



ETHICAL CODE OF CONDUCT - CAVENAGHI S.p.A

Premise

Cavenaghi is currently present in many European countries and, taking into account the multiplicity of the sectors in which it operates, on the occasion of the verification of conformity and effectiveness of its internal control system with reference to the provisions of Legislative Decree 231/2001, deemed it appropriate to formalize and publish in an ethical code of conduct the set of values and principles that have always distinguished the Company's activities and relations with employees, collaborators, customers, suppliers and shareholders, the members in general, the Public Authorities, and that is with all the users with which Cavenaghi entertains business relations.

Correctness and loyalty in behaviour, circulation of information, willingness to listen, the ability to understand that the problems of our interlocutors are our problems and the awareness that the economic process must be continually coordinated with a system of values are all principles that have always been shared in Cavenaghi.

We are increasingly convinced that success does not derive solely from the pursuit of income-related objectives, but also from the respect of the social functions resulting from inclusion in an external context with which articulated relationships are established.

Success in business depends on building and maintaining the trust of customers, shareholders, employees, governments and the general public.

It is therefore essential to be able to integrate the company's economic dimension with the social, legal and ethical one so that every activity contributes to increase the collective well-being, producing quantitative and qualitative improvements.

Cavenaghi has drawn up a Code of Conduct that, in accordance with the company values on which its business has always been based upon, describes its behaviour in the business and in the interaction with stakeholders.

1. General principles

Scope

The purpose of this Code is to give evidence and form to the Cavenaghi's long-standing behaviour standards, to which all employees and collaborators must comply.

This Code also contains the ethical principles relevant to the prevention of crimes and compliance with the provisions of the Italian Legislative Decree No. 231/2001 and subsequent amendments and/or additions.

The Code applies to all activities, as well as and without exception, to all employees, collaborators, consultants, suppliers, partners and all those who work to achieve the Company's objectives. Its spirit must guide the issuing and interpretation of all policies, guidelines, procedures and rules adopted by Cavenaghi through its corporate management. The Code is also considered decisive for relations with third-party collaborators and an integral part of the conditions governing business relationships. The Company's employees, in addition to fulfilling the general duties of loyalty, correctness and execution in good faith of the employment contract, must scrupulously comply with the precepts contained in the Code, whose observance is also required under art. 2104 of the Italian Civil Code.



ETHICAL CODE OF CONDUCT - CAVENAGHI S.p.A

Obligations for all employees

All Cavenaghi employees are required to comply with the laws and regulations in force in the countries in which they operate and are required to know, disseminate and comply with the rules contained in this Code, conforming to its ethical standards.

In particular, Cavenaghi employees are obliged to:

- to behave responsibly towards the Company and third parties, drawing on the principles of professionalism and professional diligence;
- refrain from carrying out behaviours prohibited by the rules contained in this Code;
- inform, by virtue of their respective competences, the third parties with whom they are to operate on the commitments and principles contained in this Code, requesting compliance;
- report promptly to their managers and to the company management any news concerning possible violations of the rules contained in this Code.

The Unit/Function Managers, as well as the Top Managers (directors, managers), must in turn:

- adopt a behaviour that is an example for all its employees;
- continuously address all the subjects to the respect of the norms of the Code, favouring their diffusion and understanding;
- carefully select all collaborators, employees, suppliers, taking into account the degree of reliance they seem to convey regarding the compliance with the Codes rules.

Commitments of Cavenaghi

It will be Cavenaghi's cure to:

- guarantee the diffusion, deepening and updating of this Code;
- carry out checks on the news of any alleged violations;
- apply the related sanctions in case of ascertaining the violations;
- guarantee that no one is subject to discrimination and/or retaliation for reporting news of possible violations of the Code.

2. Behaviour in the business activity management

General provisions

Transparency, loyalty, impartiality, honesty and integrity are the fundamental Cavenaghi's values that must always be respected.

In particular, business activities must be carried out keeping in mind the general interests of Cavenaghi. No person, company or entity having relations with a Cavenaghi employee must be able to take improperly advantage, by virtue of his relationship with the collaborator and/or of the position it occupies within the Organization.

No Cavenaghi employee can obtain personal benefits deriving from the position held in the structure.



ETHICAL CODE OF CONDUCT - CAVENAGHI S.p.A

Those situations that can create conflicts between the collaborator's responsibilities towards Cavenaghi and his personal interests must be avoided.

Relations with the Public Administration

Relations with the Public Administration must be kept by each employee and/or external collaborator, taking inspiration from the principles of loyalty, correctness and transparency.

No employee can provide money or other goods or offer or promise improper economic benefits or favours to officials or employees of the Public Administration or to persons acting on behalf of a Public Administration or their relatives, both Italian and foreign, unless they are gifts of modest value, normally on the occasion of particular recurrences, as long as they comply with the company policy on expenses and, in any case, in full compliance with the law.

