



# Code of Ethics



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## Introduction

### 1. Company Presentation

For 65 years, Rhea has been designing and manufacturing customised vending machines, and has stood out for high-level design, state-of-the-art technology and Made in Italy excellence.

Rhea's story began in 1960, when the Majer foundry, which supplied Alfa Romeo, Vespa and Olivetti, built the first chewing-gum ball dispenser, an icon of the 1960s. Founder Aldo Doglioni Majer's entrepreneurial skills focused on vending machines and Rhea became Italy's first manufacturer of vending machines for hot and cold beverages, and snacks. Over the years, the focus on design and innovation, the ability to customise, together with the constant search for quality, have allowed Rhea to create cutting-edge solutions and establish itself internationally as Made in Italy excellence.

From global player in vending to pioneer in its introduction to the new retail, hôtellerie and out-of-home sectors, over the years Rhea has confirmed its vocation to interpret and anticipate a constantly evolving market with solutions that revolutionize the concept of hospitality, increasing the value of the coffee break experience.

Sustainability is one of the company's founding pillars, and it means not just respecting the environment, but respecting people. Following this principle Rhea shares the value of creating and maintaining secure opportunities and fostering an inclusive labour market. Its daily commitment is to do business in a sustainable way, transferring the values of each person working in the company into the product, so that it can contribute to improving the quality of life of those people who use it, offering a unique consumer experience.

The sustainable development, the responsible use of raw materials, the absolute compliance with regulations on environmental impacts and training and information of employees on environmental aspects are the basic principles of the environmental policy pursued by Rhea.

Honesty, seriousness, correctness, care and dedication, in a word respect, both in the relationships between its own collaborators and in those with customers, partners or suppliers: principles that are an integral part of our daily reality, and of which every person at Rhea is a proud ambassador.

*"For Rhea, coffee is hospitality. For 65 years, we have been creating hospitality solutions using automation, bringing the Italian coffee culture to more than 100 countries around the world".*

Our branches in Italy are:

- Rhea Vendors Group S.p.A., at Via Trieste 49, Caronno Pertusella: headquarters and coordination centre for the other companies in the group;
- Rheavendors Industries S.p.A. at Via Garavaglia 58, Caronno Pertusella: production site for table-top machines;
- Rheavendors Industries S.p.A. at Vicolo Cantalupo 135, Caronno Pertusella: production site for free-standing and snack machines;
- Rheavendors Industries S.p.A. at Viale 5 Giornate 1405, Caronno Pertusella: Spare Parts department and customer assistance.

Our branches abroad are:

- Rheavendors Servomat Deutschland Gmb (Robert Bosch Strasse 3 -- 89179 Beimerstetten Germany)
- Rhea Vendors France s.a. (6 Rue Monmousseau B.P. 161 -- 38432 Echirolles CEDEX France)
- Rhea Vendors Polska Sp. z.o.o. (ul. Truskawiecka 7 -- 60-478 Poznan Poland)
- Rhea Vendors Apliven s.l. (C/La Maquina, 10-A Pol. Iin El Regas E -- 08850 Gava – Barcelona Spain)
- Rhea Vendors Apliven s.l. (Calle Progreso 2, Local 5 28906 Getafe - Madrid)
- Rhea Vendors Benelux B.V. (Bezembinden 10 -- 3861SL Nijkerk)
- Rheavendors UK Ltd (Unit G3 Charlwood Court – County Oak Way – Crawley -- West Sussex RH11 7XA)
- Rheavendors Österreich GmbH (Gewerbstade 20, Objekt M 70 -- 2351 Wiener Neudorf)
- Rhea Vendors East LLC (15 Vashutinskoe Highway, Khimki, Moscow region, Russian Federation, 141402, ROOM A 3.1)
- Rhea Vendors Turkey (Firuze Sk. Dap Vadisi S Ofis No. 5/19 Kagithane, Istanbul – Turkey)
- Rhea Vendors México (AV. Bonampak M 1, Sm 8, L 4 , Plaza Vivendi, 1er Piso, Oficina 1B, Zona Hotelera, 77504, Cancún, Quintana Roo, Mexico)

## 2. Foreword

In order to clearly and transparently define the principles and values which inspire us to achieve our goals, the Rhea Group (Rheavendors Industries Spa and Rhea Vendors Group Spa) has developed this Code of Ethics, observance of which is essential for the reputation, identity and sustainable operation of the company.

This document outlines the ethical commitments and responsibilities undertaken by the company's staff - whether these are administrators, employees or contract workers - in the course of their duties, and also serves to protect the company from the risk of damage and violations which may arise from such activities.

Compliance with the rules laid out in the Code should be considered an integral part of the contractual obligations of all staff, whether these are administrators, employees and/or contract workers of the company, in accordance with the relevant legislation.

