


# **CODE OF ETHICS**

September 2020



Approved by the Board of Directors of A.Agrati S.p.A. on [30 September 2020]

July 2008: review 0

October 2010: review 1

April 2018: review 2

September 2020: review 3

# TABLE OF CONTENTS

<b>LETTER FROM THE CHAIRMAN</b>	<b>6</b>	<b>5. BEHAVIOUR IN BUSINESS</b>	<b>20</b>
		5.1. Compliance with law	21
<b>1. INTRODUCTION</b>	<b>8</b>	5.2. Selection of suppliers and management of related business relations	21
1.1. Purposes	9	5.3. Relations with customers and business ethics	22
1.2. Recipients	9	5.4. Competition laws	22
		5.5. Corruption and illegal payments	22
<b>2. CORPORATE IDENTITY</b>	<b>10</b>	5.6. Gift and sponsorship	22
2.1. Mission	11	5.7. Conflicts of interest	23
2.2. Vision	12	5.8. Anti-money laundering and countering terrorist financing	23
2.3. Values	12	5.9. Exports and sanctions, customs activities	23
		5.10. Regularity of accounting transactions	24
<b>3. RELATIONS WITH THE COMMUNITY</b>	<b>14</b>	5.11. Protection of the confidentiality of custome and supplier information	24
3.1. Respect for human rights	15		
3.2. Respecting and promoting local communities	15	<b>6. RELATIONS WITH SHAREHOLDERS</b>	<b>25</b>
3.3. Environmental protection	15		
<b>4. RELATIONS WITH EMPLOYEES AND COLLABORATORS</b>	<b>16</b>	<b>7. USE AND MANAGEMENT OF COMPANY RESOURCES AND INFORMATION</b>	<b>27</b>
4.1. Equal opportunities and equal treatment	17	7.1. Secutiry and protection of information, know-how and intellectual property	28
4.2. Occupational Health and safety	17	7.2. Use of Company assets	28
4.3. Data protection	18	7.3. Use of Company IT tools	29
4.4. Freedom of association and trade union negotiations	18		
4.5. Harassment and mobbing	18	<b>8. RELATIONS WITH GOVERNMENTS AND PUBLIC ADMINISTRATION</b>	<b>30</b>
4.6. Recruitments and promotions	19	8.1. Collaboration and integrity	31
4.7. Training and lifelong learning	19	8.2. Political issues	31
		<b>9. FINAL PROVISIONS</b>	<b>32</b>
		9.1. Violations	33
		9.1. Accessibility and interpretation	33
		9.1. Review	34



## LETTER FROM THE CHAIRMAN

*Agrati began its activity in 1939 as a small manufacturing company with a simple structure. Today, Agrati is a multinational and industrial company, playing an important role with respect to the market in which it operates.*

*Some of the secrets behind this success are the guarantee of a safe and non-discriminatory working environment, the investments in research and innovation, the attention to environmental impact and the maintenance of the highest quality standards in the production and in offering services to important customers.*

*The exponential growth of the business and the satisfaction in achieving increasingly results have led to an increased complexity of the situations that Agrati has to face day - by - day from a geographical, legislative and cultural point of view.*

*In this complex context, it was deemed necessary to adopt a new Code of Ethics. This document is the result of a combination of company experience and legal requirements, which aims to identify new best practices and define the guidelines and values to be complied with in order to build the future of the Agrati.*

*The key to protect the integrity, the reputation and the development of Agrati consist in responsible and conscious conduct of each employee, collaborator and supplier: in this regard, I ask all recipients of this Code of Ethics to adopt a behaviour in line with Agrati ideals, contributing to the process of continuous strengthening of the trust that our stakeholders place in us.*

The Chairman  
Cesare Agrati





# 1

## INTRODUCTION

### ■ 1.1. Purposes

The Code of Ethics is the compass that guides the behaviour and actions of Agrati.

It contains the values to which all recipients must conform, accepting responsibilities, roles and rules to be complied with in order to avoid liabilities towards the Company and its shareholders.

The Code of Ethics is part of the Company's strategy and organisation and represents one of the main tools to ensure compliance with the principles and values that have characterised Agrati since its constitution.

### ■ 1.2. Recipients

The Code of Ethics applies to the following persons:

- member of the Board of directors, statutory auditors, managers and employees of Agrati and its subsidiaries;
- collaborators, consultants and any other person and entity that, directly or indirectly, permanently or temporarily, acts in the name and on behalf of Agrati and/or its subsidiaries;
- third parties who, for whatever reason, have relations with Agrati and/or its subsidiaries.

Agrati is committed to ensuring the distribution and knowledge of the Code of Ethics among its recipients and to facilitating its correct interpretation.