It is forbidden to offer or accept any object, service, performance or favour of value in order to obtain a more favourable treatment connected to any relationship with the Public Administration. The precepts mentioned above cannot be circumvented by recourse to third parties.

Relations with Suppliers

With regards to relations for the supply of goods and services, purchasing policies and procurement reports, it is nevertheless obligatory to:

- guarantee that to no potential supplier with the necessary requisites is precluded the possibility of competing to offer its products and / or services;
- always respect, where existing, internal procedures for the selection and management of relationships with suppliers;
- manage the related reports according to criteria of impartiality and correctness, avoiding situations of conflict of interest.

Relationships with External Collaborators and Consultants

In conferring professional appointments to consultants and / or third-party collaborators, it is mandatory to:

- observe and enforce all internal procedures in this area;
- inspire (as criteria for choosing and managing relationships) principles of competence, cost-effectiveness, transparency and fairness, also assessing the moral and professional integrity of the professionals to involve;
- ensure that there are no situations of incompatibility and/or conflict of interest;
- pledge the party to respect the ethical principles contained in the Code;
- ensure that all fees and/or sums paid for any reason are adequately documented and are in any case proportionate to the activity carried out, also in consideration of market conditions.

Relations with Customers

Ability to consider our customer's problems as our own problems, full satisfaction of their needs, commitment to work together on individual objectives for the achievement of the most advanced results, have always been the purpose that Cavenaghi pursues in managing customer relations.



ETHICAL CODE OF CONDUCT - CAVENAGHI S.p.A

To this end and in this context it is mandatory for all those who deal with customers to:

- be inspired by the general values of correctness, honesty, efficiency and professionalism;
- avoid the use of any deceptive and / or incorrect practice;
- provide truthful, simple and clear information on the services provided, so that the customer can consciously make his choices.

Relations with Shareholders

The strategic success of a company is also pursued by maximizing value for its shareholders.

The top management will therefore have to direct its work also to the pursuit of this objective.

It is Cavenaghi's interest and precise commitment to establish an ongoing dialogue with shareholders and, in particular, with institutional investors.

The reports are exclusively held by the in charge company departments in compliance with the provisions of the law, procedures and regulations existing on the matter.

Relations with competing companies

Regarding relations with competitors and, more generally with the market, Cavenaghi is inspired by the principle of fair competition and operates in compliance with antitrust laws.

All employees and collaborators must therefore, when exercising their duties, comply with the existing rules on competition of the Italian State, the individual countries in which the Company operates and the European Economic Community.

No employee and collaborator must ever presume it may ignore these rules if acting in what they believe are Cavenaghi's interests.

It is therefore strictly forbidden to issue orders and/or directives that are in conflict with the relevant legal requirements.

In case of any doubts regarding the matter, Company Management must be contacted without delay.

3. Behaviour in the management of monetary and accounting flows

Transparency, truthfulness, clarity and precision must be placed at the base of the management processes of monetary and accounting flows.

Every operation and/or transaction must be correctly registered, authorized, verifiable, legitimate, coherent and congruous.

All actions and operations carried out by and on behalf of Cavenaghi must be properly recorded and it must always be possible to verify the decision-making, authorization and execution process.

For each operation there must be adequate documentary support in order to be able, at any time, to carry out checks that certify the characteristics and reasons for the operation and to identify who has authorized, carried out, registered and verified the operation itself.



ETHICAL CODE OF CONDUCT - CAVENAGHI S.p.A

4. Staff policies

General provisions

Cavenaghi attaches great importance to those who work in the Group, contributing directly to the development of the company.

It is through human resources that Cavenaghi is in fact able to develop, improve and guarantee its services. Work is one of the main conditions through which each individual expresses his personality and accomplishes his own life: improving the quality of our work therefore also means improving our quality of life.

Cavenaghi is committed to developing the skills and competences of its employees, so that everyone's commitment and creativity can be fully expressed in the realization of their potential, in harmony with the needs of their colleagues and those of the organization.

Cavenaghi guarantees the psycho-physical integrity of its workers in respect of their moral personality.

To this end, the competent functions must:

- select, hire, train, remunerate and manage employees impartially, without influence on their origins, gender, age, religion or race, thus without discrimination;
- contribute to creating a work environment suitable for the health and safety requirements of anyone who carries out their work and in which personal characteristics cannot give rise to discrimination;
- encourage the adoption of behaviours based on the principles of civil coexistence, full cooperation and cooperation.

Each employee and/or collaborator must in turn;

- implement a conduct that respects the rights and personality of colleagues;
- use company assets in relation to the work purposes for which they are made available;
- avoid the pursuit of any personal advantage through the performance of work.

Cavenaghi is constantly committed to complying with national labour regulations as well as international conventions and recommendations, including resolutions of international bodies such as the ILO (International Labour Organization) and the United Nations (United Nations Organization).