The company requires all employees and anyone involved in the operation of the company to observe - and ask others to do likewise - the guidelines stipulated in this Code of Ethics and behaviour, within their own sphere of responsibility.

Full understanding of the regulations which govern work and behaviour within the company is essential in order to guarantee successful overall implementation via their observance by all staff; this is the stated objective of the company leadership team. Internal regulations covering behaviour and related guidelines have been summarised and published in a single document, "**Regolamento aziendale\_03102022\_01**", to which readers are referred.

Under no circumstances will a belief of acting for the benefit of the company justify behaviour in contravention of the contents of this Code of Ethics.

The role of guarantor of this Code of Ethics ("Guarantor") is assigned to the President of the Board of Directors.

### **3. Field of application**

Members of the Board of Directors, executives, employees, suppliers, interns, consultants and contract workers, including occasional staff, of the Rhea Group must adhere to the principles and regulations of this Code of Ethics by ensuring that their behaviour safeguards the image, reliability, reputation and correct operation of the company and by undertaking to preserve the integrity of the company's assets.

The Board of Directors in particular is required to act in accordance with the principles of this Code of Ethics in setting the company's objectives, proposing investments and carrying out projects and operations geared to the long-term increase of the company's value in terms of sales, assets, management and technology, the long-term wellbeing of employees and the community, and in any decision or action concerning the management of the company.

Likewise, company executives should adhere to the same principles as they implement the Board's decisions on the ground, both internally within the company and with relation to third parties who come into contact with the company.

In addition to fulfilling their general obligations of loyalty, honesty and good faith in the execution of their contracts, employees, suppliers and interns must also refrain from carrying out activities in competition with the company; they must comply with the company rules and procedures and ensure their actions and behaviour are in line with the principles and regulations of the Code, whose observance is required pursuant to articles 2104 and 2105 of the Italian Civil Code.

Any action which is contrary to the spirit and the letter of the Code may be sanctioned in accordance with the stipulations of the Code itself, either by legal means or through the relevant collective contract.

All actions, operations, negotiations and general conduct of employees should be informed by maximum propriety and integrity in administrative terms, as well as being based on completeness and transparency of information, clarity and truthfulness of accounting records, in accordance with applicable legislation and internal procedures.

Every employee should ensure maximum professional commitment and rigour, provide professional input appropriate for the responsibilities they are entrusted with and their own abilities, and act in a manner which safeguards the reputation and image of the company.

Relations between employees at all levels should be based on the criteria of honesty, collaboration, loyalty and mutual respect.

## **2. General principles and values**

All recipients of the Code, as specified in paragraph 1.2, are required to comply with the following general principles:

### **2.1. Impartiality and equal opportunity, loyalty and honesty**

In their professional settings, staff of the Rhea Group are required to comply fully with applicable legislation, the Code of Ethics and internal regulations. Under no circumstances can the pursuit of company interests justify dishonest conduct.

Staff of the Rhea Group are an essential element in the success of the group. For this reason, the company protects and promotes the value of human resources with the aim of improving and increasing the assets and the

competitiveness of the skills brought by every worker. To this end the Rhea Group is committed to developing the skills, potential and personal interests of its workers so that they may find satisfaction in the achievement of the company's objectives.

The Rhea Group safeguards the physical and moral wellbeing of its staff and guarantees working conditions that ensure individual dignity and a safe, healthy working environment.

In decisions which impact on relations with stakeholders (selection of customers, staff management and organisation of work, selection and handling of suppliers, relations with shareholders, relations with the surrounding community and the bodies that represent it), the Rhea Group prohibits any discrimination on the basis of the age, gender, sexual orientation, state of health, race, nationality, political opinions and religious beliefs of its interlocutors.

Similarly, the company is attentive to any actions of bullying, sexual molestation and lack of respect for equality of opportunity.

The company demands that internal and external working relations are based on maximum propriety and free from abuse, considered as the following:

1. the creation of a working environment which is intimidating, hostile or isolating to individuals or groups of workers;
2. unjustified interference in the execution of other people's work;
3. the hindering of individuals' employment prospects for the sole motive of personal competitiveness.

The company will not accept or tolerate sexual harassment, which for the purposes of this policy is understood as follows:

1. the subordination of professional achievement and/or remuneration to the acceptance of sexual favours;
2. proposals of private interpersonal relationships, despite expressed or reasonably obvious rejection, which may, depending on the individual situation, disturb the recipient's wellbeing and peace of mind;
3. any undesired action or behaviour, including verbal, of a sexual nature, which may impact the dignity and freedom of the person to whom it is addressed, or which is likely to lead to reprisals or a climate of intimidation.

