who will decide how to act.

## **3. Criteria for Conduct towards Personnel**

### **3.1. Valorisation of Human Resources and Workers' Rights**

Human resources are an essential asset for the Company; their development and valorisation are fundamental factors in the Company's growth and continuity.

For this reason the Company undertakes to promote:

- The principles of the Universal Declaration of Human Rights (UDHR);
- The fundamental principles and rights to work of the International Labour Organisation (ILO), particularly those regarding abolition of child labour and forced or compulsory labour;
- The new guidelines for multinational enterprises in the Organisation for Economic Cooperation and Development (OECD);
- The principles of the UN Global Compact (UNGC).

In observance of the International Labour Organisation Convention and the Universal Declaration of Human Rights, the Company undertakes to respect fundamental human rights, prevent exploitation of child labour, and not use forced labour, slave labour or subject workers to bondage.

In addition, INglass undertakes to implement refresher and training programmes to valorise specific skills and increase and consolidate acquired competences.

#### **3.1.1. People Protection – No Harassment or Mobbing**

INGlass undertakes to respect the rights and physical, cultural and moral integrity of everyone.

Demands, including those not made with threats or other violence, designed to provoke directors, employees, external associates, and partners to act against the law and the Ethical Code will not be tolerated.

The Company also expects there to be no kind of physical or mental coercion in the workplace, no corporal punishment for disciplinary aims, and no kind of harassment, such as, for example,

creating a hostile atmosphere around individual workers or groups of workers. Unjustified interference in the work of others and creating obstacles or impeding other peoples' prospects will not be tolerated, and neither will sexual harassment (sexual favours or proposed private interpersonal relationships used to affect career advancement or other advantages and unwelcome to the person involved, thereby causing stress and anxiety).

Any kind of violence, sexual harassment or discrimination on the grounds of personal and cultural differences will not be tolerated. It is therefore prohibited to:

- subordinate decisions regarding people's jobs to accepting sexual favours, or based on personal and cultural differences;
- force sexual favours on employees by virtue of one's position in the Company;
- propose private interpersonal relationships in spite of express or reasonably evident refusal;
- make allusions to physical or psychological handicaps, cultural or religious differences, or sexual preferences.

Humiliation, violence and offensive language will not be tolerated in any work situation.

The Company acknowledges the importance of mutual respect among the recipients, regardless of the level of responsibility, and requires all recipients to use language and behaviour in keeping with the workplace to all persons.

These principles apply to all recipients, including managers, who are required to set an example.

### **3.1.2. Safety and Health, Working Conditions**

Protection of the healthiness of the workplace and workers' safety and health are a top priority for INglass, which constantly strives for maximum safety in the workplace.

INglass undertakes to observe current regulations that require the keeping of a safe workplace and the provision to employees of all the equipment suitable for their jobs and necessary to protect them from any risk or physical danger.

INglass informs its employees of the conditions required by law, as well as the practices and procedures it adopts regarding safety and health in the workplace.

Many instruments are used to this aim: application of all possible precautions when preparing and tooling machines, prompt compliance with and updating of regulations to increase safety, specific training, provision of safety devices to all those who need them and maximum strictness with those who do not use them, making both internal personnel and external visitors constantly aware of the issue.

In turn, employees and associates undertake to observe the conditions laid down by law, as well as all the practices and procedures adopted by INglass. They shall also ensure that their actions do not place them or others at risk and report to their managers any behaviour or potential risks that could compromise safety in their workplace, together with any accidents or injuries, even minor ones, that come to their notice.

The Company keeps its workshops, offices and operating systems in such a way as to observe all health and safety standards.

### **3.1.3. Child Labour**

INglass is against the exploitation of children. Should it get to know of any violation of this principle, INglass will be authorised to break off relationships with those responsible for such exploitation.

#### **3.1.4. Privacy Policy**

INglass protects its employees' privacy according to current legislation, and undertakes not to communicate or disseminate personal data, unless required to do so by law, without prior consent. Personal data are collected, processed and kept, under the terms of the data protection law, by means of a specific procedure designed to guarantee that no unauthorised persons can have access to them.

