



**METALLURGICA
CIDNEO**

www.metallurgicacidneo.it

cidneo@metallurgicacidneo.it - +390305538100

METALLURGICA
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ETHICAL CODE AND MISSION

CIDNEO METALLURGICA SPA

Sede legale ed amministrativa: 25011 Ponte S.Marco (BS) – Via Cavicchione Sopra, 65 - Stabilimento: 25011 Ponte S.Marco (BS) – Via Statale 11, 132

CCIA BRESCIA N. 433937 – CAP. SOC € 4.000.000,00 COD.FISC E P.IVA 02248780989 – COD.ID.CEE IT 02248780989

Società con socio unico – Direzione e Coordinamento di Metallurgica Group Srl

1. GENERAL

Founded in the 50s, Cidneo Metallurgica S.p.A. immediately established itself in the sector of semi-finished brass products, extruded profiles for ornamental use.

The experience gained over the years has contributed to the expansion of production in the mechanical and architectural industries.

Constant technological research and the offer of new products and customised solutions have enabled the company to achieve important goals, making it appreciated in Italy and abroad.

Passion, tradition and the will to innovate have led the company to make courageous investment decisions for the production of profiles for the building industry, such that it has become a reference point for architects and engineers for the construction of prestigious houses and for the renovation and conservative restoration of important historical buildings.

Besides production and economic growth, the aims of Cidneo Metallurgica S.p.A. include pursuing a set of principles and rules, whose fulfilment is fundamental to the good functioning and strengthened reliability of the Company.

The Code of Ethics constitutes the *“Charter of fundamental rights and duties”* whereby Cidneo Metallurgica S.p.A.:

- clarifies its ethical and social responsibilities towards the various internal and external stakeholders, such as: shareholders, employees, collaborators, suppliers, public bodies, customers, etc,
 - seeks forms of balancing and/or points of equilibrium between the multiple interests and legitimate expectations of stakeholders,
- always with the aim of fostering a high level of professionalism and avoiding any behaviour not in line with the values and principles expressed in this document.

The individual and collective behaviour of the Company's employees and collaborators must therefore be in line with the Company's policies and must practically translate into collaboration between functions, into motivation and openness, responsibility and respect, according to the values and principles set out in this Code of Ethics.

The growth of Cidneo Metallurgica S.p.A. is only possible through consistent behaviour and the sharing of principles in order to create and sustain the work culture that has always been a key principle of the Company.

2. ADDRESSEES AND SCOPE OF APPLICATION

The addressees of the Code of Ethics of Cidneo Metallurgica S.p.A. are:

- shareholders,
- directors,
- employees,
- collaborators,
- suppliers,
- customers,
- bodies and communities

as well as all those who, directly or indirectly, permanently or temporarily, establish direct or indirect, continuous or sporadic relations or relationships with Cidneo Metallurgica S.p.A. These are the stakeholders of Cidneo Metallurgica S.p.A., with whom it intends to establish relations and relationships based on the Code of Ethics.

They are hereinafter referred to as “addressees” and are required to be familiar with the Code of Ethics, to contribute to its implementation, improvement and promotion.

If required, Cidneo Metallurgica S.p.A. undertakes to distribute a copy of this Code to all employees and collaborators and to disseminate its contents and objectives.

The principles contained in this Code of Ethics integrate the rules of conduct that each addressee must observe, both in respect of the general obligations of diligence, correctness and loyalty that must characterise work performance in accordance with the provisions of Articles 2104 and 2105 of the Italian Civil Code and of Collective Bargaining or Company Regulations, and with reference to any other codes adopted by Cidneo Metallurgica S.p.A. to regulate specific aspects or to comply with industry conduct standards.

The addressees, in due compliance with the law and with the rules and regulations in force, are required to adapt their actions and conduct to the principles, objectives and commitments laid down in this Code.

3. GENERAL ETHICAL PRINCIPLES AND MISSION OF THE COMPANY

The principles on which the Code of Ethics is based are as follows:

-RESPECT FOR THE PERSON

Cidneo Metallurgica S.p.A. always acts with full respect for the dignity of the person in all the relationships in which its activities take place. Cidneo Metallurgica S.p.A. is against all forms of discrimination based on sex, age, health, political and sexual preferences, religious beliefs, membership of political and trade union organisations, nationality and race.