All company staff, whose physical and moral wellbeing is considered of paramount importance to the company, are guaranteed working conditions which respect individual dignity, in a safe and healthy working environment.

In particular, the company does not tolerate:

1. abuse of power: abuse of a position of authority consists of requests for personal services and favours as due to a person of a higher level in the organisation, or the use of attitudes and/or actions damaging to the human dignity and, above all, autonomy of the co-worker.
2. acts of psychological violence: attitudes or behaviours which are discriminatory or harmful to the individual and his or her beliefs;
3. sexual harassment, behaviour or speech which may offend the worker's personal sensitivities;
4. acts of bullying, which may also seriously compromise the health of the employee in the workplace;

5. workplace mobbing, which can lead to psychological conditions with serious consequences for the individual's capacity to work.

The company undertakes to disseminate and consolidate a culture of safety by raising awareness of the risks for all workers, because it considers its employees to be the driver and life force of its way of "doing business".

The company encourages responsible behaviour by all employees by adopting appropriate working practices, providing suitable training opportunities and operating in full compliance with health and safety legislation; the company aims to use the latest technologies, which are increasingly focused on assisting workers, in order to eliminate unnecessary workloads and/or fatigue.

The company considers it appropriate to proceed with health and safety protocols and provide information and training for staff, through its plan for information and training (originally article 9 of legislative decree 626/94, updated in legislative decree 81/08).

## **2.2. Environmental protection**

The company fully implements the legal and regulatory requirements for environmental protection, in particular the stipulations of legislative decree 152/06 as amended and supplemented (known as the "Environment Code", which came into force on 29 April 2006 and contains the main regulations governing environmental issues) and other applicable laws and regulations.

Rheavendors Industries (head office Via Garavaglia) has developed and maintains a System for Environmental Management in accordance with the standard UNI EN ISO 14001:2015, which prioritises all factors inherent in protection of the environment, safety in the workplace and company development geared to social sustainability.

The company undertakes to pursue a policy of constant improvement in its environmental performance, wherever technically possible and financially sustainable minimising any negative impact of its activities, including by evaluation of the context, the expectations of interested parties and the assessment of the life cycles of its products.

The company also undertakes to ensure that working conditions within the company and in the supply chain comply with legal requirements and the agreements signed.

In the company's Environment Policy, the management have stated the commitment of Rheavendors Industries to:

- ❖ ensure that its activities are carried out in accordance with current legislation;
- ❖ make financial resources available for the improvement of environmental conditions and safety in the workplace;
- ❖ manage company processes in an effective and efficient manner;
- ❖ minimise risk and environmental impact arising from its activities;
- ❖ pursue constant improvement in performance;
- ❖ guarantee worker satisfaction through constant improvement of working conditions while respecting the principles of social responsibility and valorising human resources through attention to all aspects of safety, both individual and in the workplace.

By pursuing **constant improvement**, Rheavendors Industries aims to achieve the above objectives by means of the following actions:

- identification of targets that are achievable and measurable, verification of their achievement and correction and supplementation where necessary;
- involvement, awareness-raising, training and informing staff so that they become aware of the effects of their behaviour on issues related to the environment and safety;
- application as far as possible of the best available technologies;
- take all possible organisational operational and technological measures to prevent the contamination of water, air and soil;
- minimise consumption of electricity, water and raw materials and the production of waste, encouraging waste recovery wherever possible;
- set environmental goals and targets, to be included in the operational management of manufacturing units and in plans for company development;
- ensure that this policy and the associated Management System are included, implemented and adhered to at all levels of the organisation, and that the system is supported by regular training activities;
- make available measures and equipment for personal protection;
- carry out regular medical checks by qualified medical personnel;
- carry out analysis, prevention and management procedures for emergencies;
- carry out internal inspections;
- ensure that this document is made available to the public.

The Environment Policy is circulated within the organisation in order to ensure awareness of its content and adherence to the principles it contains, and it supplements other company policies and strategies geared to improving the company's productivity, profitability, reliability, image and ethical profile. The policy is reviewed annually on the basis of the results, requirements and needs of the interested parties.

### **2.3. Contractual value of the Code of Ethics**

Observance of the regulations contained in the Code of Ethics should be considered an essential part of the contractual obligations of employees, in accordance with article 2104 of the Italian Civil Code.

Article 2104 CC – Diligence of the employer - “The employer should use the diligence required by the nature of the service due, the interest of the company [...]. They should also adhere to the regulations for the execution and supervision of work issued by the entrepreneur and the co-workers to whom they report”.

The principles and content of this Code of Ethics constitute illustrative specifications of the obligations of diligence, loyalty and impartiality which characterise correct fulfilment of the employment relationship. Such principles contribute to defining the behaviour and conduct that employees must exhibit in their relation with the company.