#### **3.1.5. Training**

Management shall use and valorise all the skills available in the structure by organising training courses to help develop its employees' skills.

With regard to this, it is particularly important that management communicates workers' strong and weak points, so that they can improve their competence through special training.

INglass places at all its employees' disposal information and training for the purpose of valorising their specific skills and preserving the value of its personnel's abilities.

#### **3.1.6. Personnel Selection and Formalisation of Relationship**

Assessment of personnel to be hired is made on the basis of candidates' profiles corresponding to the Company's expectations and needs, observing the principle of equal opportunities and impartiality.

A job description and job profile is defined for each position, as well as a description of the technical and transversal skills required of the profile; this makes it possible to have a regularly updated organisational manual with descriptions of all the positions in the Company. Once the profile has been defined, the selection process takes place through individual interviews, aptitude tests and individual assessment.

On the basis of the information available, the Human Resources Office adopts the necessary measures to prevent favouritism, nepotism, and clientelism when selecting or hiring personnel.

Information is required strictly to check the aspects included in the job and aptitude profile and the candidate's private sphere is confidential.

When selecting and managing personnel, recipients shall conscientiously observe current regulations and corporate procedures. In particular, when hiring foreign workers special attention shall be paid to checking the existence of a residency permit, which must be valid and not expired (without renewal), revoked or annulled.

All personnel is hired with a regular work contract; no form of irregular work is allowed by INglass or any of its suppliers, sub-contractors and associates. When starting work, the employee/associate will receive complete and accurate information regarding:

- the characteristics of the duties and function involved;
- regulations and remuneration, as regulated by the applicable national collective labour agreement;
- the regulations and procedures to adopt in order to prevent health risks connected with the job;
- this Ethical Code.

Such information is provided to personnel so that acceptance of their job is based on a full understanding of what is involved.

## **3.2. Personnel Duties**

### **3.2.1. Professionalism and Respect for the Company, Colleagues and all Stakeholders**

Employees must behave loyally and observe the obligations included in their work contract, this Ethical Code and corporate regulations, in particular with regard to current corporate regulations, and ensure that their performance is marked by high standards of professionalism and propriety

All employees must undertake to keep a respectable workplace where there is a spirit of cooperation and the dignity of each individual is valued. In particular, all employees must refrain from behaviour that could create an intimidating or offensive atmosphere for colleagues or subordinates for the purpose of isolating or discrediting them in the workplace.

Employees must refrain from behaviour that could damage the assets of INglass, its management, relationships and image.

The attitude towards customers must be one of willingness, respect and courtesy, based on a highly professional, cooperative relationship.

Decisions made by each person must be based on principles of good, cautious management and be adopted after carefully assessing the potential risks, fully aware that personal choices contribute to the Company achieving positive results.

All operations and transactions must be carried out with the utmost propriety in terms of management, with complete and transparent information, and be formally and substantially legitimate. Accounting practices must be clear and truthful and comply with current regulations and corporate procedures, and must be auditable.

### **3.2.2. Confidentiality and Information Management**

Employees are required to treat as confidential any information acquired when performing their duties, according to law, regulations and circumstances. Employees shall continue to observe this confidentiality clause even when their relationship with the Company ends, ensuring that the commitments under current privacy laws are fulfilled; they must also carefully guard any documents assigned to them.

Confidential information includes that which would be useful to competitors or could damage INglass if communicated to competitors or the general public. In particular, it includes developments not yet generally known and everything concerning the Company's intellectual legacy, financial and economic data, product prices and corporate policies, information about customers and suppliers, and all internal documents.

### **3.2.3. Presents, Free Gifts and Similar**

It is normally prohibited to give and receive presents or gifts, except for those of modest value, not intended to influence the Company's ability to make independent decisions, and which do not embarrass or create obligations for INglass.

Certain non-EU countries make a habit of offering gifts and in this case recipients may accept them only if they are appropriate or of modest value. In such circumstances, applicable laws, normal habits and corporate or authorities' ethical codes, if known, shall in any case be observed.

Therefore, the above-mentioned arrangements do not apply to ordinary, reasonable representation expenses, so long as they do not violate the law and are in compliance with the Company's procedures.