-CUSTOMER PROTECTION

The customer is the fundamental interlocutor of Cidneo Metallurgica S.p.A. A solid and long-lasting relationship must be built with the customer, striving to fulfil the contractual obligations with rigour, professionalism and efficiency.

- RESPONSIBILITY, FAIRNESS AND COURTESY

Cidneo Metallurgica S.p.A. and its workers are always mindful of the social dimension of their actions, which aim to achieve the prosperity of all the company's components, while respecting the law and the social context in which it operates.

Cidneo Metallurgica S.p.A. does not justify improper behaviour aimed at creating advantages for itself or for its own interests.

- INNOVATION

Innovation and continuous improvement give our product an added value which, besides being fundamental to the development of the company, contributes to the development of a proactive working environment. Creativity should inspire daily work processes with new technologies to enhance our work culture.

- PERFORMANCE

Economic rigour is the constant point of reference for all components of our company in order to ensure its stability and development over time.

- SOLIDARITY

Generosity in collaborating, transferring experience, suggesting changes, sharing new approaches and making them one's own, is the cornerstone of everyone's satisfaction and of the Company's success. Solidarity is a principle to be understood and applied with all stakeholders both within Cidneo Metallurgica S.p.A. and outside.

- LOYALTY

The loyalty of employees, collaborators and all those with whom Cidneo Metallurgica S.p.A. has relations and relationships is an essential element for the Company.

- PROFESSIONALISM AND WORK DILIGENCE

Diligence, persistence and precision combined with thoroughness must be pursued in the performance of a job or task. Professional error is accepted within the limits of human reasonableness and the Company considers its admission as a demonstration of fairness and loyalty.

- RESPECT FOR THE ENVIRONMENT, HEALTH AND SAFETY OF EMPLOYEES AND COLLABORATORS

Worker safety is a fundamental principle that guides the Company's choices and decisions and is pursued with determination and maximum rigour. Employees and collaborators, whose physical and moral integrity is considered a primary value, are assured of working conditions that respect individual dignity, in a safe and healthy working environment.

The Occupational Health and Safety Policy is an expression of our commitment.

Cidneo Metallurgica S.p.A. is attentive to environmental protection and sustainability and directs its choices so as to ensure compatibility between the pursuit of its institutional aims and environmental requirements. It therefore rejects behaviour that deviates from the aforementioned principles. In this context, it undertakes to operate in all situations in full compliance with the regulations governing the matter and to limit the impact of its activities on the environment.

- CONFIDENTIALITY

The Company ensures the confidentiality of information in its possession, in accordance with the provisions of the law. Employees and collaborators are forbidden to use confidential information (technical and production know-how, company data and plans, purchase and commercial contracts and conditions, employee data and information, etc.) for purposes unrelated to their professional activity. More specifically, the information, data, and knowledge acquired, processed and managed by all subjects and addressees while performing their jobs must remain strictly confidential and suitably protected and must not be used, communicated or disclosed, whether inside or outside Cidneo Metallurgica S.p.A., unless in accordance with the regulations in force and company procedures.

The Company endeavours to put the values and principles contained in the Code into practice, taking its responsibilities both internally and externally and strengthening trust, cohesion and corporate spirit. It is therefore committed to training/information actions on the contents of the Code with the aims of:

- promoting and strengthening the corporate culture around recognised values;
- disseminating the rules, procedures and practices to be followed;
- broadening consensus on the basic principles of this Code.

The Company also wanted to give greater depth to its business activities by aiming at obtaining UNI EN ISO 9001 Quality Certification, which pays particular attention to the organisational and management aspects of the Company, with specific references to internal resources and various stakeholders outside the Company, such as customers and suppliers.

4. TRANSPARENCY AND RELATIONSHIP MANAGEMENT

The loyalty of employees, collaborators and all those with whom Cidneo Metallurgica S.p.A. has relations and relationships is an essential element to the Company.