Violation of the regulations contained in the Code may constitute non-fulfilment of the primary obligations of the working relationship and unlawful behaviour, entailing all consequences stipulated by the law and by the collective agreement; it may also affect the preservation of the working relationship, and may furthermore entail compensation for damage caused by the same.

#### **2.4. Conflict of interests**

In the operation of any business it is always important to avoid situations in which individuals involved in transactions are - or may appear to be - in a conflict of interests. This is the case, for example, when an employee or partner pursues an interest other than that stated in the company's mission and the balance of interests of the stakeholders, or benefits personally from opportunities arising from the company's work, or where representatives of customers or suppliers, or public institutions, act contrary to the financial duty associated with their position.

All staff must therefore avoid any situation and/or activity in which a conflict of interests may arise, in other words any situation which may interfere with their ability to take impartial decisions in the best interests of the company and in full compliance with the regulations stated in the Code.

For illustrative purposes, the following situations would be conflict of interests:

1. economic or financial interests of employees and/or third parties, who may be connected to the company by family, friendship or favour, in the activities of suppliers, customers, clients and competitors, unless expressly authorised by the company;
2. using a position as an employee of the company or information acquired in the course of employment to advance their own interests and/or those of third parties connected by family, friendship or favour;
3. carrying out work of any type for customers, clients, suppliers and/or competitors of the company;
4. accepting money, favours or benefits from people, companies or bodies who are, or wish to be, in a business relationship with the company.

In the execution of their work, every employee is required to avoid any potential conflict of interest, with particular reference to personal and/or family interests which could influence the independence of their judgement and conflict with their responsibilities.

All employees must immediately inform their line manager and/or the company leadership of any situation which constitutes or may give rise to a conflict of interests. In particular, the employee should disclose the existence of a permanent or temporary working relationship, or any financial, commercial, professional or family relationship with external parties which may impact the impartiality of their behaviour or compromise the integrity of their work.

#### **2.5. Gifts, freebies and benefits:**

Employees are not permitted to offer or receive gifts or benefits which may be considered surplus to normal courtesy, or which may be interpreted as means to obtain favourable treatment in the execution of their work.

Under no circumstances will any form of corruption in relations with public officials, civil servants or public administration staff be tolerated.

The regulations governing the company's operations within national legislation must be fully respected and complied with. These regulations cannot be evaded by resorting to activities carried out by third parties and/or by procedures which make use of loopholes in the law.

The term freebie also includes benefits such as, for example, offers of places on seminars and/or training courses which may include travel outside the company, in order to solicit the use of materials, services and other resources.

## **2.6. Non-competition obligation**

The company acknowledges and respects the right of employees, administrators and contract workers to participate in investments, business or other types of activity outside the sphere of the company interests, as long as these are permitted by the law, do not affect the individual's usual work and are compatible with the obligations pertaining to employees, administrators and contract workers.

In accordance with article 2105 of the Italian Civil Code, all employees are prohibited from carrying out, directly, indirectly or through intermediaries, any activity which may even potentially result in competition with the activities of the company.

In the interests of clarity, we quote the obligation of loyalty stated in article 2105: "The employee may not conduct business, on their own account or on behalf of third parties, in competition with the entrepreneur, nor may they disclose information pertaining to the organisation or production methods of the company, or make use of the same in a manner which may prejudice the latter".

The company acts fairly in the marketplace, refraining from any conduct which makes unfair use of its leading position or which compromises free competition. The company follows a professional code in its relations with its fellow companies.

## **2.7. Confidentiality of information and protection of intellectual property**

The operation of the company necessitates the constant acquisition, storage, processing, communication and dissemination of information, documents and other data pertaining to its customers, clients, negotiations, financial and commercial transactions, knowhow (contracts, deeds, reports, notes, studies, designs, plans, patents, photographs, software, Rhea Group logos, logos of customers/suppliers etc).

Company information of any nature (commercial, financial, technological etc) constitutes an asset which the company undertakes to safeguard, as belonging to the company's culture and ongoing technological investment.

Any information, data or document acquired in the course of the company's operation is considered as knowhow, as such confidential, and may not be disclosed under any circumstances unless in line with company procedures and for the purposes of the company's activities.

It is therefore prohibited to disclose to unauthorised persons (inside or outside the company) any information which may pose a risk to the company's professional and/or commercial assets acquired over time.

The company guarantees the confidentiality of the information and knowhow in its possession (including that of third parties) and compliance with data protection laws. All information held by the company is processed with respect for the confidentiality and privacy of data subjects.

## **2.8. Health and safety of workers**

The Rhea Group prioritises the health and safety of its workers by operating in rigorous compliance with the relevant legislation.

The principles of ensuring the safety and dignity of individuals guide the company's policies in the sphere of health and safety in the workplace, which aim to guarantee the protection of workers and all other parties, and to ensure hygiene in the workplace during all operations.