If in doubt about whether the acceptance or offer of gifts complies with this Ethical Code, the recipient must contact his or her manager or the Supervisory Body of this Ethical Code, identified in paragraph 15.1 of this document.

### **3.2.4. Use of Corporate Assets and Information Systems**

Employees must use the assets and resources placed at their disposal by the Company to carry out their duties in such a way as to keep them integral and preserve their value, and in any case observing the corporate procedures regarding their use.

With regard to using information systems, each employee is responsible for the security of the systems used and must observe current regulations and license terms.

Subject to civil and criminal law, the use of internet connections for purposes different from those included in duties related to jobs or for sending offensive messages or material that could damage the INglass image is considered improper use of corporate assets and resources.

Each employee is expected to commit to preventing possible criminal offences due to the improper use of information systems.

### **3.2.5. Associates' Obligations**

The conditions in this paragraph (3.2) are included in all agreements and extended to all the Company's associates, consultants, agents and sales representatives.

## **4. Criteria for Conduct towards Suppliers**

### **4.1. Selecting Suppliers**

Supplier selection methods must comply with current regulations and the relevant INglass internal procedures. Purchasing processes are designed to seek the greatest competitive advantage for INglass and grant equal opportunities to all suppliers.

When selecting suppliers INglass adopts objective, transparent criteria laid down by current regulations and/or internal regulations, and does not exclude any supplier who possesses the requisites from the opportunity to work with us.

Supplier selection must also take into account the candidate's ability to guarantee a suitable quality system, the possession of organisational means and structures, and an ability to meet confidentiality obligations.

INglass requires suppliers to observe international agreements regarding labour (so-called ILO) and the minimum objectives established by international and national regulations regarding health and safety in the workplace and environment.

Every selection procedure must be carried out according to the broadest competitiveness and any waivers of this principle shall be authorised and justified.

Through specific contractual clauses suppliers are required to subscribe to this Ethical Code and observe its principles, and observe current regulations, particularly Legislative Decree No. 231/2001, which includes iron-clad conditions concerning contractual relationships.

INglass reserves the right to create a list of suppliers, qualification criteria for which will not exclude the listing of other suppliers.

### **4.2. Transparency towards Suppliers**

Relationships with suppliers are regulated by this Ethical Code and are subject to constant monitoring, including the congruence of performance or goods supplied with the agreed payments.

Agreed payment shall be calculated according to performance parameters indicated in the agreement and cannot be made to anyone different from the contracting party, or in a country different from that of the contracting parties.

## **5. Criteria for Conduct towards Customers**

### **5.1. Equality and Impartiality**

INglass promotes the principle of impartiality and therefore will not accept any form of discrimination in relationships with customers. It provides transparent messages, communications and agreements, avoiding formulas not easily understood and illicit or unfair sales initiatives.

INglass is in favour of the utmost courtesy and openness in managing relationships with end customers.

### **5.2. Quality and Customer Satisfaction**

INglass maintains high standards of quality and security and periodically monitors the quality of services rendered to customers, promoting continuous improvement to the quality of its products.

INglass identifies customers' needs and pursues their maximum satisfaction.

### **5.3. Professionalism in Relationships**

INglass aims at creating close, durable relationships with its customers, providing them with top quality products and services that meet their needs and expectations.

For the purposes, employees must:

- listen carefully to customers' needs, without prejudice, in order to anticipate their requirements and offer a wide range of products and services.
- relate to customers honestly and clearly, according to the procedures and arrangements involved;
- provide top quality products and services that meet customers' reasonable expectations and protect their security and integrity, seeking to innovate and improve the quality and safety of products and services provided regularly by the Company;
- tell the truth in advertising and sales communications, as well as in all communications of any kind;
- respect the interests of customers and the Company.

The Company constantly monitors, assesses and improves its products, services and processes in order to guarantee quality, safety and innovation at every stage of the production cycle.

## **6. Criteria for Conduct towards Public Administrations, Public Officials and Public Service Officers**

Under the terms of this Ethical Code, Public Administrations (hereinafter PA), Public Officials (PO) and Public Service Officers (PSO) are intended as any public body, independent administration, subjects acting as POs or PSOs, as well as members of EU bodies or officials of EU countries or a foreign state.