4.1 Customers and suppliers

Every employee and collaborator is required to carry out their duties with the aim of achieving maximum customer satisfaction. When required, each addressee must provide assistance and information in a kind, polite, correct and comprehensive manner.

The selection of suppliers and the definition of purchasing conditions must be based on an objective assessment of the quality of the goods and services required, price, flexibility as well as the ability to supply and promptly guarantee goods and services of a level meeting Cidneo Metallurgica S.p.A.'s needs. Employees and collaborators must not promise, offer or accept payments or goods to promote or favour the interests of the Company, unless they are acts of commercial courtesy of modest value and such that they cannot be interpreted as aimed at acquiring advantages for themselves or for the Company in an improper way.

4.2 Relations with the Public Administration

The undertaking of commitments with the Public Administration is reserved exclusively to the corporate functions in charge of it.

Employees and collaborators must not promise, offer or accept payments or goods to public officials to promote or favour the interests of the Company, unless they are acts of commercial courtesy of modest value and such that they cannot be interpreted as aimed at acquiring advantages for themselves or for the Company in an improper way.

In the event of offers/proposals from public officials, the employee or collaborator must report it to their supervisor or the person with the relevant function and decline.

In the course of tenders with the Public Administration, one must act in accordance with the rules and fair business practices, respecting the rules of fair competition.

4.3 Relations with employees

Human resources are considered a fundamental element for the company.

The dedication and professionalism of employees are crucial values and conditions for the achievement of social objectives.

Cidneo Metallurgica S.p.A. is therefore committed to enhancing the skills and competencies of each employee, so that the energy and creativity of individuals can find full expression to realise their potential.

In this context, Cidneo Metallurgica S.p.A. offers all employees the same opportunities for professional growth, ensuring that everyone is treated fairly, based on merit criteria, without any discrimination as to gender, age, disability, religion, nationality or racial origin and political and labour opinions.

In this regard, the Company is committed to ensuring that everyone has:

- a working environment that is appropriate and functional to the activity carried out,
- a frank, collaborative and communicative relational environment where necessary attention is paid to the quality of information and work in general at all levels,



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- recognition and enhancement of the skills and contributions of each individual to the achievement of company objectives,
- training processes appropriate to the roles and tasks of each individual,
- constant willingness to listen to everyone who thinks to be affected by any act or behaviour inconsistent with the principles listed above.

Cidneo Metallurgica S.p.A. expects its employees, at every level, to work together to maintain an atmosphere of mutual respect for the dignity, honour and reputation of each individual in the company.

The assessment of job candidates is carried out based on the match between the candidate's profiles and the expected profiles according to the company's needs, ensuring equal opportunities to all those concerned.

The information requested is strictly related to the verification of the aspects listed in the professional and psycho-aptitude profile, with respect for the candidate's privacy and opinions. Within the limits of the information available, the Company adopts appropriate measures to avoid favouritism or forms of patronage in the selection and recruitment phases. The contractual documentation of the employment relationship must give priority to regularity in its various forms.

The Company provides its employees with training and updating tools suitable for achieving a degree of professionalism appropriate to the performance of the tasks assigned to them and enhances their attitudes and skills over time. The behaviour of employees and collaborators is governed by the Code of Conduct.

The privacy of each employee and collaborator is protected by adopting standards specifying the information that the company requires from the collaborator and how it is processed and stored. Any investigation into the ideas, preferences, personal tastes and, in general, the private life of employees is excluded. These standards also provide for the prohibition, except in cases provided for by law, of communicating/disclosing personal data without the prior consent of the person concerned and establish rules for the control, by each employee, of the rules protecting privacy.

With regard to the use of company goods and services, the use of instruments and electronic devices, both supplied and not, the use of the Internet, timetables and internal rules, Cidneo Metallurgica S.p.A. has adopted Internal Regulations that every employee must know and apply.

The personnel of Cidneo Metallurgica S.p.A. shall work diligently, competently and loyally, investing their own resources and time adequately in carrying out their activities, also in relation to the provisions of Article 2105 of the Italian Civil Code (employees must not engage in business, on their own account or on behalf of third parties, in competition with the entrepreneur, nor must they disclose information concerning the organisation and production methods of the company or use them in such a way as to prejudice the company). As a result, all employees are prohibited from having any employment relationships with third parties, as well as any employment relationships that are contrary to the interests of the company or create conflicts of interest with it.