The Rhea Group's commitment translates into the development and implementation of a series of documented procedures and assessments, which include the use of external consultants, the active involvement of the entire workforce to ensure full participation at every level in the achievement of individual safety standards and the promotion and dissemination of a genuine culture of workplace safety.

The company pursues continuous improvement in this area through the following:

- respect for legal obligations and other commitments undertaken by the organisation;
- ensuring that any risk deriving from operations is minimised as far as reasonably possible, by implementing the best and most appropriate measures of prevention and protection;
- defining and implementing methods to identify and assess hazards and potential emergency situations by considering the organisational and technological variables of the company's work, in order to prevent their occurrence and plan actions to be taken to minimise any consequences;
- a commitment to train and raise the awareness of workers in order to enhance their knowledge and skills so that they can take responsibility for their own health and safety in the workplace;
- safeguarding employees through respect for individuals without distinction of race, religion or gender and by fully implementing checks and maintenance of the regulations for preventing accidents and protecting workers;
- prevention of work-related injury and illness.

## **2.9. Accuracy and transparency of accounting**

The company operates with maximum transparency in terms of administration and accountancy, ensuring the veracity, accuracy and completeness of information for every accounting entry relating to individual events and types of events.

In order to prevent improper use of company funds or the recording of false transactions, appropriate supporting documentation is kept for every accounting entry, to allow verification of the characteristics and motivation of the transaction and to identify the person who authorised, carried out, recorded and checked it.

Every employee is required to meticulously follow all the procedures established for administration and accountancy purposes.

## **2.10. Protection of company assets**

Every employee is required to act with diligence in order to protect company assets, by correct and responsible use of the resources entrusted to them and avoiding their improper use.

With reference to the use of IT tools, every employee is required to scrupulously adhere to the provisions in the relevant Informatics Policy, so as not to compromise the functioning and protection of IT systems.

In summary, it is forbidden to do the following:

- use the available tools (software programmes, email, internet, telephone, fax etc) for purposes unrelated to work;
- download programmes or install software which is unauthorised or different to that provided by the company;
- send emails which are injurious or may cause offence to individuals and/or damage the company image;
- visit websites with offensive or indecent content;
- use company resources for purposes which are personal and unrelated to work.

### **3. Behaviour guidelines**

#### **3.1. Principles and values in customer relations**

The company is aware that the approval of those who purchase its products is of primary importance for the success of the business.

To this end, and to ensure full compliance with the principles set out in this Code of Ethics, employees and contract workers are required to meticulously adhere to all the internal regulations and procedures for the management of relations with customers and clients. This means the efficient and courteous provision, within the limits of contractual terms, of high-quality products and services which meet the reasonable expectations and needs of customers and clients. The latter should also be provided with accurate and comprehensive information about products and services, so that the customer/client can make informed decisions, in the interests of transparency, but also confidentiality and privacy.

Relations and communications with the company's customers are based on maximum honesty and respect for the relevant legislation, including all regulations relating to accreditation, without recourse to inappropriate commercial practices.

#### **3.2. Principles and values in supplier relations**

In buying arrangements, suppliers are selected on the basis of objective criteria including but not limited to partnership, stability, quality of service and price.

The selection of suppliers should be done on the basis of company needs, with the aim of obtaining the best possible conditions in terms of the quality and cost of their product and achieving optimum collaboration with suppliers.

Every supplier is offered equal opportunity by means of analysis of cost/value, in order to achieve the most appropriate evaluation and acceptance. All suppliers meeting the required criteria should be given the opportunity to compete to become a supplier for the company, using objective, fair and transparent criteria.

It is the responsibility of employees and managers to ensure that the conduct of suppliers and sub-suppliers is always in line with the standards of this Code of Ethics.

In tendering procedures, supply arrangements and the supply of goods and/or services in general, employees and management are required to meticulously follow all the regulations and internal procedures for the selection and handling of relations with suppliers.

In the event that well-founded questions arise regarding the ethical conduct and adherence to the aforementioned principles of a supplier or a sub-supplier, the individual responsible should take appropriate measures to resolve the matter in question. Any behaviour by a supplier that contravenes the regulations of the Code must be reported directly to the Board of Directors.

### **3.3. Relations with contract workers**

#### *3.3.1. Selection of staff*

The company avoids any form of discrimination towards its employees and contract workers, and uses objective criteria in the selection, management and development of human resources.

In particular, the evaluation of potential employees, consultants and assessors is carried out on the basis of correspondence between the candidate's profiles and the needs of the company, in accordance with equal opportunity for all interested parties.

The company undertakes to valorise and enhance the skills of its staff and aims to offer all company personnel opportunities for professional development in line with their skills and abilities, avoiding any form of discrimination on the basis of age, gender, race, health issues, nationality, political views and religious beliefs.