To this end, the Company:

- prohibits the employment of child labour;
- prohibits the use of forced labour or, in any case, the use of any form of work under threat of punishment;
- prohibits the use of any form of unofficial or irregular work
- guarantees the full and free right of trade union freedom and collective bargaining in the context of individual regulations and trade agreements.

Harassment at the workplace

Cavenaghi does not accept harassment behaviour within work relations, such as:

- the creation of an adverse work environment or marginalization towards an individual worker or groups of workers;
- the obstruction or undue interference in the job prospects of others conducted for mere reasons of personal competitiveness;
- the subordination of work decisions relevant to the recipient to the acceptance of sexual favours;



ETHICAL CODE OF CONDUCT - CAVENAGHI S.p.A

- sexual harassment in general, such as acts, behaviours and allusions that may in any way disturb the serenity of the recipient.

5. Protection of safety, health and the environment

Compliance with laws is a priority requirement for Cavenaghi and for all its employees and collaborators. Cavenaghi is constantly committed to protecting the environment, health and safety of the workplace.

Every employee and/or collaborator must be aware of the legal implications of his activity; management is required to provide the necessary information and instructions.

Maximum attention to safety and to the environment are principles that everyone must adhere to in daily operations, always and in any case.

All must also undertake to scrupulously comply with the corporate and statutory directives issued with regard to the protection of health, the environment and occupational safety.

It is an ethical duty, as well as professional, to prevent and eliminate those situations that could generate risks inside and outside the Company.

In this context, on the basis of their functions and responsibilities, it is imperative to:

- observe the rules, procedures, instructions related to the protection of health, safety and environment, request all the necessary authorizations and manage the application in compliance with the laws in force and in compliance with the company Quality Management System , the Environment, Safety and Prevention of the Risk of Major Accident;
- to prevent and / or eliminate situations that may generate risks inside and outside the Company;
- safeguard the security of every employee and / or collaborator;
- ensure that technological development is always coordinated with respect for the environment.

6. Confidentiality and circulation of information

General provisions

Professional diligence requires a sensible and responsible use of Cavenaghi's resources and information.

Beyond the obligations placed on all collaborators concerning the handling of confidential information, in general information and business secrets must be protected with confidentiality and, if appropriate and / or possible, with the guarantee of the intellectual property right.

In this context, therefore, it is expressly forbidden for all employees and collaborators of the Company

- to provide confidential information on the Company to persons who may use it against the interests of the Company or to unfairly engage in competition.

It is also made express obligation to:

- inform the Company Management in case it is known or suspected that others are carrying out operations based on internal information not yet made public;



ETHICAL CODE OF CONDUCT - CAVENAGHI S.p.A

- make sure, each for their own competences, that confidential information is only released to the entitled subjects, in compliance with the law and the related company procedures;
- always comply with all applicable laws, procedures and company regulations;
- guarantee a correct and truthful behaviour towards the press and media bodies, relationships that reserved exclusively to the functions delegated for this purpose or, in any case, previously coordinated by these functions.

Privacy protection

Cavenaghi protects the confidentiality of information and data belonging to employees, collaborators or third parties, collected on the basis of or during the course of their work and managed to fulfill contractual obligations.

Cavenaghi adopts adequate data protection security measures.

Every employee and collaborator is required to comply with these principles respecting the company procedures and regulations on the matter.

7. Diffusion, communication, training

Cavenaghi Management has adopted this Code of Conduct and promotes its knowledge as well as its updates and/or subsequent additions among all employees, collaborators, partners, consultants, etc. of the Company.

The tools and methods for its diffusion consist in the delivery of the Code and/or in the invitation to view it on the company website and/or posted on the company notice board.

8. Disciplinary system

The violation and/or failure to comply with the rules of this Code of conduct entails the imposition of disciplinary sanctions.

Pursuant to art. 7 of the Law 300/1970 (Workers' Statute) and similar provisions on the subject provided by the legislation on the work of the various countries in which the company operates, this Code must be understood as supplementary to the disciplinary system contained in articles 38, 39 and 40 of the current Chemical-Pharmaceutical CCNL (15/10/2015) applied to the employees of Cavenaghi, and must be brought to the attention of all workers by posting in a place accessible to all (bulletin boards present in different offices and company departments), as well as through the existing electronic means of corporate communication.

Failure to comply with and/or violation of the rules of the Code may constitute a breach of the obligations of the employment relationship or disciplinary offense, with all legal consequences also with regard to the preservation of the job, and may involve, in addition to the application of disciplinary sanctions proportionate to the seriousness of the facts, also the compensation for damages deriving from them. The sanctions will be applied in compliance with the provisions of the CCNL of the Chemical-Pharmaceutical sector as well as the existing laws. The establishment of the infringements, the initiation and management of disciplinary proceedings and the application of sanctions remain the responsibility of the corporate functions appointed and delegated for this purpose.