### **6.1. General Rules of Conduct for Relationships with PAs**

INglass's relationships with PAs strictly observe current legal and regulatory requirements and may not in any way begin or continue if they compromise INglass's integrity and/or reputation.

INglass acts in the most transparent way with control authorities (tax collectors, Customs authorities, etc.), providing complete information promptly, clearly and truthfully.

### **6.2. Rules of Conduct regarding the Risk of Corruption**

It is prohibited to directly or indirectly offer or promise money, gifts, services or favours of any kind whatsoever, to exert illicit pressure on PAs, POs or PSOs for the purpose of persuading them to

incur dereliction of duty or do anything contrary to their official duties, including the purpose of favouring or damaging one of the parties in civil, criminal or administrative proceedings with the aim of gaining a direct or indirect advantage for INglass.

Whoever receives explicit or implicit requests for benefits of any nature from anyone in PAs, or POs or PSOs must immediately suspend relationships with such persons and inform their manager and the Supervisory Body in writing.

The instructions given above must not be bypassed through other forms of aid or contributions such as appointments, consultancies, advertising, etc. which have the same objective as those expressly prohibited.

### ***6.3. Rules of Conduct regarding Risks linked to Receiving Public Money***

It is prohibited to use or present false declarations or documents or ones that give untruthful information, or to omit information, when applying for contributions, loans or any other sums whatsoever to the advantage or in the interests of INglass from the State, a public entity or the European Union.

It is also prohibited to mislead people through trickery or deception to achieve the above-mentioned aims, which would bring unjust profits to INglass to the detriment of others.

'Unjust profits' may be direct or indirect and include contributions, loans and other financing under whatever name, granted by the State, a public entity or the European Union, as well as concessions, authorisations, licences and similar.

### ***6.4. Rules of Conduct regarding Risks linked to Using Public Money***

It is prohibited to use contributions, loans or other financing, under whatever name, granted to the Company by the State, a public entity or the European Union, for purposes different from those for which they were assigned.

### ***6.5. Rules of Conduct regarding Risks of PA IT Fraud***

It is prohibited to alter in any way the operation of an information or computer system, or act illegally in any way whatsoever regarding the data, information and programs they contain or to which they are linked, for the purpose of bringing unjust profits to the detriment of others. Prohibition is reinforced if the State or a public entity is harmed.

## **7. Criteria for Conduct towards Judicial Authorities**

INglass cooperates actively with judicial authorities. It rejects attempts to be influenced by subjects required to make declarations to judicial authorities.

No-one must destroy or alter recordings, minutes, book entries or any other type of document, lie or make false or misleading statements to competent authorities. Neither must anyone persuade others to provide false or misleading information to such authorities.

## **8. Criteria for Conduct towards Trades Unions and their Representatives**

INglass wishes to maintain fruitful and peaceful relationships in every part of the Company and to this end encourages open, sincere exchanges between employees and management so that the Company's decisions also meet the needs of individuals, where possible.

The Company recognizes the importance of having freely elected, independent workers' representatives regularly communicating with management about recipients linked to employees' health, safety, working conditions and organisational changes that could influence their jobs. The Company undertakes to observe current trade union regulations and guarantees access for workers' representatives to the workshops and employees.

The Company has always held periodical meetings with union representatives to discuss and update its results. In his speech at the end of each year, the Chairman illustrates the results achieved, points out new challenges and shares future strategy, on an occasion which strongly binds and involves everyone.

#### **9. Criteria for Conduct towards Sports Associations, Foundations, Non-profit Organisations and Political Parties**

INglass does not give contributions, in Italy or abroad, to political parties, their representatives or candidates, and does not sponsor conferences or events whose exclusive aim is political propaganda.

It does not accept any direct or indirect pressure by politicians (e.g. favouritism in hiring employees, consultancy agreements, etc.).

Commitments and relationships of any kind with sports associations, foundations, non-profit organisations and public entities are dealt with exclusively by the relevant company function and personnel authorised by proxy, corporate procedures and operating instructions. The process for granting such contributions must be dealt with according to current regulations and the financial flow must be suitably documented. Contributions cannot be made in cash or similar.