#### *3.3.2. Working relationship*

The company is committed to respecting fundamental human rights and employment legislation.

In particular, all staff are appointed with a standard employment contract, and no form of irregular work, employment of minors or "black work" is tolerated. The company emphasises that the principle of fair competition is applied.

Every employee is provided with a written contract drafted in compliance with applicable national legislation.

#### *3.3.3. Protection of privacy*

Staff privacy is safeguarded in accordance with legal requirements and by means of appropriate processing and storage of data, as stipulated by the law.

Inquiry into personal opinions and preferences, and general inquiry into the private lives of company employees, is not permitted. The company applies the provisions of legislative decree 196/2003 as amended and supplemented, and those of Regulation (EU) 2016/679 (GDPR).

The company's databases may contain, among other things, personal data protected by data protection legislation, data which cannot be disclosed outside the company due to company agreements, and data whose improper or untimely disclosure may damage the company's interests.

Every employee is required to ensure the confidentiality necessary in the circumstances for all information acquired in the course of their work.

The company undertakes to protect data relating to employees, administrators, contract workers, suppliers, commercial partners, customers, clients and third parties, which may be generated or acquired in the course of business relations, and to prevent improper use of the same.

Information, knowledge or data acquired or generated by employees and contract workers during their work or through their positions in the company is the property of the company and may not be used, circulated or disclosed without express written authorisation, either during the working relationship or afterwards.

It remains strictly forbidden to disclose information regarding the company's organisation and production methods, or to use the same in a manner which may prejudice the company. Every employee and contract worker must:

1. acquire and process only the data necessary and appropriate for the relevant purposes and directly connected with their role;
2. acquire and process data solely within the specific procedures adopted by the company;
3. store data in a manner which prevents access by other unauthorised individuals;
4. communicate data via the established procedures and/or with the explicit authorisation of their line manager and, in every case, having checked that such data may be disclosed. In particular, employees and contract workers are required to show maximum discretion with information pertaining to the company as a whole to which they have been given access for the specific requirements of their role;
5. ensure that there are no restrictions, either absolute or relative, on the disclosure of data regarding third parties associated with the company by any kind of relationship, and where this is the case, obtain their written consent;
6. group data in such a way that any individual authorised to access it can easily obtain a picture that is as accurate, comprehensive and truthful as possible.

In order to ensure correct implementation of the company strategies, all employees and contract workers are required to refrain from commenting on activities carried out, results achieved or goals set by the company, on all company premises.

### **3.4. Regulations for visitor access**

Access to the company is forbidden to unauthorised persons.

Before entering the premises, visitors must stop at the entrance to show identification and sign in.

For organisational and safety reasons, visitors may not move freely within the offices or production facilities unless accompanied by a Rhea employee.

Visitors must follow the following safety rules:

- they must be accompanied at all times, and must not leave the pedestrian walkways or approach machinery and equipment.
- follow the pedestrian routes indicated; areas without pedestrian routes are for mixed traffic, and pedestrians DO NOT have priority in these areas.
- follow the safety rules indicated on signage present on the premises.
- it is forbidden to film, photograph, sketch or draw equipment without express permission.
- it is forbidden to stop on the external area, and in particular in the vehicle loading and unloading zones; in these areas there is a serious risk of being hit by forklift trucks or vehicles entering or leaving the premises, along with the risk of being struck by falling or shifting items being transported or lifted.

- visitors are forbidden to use company vehicles and equipment and to carry out actions or manoeuvres which may compromise their own and others' safety.

Failure to comply fully with these rules will result in expulsion from the premises.

### **3.5. Relations with competitors**

The company reiterates that in the management of its operations and business relations, it adheres to the principles of loyalty, lawfulness, honesty, transparency, efficiency and openness to national and international markets.

In particular, the company pursues market success by offering high-quality products and services which comply with all national and international legislation in the interests of fair competition.

With specific reference to current national and international legislation governing competition, the activities of the company and the conduct of its employees, administrators and contract workers, whose actions may be related in some way to the company, should exercise total autonomy and independence from the conduct of the company's competitors, in order to prevent the formation of cartel-type agreements.

### **3.6. Relations with public administration**

In their relations with public institutions and their staff and experts, officials and those responsible for public services with whom the company may collaborate in the course of its operations, employees, administrators and contract workers, whose actions may in some way be related to the company, must act in accordance with the law, and in all circumstances with propriety and transparency.

Practices involving corruption, collusion and the soliciting of personal benefits directly, indirectly and/or through third parties, are prohibited and may be sanctioned in accordance with the provisions of this Code or by the legislative measures of the relevant collective agreement

In the course of its operation, the company collaborates fully, transparently and constructively with public institutions, their staff and experts, officials and public service representatives.