Since the activities carried out within the company constantly require the acquisition, storage, processing, communication and dissemination of news, documents and other data relating to banking operations, procedures, know-how, etc., each employee is required to ensure the confidentiality of each piece of information acquired in the course of their work.

Each employee shall cooperate in order to ensure the proper reporting of each management act and to keep the supporting documentation of the activity carried out, according to criteria suitable to ensure its easy availability to colleagues.

In commercial or promotional dealings and relationships, personnel are required to behave with the utmost transparency, clarity, correctness, efficiency, fairness and respect for the law.

Illegal practices and behaviour, collusion, illicit payments, attempted bribery and favouritism are therefore prohibited.

Any worker who, while working in the company, detects a possible fraud, danger or other serious risk that could harm customers, colleagues, shareholders, the public, the Company or its reputation, is encouraged to report it in anonymous or signed form.

Reports should be made in good faith and should be substantiated with precise information, so that it is easier to check and deal with them without the need to involve the person making the report. At the same time, reports must not be intended to denounce situations of an exclusively personal nature.

Reports are received by the Management, which undertakes to provide an initial assessment within 15 working days. The Management then has the power, depending on the needs, to involve other competent corporate functions and/or public authorities, in order to manage the report, after possibly making it anonymous, by implementing checks on the merits of the circumstances in compliance with the principles of impartiality and confidentiality.

If the report is well-founded, the Management will assess and implement a suitable action plan to protect the company.

4.4 Tasks and duties of Directors and Managers

The fiduciary relationship with the Directors and Managers is implemented by the performance, by the latter, of their work in full and complete compliance with the laws and regulations in force, as well as with the provisions contained in this Code and in other adopted codes of conduct.

The Company's Directors and Executives are required to perform their functions with awareness and responsibility for their respective roles, undertaking in particular to combine in their activities the pursuit of objectives and the compliance with reference ethical principles to protect the interests of shareholders, customers and the community, and to safeguard the reputation of the Company and the principles of formal and substantive legality.

Moreover, the Directors must avoid situations of conflict between their interests and those of the Company, being in any case obliged to give notice, in the forms provided for by the regulations in force, of any interest they may have, on their own account or on behalf of third parties, in certain transactions of the Company.

4.5 Duties of external collaborators

The same obligations of fairness, good faith and respect for the law and regulations in force must govern the conduct of all external collaborators, who, depending on existing procedures and the type of activity required, may be asked by the competent corporate functions to sign the provisions contained in this Code.

4.6. Relationships with persons entrusted by law with control and audit activities (shareholders, corporate bodies and auditors)

The relations with the subjects to which the law attributes control and audit activities (shareholders, corporate bodies and auditors) must also be based on the principles of integrity, timeliness, correctness and transparency. The utmost cooperation must be provided to them, in order to avoid any obstructive

behaviour. It is also forbidden to conceal information or provide false documentation or in any way prevent or hinder the performance of the control and audit activities by these subjects.

5. SYSTEM OF INTERNAL CONTROLS

Cidneo Metallurgica S.p.A. has set itself the important objective of spreading the culture of control and the adoption of a control-oriented mentality at all levels.

The attitude to controls should be considered positively, given the contribution they make to improving efficiency.

Internal controls include all the tools necessary or useful to direct, manage and check the company's activities with the aim of ensuring compliance with laws and company procedures, protecting the company's assets, efficiently managing operations and providing accurate and complete accounting and financial data.

The implementation of an effective internal control system must be a common commitment at every level of the organisational structure. Consequently, all recipients, within the scope of their functions, must also apply the controls required of them and report to the competent bodies any indications for improving the internal control system.

6. FINAL PROVISIONS

This Code of Ethics supplements all the regulations in force that must be respected and to all the voluntary provisions such as internal procedures, specifications, instructions etc. issued by Cidneo Metallurgica S.p.A..