It is prohibited to accept sponsorships without drawing up an agreement or expressing approval in writing of a contribution.

#### **10. Criteria for Conduct towards the Media**

All communications of information and data regarding INglass to external bodies must be truthful and transparent.

To ensure coherent information, relationships with the media are dealt with only by the relevant functions and communications must be made according to the established procedure.

It is in any case prohibited to:

- disseminate misleading or untrue information through the media, including the internet;
- communicate false news to the media or disseminate false or misleading news regarding financial instruments and their issuers; disseminate data regarding surveys by intermediaries regarding the Company and containing exaggerated and/or false forecasts of data and suggestions.

#### **11. Criteria for Conduct towards Auditors**

Our relationship with auditors is based on high professionalism, transparency and cooperation. In recognition of this role, all recipients of this Ethical Code undertake to provide all the information requested and punctually carry out any instructions or fulfilments required.

#### **12. Criteria for Conduct regarding Book-keeping, Administrative and Financial Activities linked to the Company's Financial Statements**

Every operation and transaction must be legitimate, coherent and appropriate, properly authorised and suitably recorded so that the process leading to the relative decision, authorisation and performance can be checked at any time.

Book-keeping must be based on precise information that can be checked, and fully observe the criteria indicated by law, accounting principles and the relevant internal procedures.

Each entry must lead to its related operation and be suitably documented.

No financial operations can be effected if the procedures established by INglass are not observed or suitable documentation is missing.

Subject to the dictates of the Civil Code, tax legislation and other national regulations, it must be possible to check every payment, the reasons for payment, the people who have authorised payment and the relative documents.

It is the recipients' task to make sure the documentation is easily available and placed in a logical order.

Recipients who become aware of omissions, falsification or negligence in keeping the books or in documents on which book-keeping is based are required to report such facts to their manager and notify the Supervisory Body.

As a taxpayer, INglass promptly fulfils all its obligations regarding fiscal matters.

It is expressly prohibited for all recipients who in any way at all are involved in managing the Company's economic and financial aspects and assets to behave in such a way as to impede controls and audits by the authorised bodies. To this aim, in particular, it is prohibited to conceal material and/or documents in order to divert, impede or obstruct such activities.

It is prohibited to circulate (buy and/or sell) bank notes, coins, credit cards, duty stamps and currency-grade paper. Whoever receives payment in false or stolen bank notes, coins or credit cards must inform their manager and the Supervisory Body, who will report to the relevant authorities.

### **13. Money-laundering, Self-laundering, Cashing and Payment Rules**

INglass undertakes to observe all national and international regulations and instructions regarding money laundering and financing of international terrorism.

In their different dealings with the companies in the INglass Group, company directors, employees and associates shall never, in any way or under any circumstances whatsoever, become involved in anything connected with laundering money from illicit or criminal activities.

Before entering into business relationships or agreements with regular suppliers and other partners and/or customers, employees and/or associates must observe the corporate protocols and procedures, and avoid entering into operations that they suspect are not clear. In particular, employees and associates shall make sure in advance of the moral integrity, reputation and good name of the party involved.

On the particular subject of traceability and registrations, recipients shall observe the following instructions:

- all financial transactions by or in favour of the Company cannot be made in cash, through bearer passbooks or other means similar to cash;
- all financial transactions by or in favour of the Company must be accurately and entirely recorded in the compulsory books;
- all payments must be made only to those to whom payment is due;
- payments cannot be made to subjects (natural or legal persons) listed by the bodies fighting the financing of international terrorism (UNO, EU, OFAC on the Banca d'Italia website in the United Financial Information section);
- no false, incomplete or misleading records must be created, and no hidden, unrecorded funds set up. Neither can funds be deposited in personal or non-Company accounts, and no unauthorised use can be made of the Company's funds and resources.

## **14. Internal Control System and Risk Management**

### **14.1. Internal Control and Risk Management Culture**

INglass promotes and spreads a control culture throughout the Company, making its employees aware of the importance of internal control and risk management systems and the value of observing current regulations and corporate procedures when carrying out their duties, in order to:

- ascertain the suitability of the different processes in terms of efficiency, effectiveness and economy;
- guarantee the reliability and propriety of accounting and safeguard the Company's assets;
- ensure conformity with current legislation and internal directives when fulfilling accounting and fiscal obligations.