Relations with public administration and state institutions must be organised according to the rigorous application of laws and regulations, without impacting on the company Code of Ethics.

To this end, the company is wholly committed to:

- establish stable and transparent channels of communication with institutional interlocutors at European, Italian, regional, provincial, municipal and local level;
- represent the company's interests and views in a manner that is transparent, rigorous and coherent, avoiding any collusive behaviour and always prioritising its Code of Ethics on behalf of its business and safeguarding the work of its employees.

### **3.7. Relations with political and trade union organisations**

With this Code of Ethics, applied within an outlook of precise operational morality, the company does not fund political parties, their representatives or candidates in Italy or abroad; it does not sponsor congresses or events whose purposes are political propaganda.

The company seeks to remain totally free from any direct or indirect pressure from political figures. The company does not contribute to organisations such as trade unions, environmental groups or consumer protection associations.

However, in the interests of ethical concerns, the company may cooperate with such organisations solely where the following premises exist:

- purposes linked to social and community concerns;
- clear and documented directing of resources for justified ethical purposes;
- explicit and clear stated intent of such organisations in favour of social and community ends.

Nevertheless, the company may agree to requests for contributions limited to proposals from bodies and associations which are overtly profit-free and free from any worker exploitation and hidden speculative aims, but which have clear, standard statutes and constitutions, which must be attached to any requests for contributions; moreover the company may also support humanitarian medical associations in initiatives at national level.

#### **4. Communication and training**

It is essential that the company's communications are based on the following principles:

Transparency: make available to all affected parties the processes, procedures, methods, data sources and hypotheses used for the purposes of communication, while preserving confidentiality as far as possible.

Appropriateness: ensure that information provided is pertinent to the affected parties, and use formats, language and methods which are in their interests and meet their needs, in order to facilitate comprehensive participation.

Credibility: conduct communications in an honest and fair manner and provide information that is truthful, accurate, concrete and not misleading to the affected parties.

Responsiveness: ensure that communication is open to the needs of the affected parties. Respond comprehensively and promptly to the questions and concerns of the affected parties, and inform the latter of how their questions and concerns are being addressed.

Clarity: ensure that approaches and language used for communication can be understood by the affected parties in order to avoid ambiguity.

The management of communications within the Rhea Group takes into account two types of information flows:

- Internal communication between the various levels of the organisation: top - down / bottom - up
- External communication generated by external parties (e.g. authorities, customers, suppliers, citizens etc) or sent to them by the company.

##### **4.1. Internal communication**

The company's policy is to disseminate at all levels a corporate culture of sharing information necessary for the development of the company. Employees, administrators and contract workers are asked to actively cooperate in

the circulation of information geared to the optimal advancement of the company's activities. This is done while adhering to the company's principles of privacy and confidentiality, both general and specific, and differentiated according to the various levels of the organisation.

Communication and engagement between the various levels and departments is ensured by the usual internal methods such as meetings, messages on notice boards or emails. Forms and types of communication used within the company include the following:

- Departmental meetings;
- Appointment of appropriate general and health and safety roles (health and safety officer, company doctor, emergency and first aid teams, workers' health and safety representative);
- Communication on notice boards;
- Communication by the company doctor;
- Information relating to specific issues;
- Awareness-raising meetings to share results achieved towards objectives and company improvement programmes.

Every type of communication from the management team to the staff is carried out in accordance with established internal procedures. Important communications are also posted on notice boards for an appropriate period of time. Top-down internal communication is also ensured by information disseminated in informative meetings or by the distribution of information leaflets.

Staff may apply in writing to their line managers and/or the company directors to request changes to procedures, point out or suggest improvements in the handling of environmental issues.

#### **4.2. External communication**

Incoming external communication is handled by the appropriate sorting of post and telephone calls.

Communications addressed to interested parties (outside the organisation) is handled by the usual channels (telephone, fax, email) and may also entail the involvement of the external parties themselves via their participation in conferences, sector events, open meetings etc.

Channels of communication have been established between the Rhea Group and local administrative bodies (municipality, province, regional environmental protection agency etc).

The Rhea Group establishes, implements and manages internal procedures for:

- communication with contractors, service providers and other visitors to the workplace;
- receiving, documenting and responding to important communications from interested external parties.

On receiving external communications, the management team collaborates with the relevant departments to:

- respond to the communication;
- take action as a result of communication received;
- inform the affected parties where necessary.

#### **4.3. Dissemination of the Code**

The company undertakes to disseminate and facilitate awareness of the regulations contained in this Code of Ethics by means of appropriate communication methods.

The Code of Ethics is subject to verification and further update by the Members of the Board, yearly and concomitantly with the publication of the financial statement.