Internal control systems include all the activities each company function performs on their processes in order to protect the Company's assets, effectively manage company activities and provide clear information about assets and the economic and financial situation, as well as all activities designed to identify and limit corporate risks.

Employees and associates are required, insofar as they can, to cooperate actively in the effective operation of internal control systems and take care of the Company's tangible or intangible assets used to carry out their activities, and not use them inappropriately.

Free access is assured to data, documentation and any other information required by the Company's control bodies and the Supervisory Body set up under the terms of Legislative Decree 231/2001.

## **15. How to Implement the Ethical Code**

### **15.1. Implementing and Managing the Ethical Code**

The task of monitoring observance and updating of the Ethical Code, disseminating its ethical principles, proposing possible improvements and dealing with any doubts about its interpretation lies with the Head of Human Resources in his/her role as the Ethical Code Guarantor (hereinafter the 'Guarantor'), who works in close contact with the Supervisory Body to manage the impact on the Company of the presupposed offences described in Legislative Decree 231/2001.

Besides the above-mentioned subjects, those at the head of each Company department shall ensure observance of the Ethical Code. If the workers in their departments have doubts about how to behave, the heads will provide the workers with clarification and explanations.

### **15.2. Approval of Amendments and Dissemination of the Ethical Code**

This Ethical Code has been approved by the INglass S.p.A. Board of Directors; any amendments and/or updating of the Code must be approved by said Board and promptly communicated to recipients.

The Ethical Code is communicated to the recipients in the following ways: displayed on the Company's notice boards, distributed to all employees in the most suitable way, published on the corporate intranet, and published on the company website.

Within the Company, knowledge and comprehension of the Ethical Code by all personnel is ensured by training courses, but also through informal meetings to promote knowledge of the Code.

The contact for any communications and/or enquiries regarding the contents of the Ethical Code is the Ethical Code Guarantor: [odv231@inglass.it](mailto:odv231@inglass.it)

### **15.3. Guarantees and Notification of Breaches of the Ethical Code, Penalties**

It is the duty of all personnel (heads and those reporting to management) to report any knowledge or awareness of offences or presumed or actual behaviour not in line with the rules in this Ethical Code, whether it has taken place or is taking place.

Therefore, in order to protect the integrity of their departments, INglass employees, according to their functions, may forward reports that must be backed by precise and concordant elements (i.e. containing at least an indication of the subject, place, time and event). Guarantees involving the reporting system are based on clauses 2-bis, 2-ter, 2-quater of article 6 of Legislative Decree 231/2001 and are incorporated in the General Section of Form 231.

Ways of transmitting reports are defined in the General Section of Form 231 on the matter of managing reports. The Supervisory Body is the subject who receives and manages reports.

Please note that anonymous reports will not be considered.

#### **15.3.1. Employees**

Failure to observe the rules indicated in the Ethical Code, or a breach of them, is tantamount to non-fulfilment of the obligations under employment contracts, as per articles 2104, 2105 and 2106 of the Civil Code, and will lead to disciplinary sanctions according to law and the relevant National Collective Labour Agreement, proportional to the particular breach of the Ethical Code and established in the applicable section of Form 231/01.

#### **15.3.2. Directors and Managers**

Breaches of the rules in the Ethical Code by management personnel will be dealt with as per Form 2312/01, law and the applicable National Collective Labour Agreement, bearing in mind that such breaches are tantamount to non-fulfilment of their employment obligations.

Breaches on the part of directors will be dealt with by applying the sanctions laid down in the General Section of Form 231/01.

#### **15.3.3. Economic Operators**

All behaviour that constitutes a breach of the Ethical Code by suppliers, associates, consultants or other third parties connected with INglass by a non-employment agreement may, in the most serious case, lead to termination of the contract or trust, subject to INglass's right to receive damages.

**INglass S.p.A.**

Via Piave, 4 - 31020 S.Polo di Piave (TV) I

Tel. +39 0422 750111 Fax. +39 0422 750301

info@inglass.it [www.inglass.it](http://www.inglass.it)