In particular, the Code can be easily accessed on the company website.

Every employee, administrator and contract worker is required to be familiar with the Code, actively contribute to its implementation and circulation and point out any flaws or violations.

#### **5. Violation of the Code**

Adherence to the regulations stated in this Code is considered an essential part of employees' contractual obligations. It should also be considered an essential part of the contractual obligations of subordinate contract workers and/or individuals who have business relations with the company.

The company has a responsibility to ensure that its expectations regarding the conduct of its employees are understood and put into practise.

The company must ensure that the other obligations stated in the Code are implemented at departmental level.

Violation of the regulations contained in this Code may constitute non-fulfilment of the primary obligations of the employment relations or a breach of discipline, and entail the consequences provided for by law and the collective agreement, including termination of the employment contract, and may also entail the reimbursement of damages arising from such violation.

In order to guarantee effective application of the Code, the company requires anyone who becomes aware of any non-observance to make this known.

If employees and contract workers become aware of violations or suspected violations, they should inform their line manager or the relevant manager. In the event that this is not effective or appropriate, they should contact the leadership team directly.

The body responsible for supervising the implementation of the Code of Ethics is the Board of Directors.

The Board of Directors will ascertain the validity of the information, duly and attentively verify the information received and where necessary apply the appropriate sanctions or trigger the mechanism for dismissal. The Board of Directors furthermore guarantees that nobody in the workplace will suffer reprisals, unlawful peer pressure, distress or discrimination as a result of reporting violations of the Code of Ethics or internal procedures.

Violations of the Code also include any form of reprisal towards those who report violations in good faith.

Furthermore, those who accuse others of violation in the knowledge that their information is false, are also considered to be violating the Code.

Once confirmed, any violations will be addressed immediately and rapidly through the adoption, in accordance with the stipulations of current legislation, of appropriate and proportionate disciplinary procedures, independently of any criminal procedures entailed by the conduct and the institution of action where a crime has been committed.

Disciplinary procedures for violations of this Code are taken by the company in accordance with current legislation and applicable Italian employment law.

Such procedures may include dismissal from the company of the perpetrators of unlawful conduct. In order to safeguard its reputation and assets, the company will not enter into any relation with individuals who do not intend to operate in full compliance with the applicable regulations and/or who refuse to conduct themselves in accordance with the values and principles stated in the Code of Ethics.

The company seeks to establish clear disciplinary procedures to prevent the emergence in the workplace of situations which may lead to discrepancies in the uniform handling of conduct and procedures.

Specifically, the company implements the following disciplinary measures:

- verbal caution;
- written warning (up to three times);
- suspension from work without pay for up to three days;

The employer has the right to apply a cautionary sanction when the employee:

- does not carry out their work according to instructions;
- does not show up for work or abandons the workplace without justifiable cause;
- is absent without justifiable cause;
- brings alcoholic drinks into the workplace without prior authorisation in cases of special occasions (birthdays etc);
- is drunk at the start of and during the working day;
- is under the influence of drugs;
- infringes in any way the provisions of this Code or commits errors which compromise discipline in the workplace;
- wastes materials or unfinished goods through carelessness or negligence.

The company states that it may proceed with dismissal proceedings for serious offences committed by employees, as follows:

- insubordination or offensive behaviour to superiors;
- theft, fraud, substantial unintentional damage to company property or unfinished goods or other offences whose nature makes them incompatible with the continuation, even temporary, of the working relationship;
- any unintentional or deliberate action which may compromise the safety of the workplace or the people present, or which constitutes damage to products, installations, equipment or materials;
- the purloining of sensitive documents, designs, sketches, tools or other company property;
- unjustified abandonment of the workplace;
- fighting in the workplace or serious offences towards co-workers;
- unjustified absence;

- recurrent instances of any of the above;
- smoking in a place which may cause damage to the health of individuals or the safety of installations.

## **6. Final provisions**

This Code of Ethics does not replace current and future company procedures, which continue to apply as long as they are not in contradiction with the Code of Ethics.

This Code of Ethics is issued by the company and communicated to company staff and any third parties who may act in the name and on behalf of the company.

All the aforementioned individuals are required to understand and abide by the content of the Code.

A copy of this Code of Ethics is displayed on the company notice board in every workplace.

All customers, suppliers, consultants, external contract workers, artisans, artisan companies, specialist partners and all other professional service providers of any type and nature associated with the company, all institutions of any type and nature linked with the operation of the company, all employment protection and prevention bodies connected with the work of the company, and all local political organisations must receive a copy of this Code of Ethics, so that they understand that the company has established a clear process of wellbeing, caring and safeguarding in the working lives of its staff, that it considers people to be at the heart of the company's moral and human interests, and it seeks also to bring social benefit to the external community.

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