All recipients undertake to:

- comply with the principles and provisions set forth therein;
- report violations of which they become aware in a timely manner;
- cooperate in defining and complying with the internal procedures implementing the Code of Ethics;
- consult their managers or the appropriate bodies, in relation to those parts of the Code of Ethics on which they need clarification.





## 2

## CORPORATE IDENTITY

### ■ 2.1. Mission

Agrati is one of the world's leading player in the production of fastening systems in the automotive market, with important engineering features, a broad and diversified product portfolio and a solid customer base with which Agrati has been able to build - over time - lasting and loyal relationships.

*// Developing, with Customer, innovative fastening solutions //*

#### **WORLD**

Agrati has 12 production sites, 13 sales and application offices and 5 logistics centres in Europe, the United States and China and is able to produce a significant number (about 40 million pieces per day, equivalent to an annual production of 160,000 tons and 8 billion pieces per year produced and delivered to customers) of screws, APF (Advanced Form Parts), special screws and nuts.

The strong geographical presence, characterised by production sites in the 3 Regions (NAFTA, APAC, EMEA), makes it possible to optimise logistics to customers ensuring the highest standards of service level (just-in-time supplies) and to respond effectively to the operating models of major customers.

The complexity of this structure is managed effectively and efficiently through a production system (Agrati Production System) that is based on the use of lean production, operational and supply chain excellence and continuous improvement methods, typical of advanced industrial operators, especially in the automotive sector, which also makes it possible to create a methodological approach shared with customers.

#### **FASTENERS**

Screws, nuts, bolts are the story of the company, they are what Agrati is recognised and respected for around the world.

#### **SOLUTIONS**

Not only screws, nuts and bolts, but also increasingly advanced fastening systems. Agrati offers not only products, services and components but also ideas and solutions.

The experience gained over the years has made Agrati a valuable support for the customer in the design and validation of complex products, from design to functional testing, through finite element analysis and prototyping.

The R&D centre is the immediate consequence of a corporate culture built around the role of the customer. The offer of co-design services, logistics services (Full Service Provider - FSP) and integrated consulting, proved to be a strategic choice able to meet the needs of customers.





## ■ 2.2. Vision

In pursuing its mission statement, Agrati:

- constantly develops and uses state-of-the-art technology;
- actively undertakes to preserve and protect the environment;
- develops close relationships with its customers, listening to their needs and providing specific and tailor-made solutions;
- pursues the highest quality standards of the products and services offered (total quality);
- strives for the full satisfaction of its customers as the ultimate goal of every business activity;
- operates on a global scale, providing its products and services to customers from all over the world.

## ■ 2.3. Values

The mission statement and company vision are based on the shared values that guide the activities of Agrati. People are the main and constant point of reference for every action, choice and decision.

### THE CHARTER OF VALUES

#### 1. RESPECT

Agrati considers the dignity of each individual as the guiding principle of any activity.

Agrati observes and promotes respect for human rights in all Countries and does not tolerate any behaviour in any way detrimental to human dignity. Agrati does not use child labour, provides fair compensation and benefits in accordance with applicable law, does not use forced or compulsory labour, recognises and respects the right to work and freedom of association, does not tolerate any form of discrimination, complies with working time regulations, does not tolerate and does not make use of trafficking in human beings and slavery.

Respect is also expressed in terms of environmental protection: Agrati orients its activities towards compliance with environmental factors and the relevant laws and regulations, at every stage of the production process, undertaking to:

- continuously improve its performance by reducing the environmental impact;
- increase energy and water savings by making appropriate use of natural resources;
- control and reduce waste production and improve its recovery and recycling;
- fight climate change in the front line, constantly seeking to reduce emissions released into the atmosphere.

#### 2. COMMUNICATION

Agrati considers communication a prerequisite for establishing constructive relations and creating a climate of collaboration both inside and outside the company.

For this reason, it is important that all employees and collaborators make their communications with the utmost care and attention, whoever the recipient may be, so that they are clear, effective and comply with the values contained in this Code of Ethics.

#### 3. INNOVATION

Agrati is a dynamic company and believes in innovation, in all its possible forms, as a driver of success.

Agrati guarantees the best conditions so that creativity and inventiveness can always produce new and optimal solutions and customer satisfaction.

#### 4. TEAMWORK

Agrati believes that the teamwork and the involvement of employees and collaborators is the most effective way to achieve a goal. It stimulates learning and creativity, allows to combine and enhance the strong points of individual group

members, ensures efficiency in solving complex problems, strengthens the relations between individuals and increases the sense of belonging to the company.

Based on the above, Agrati promotes cooperation, information sharing and teamworking among its employees and collaborators at every level and for every business activity.

#### 5. CONTINUOUS LEARNING

Agrati is convinced that accessing and sharing information and knowledge is one of the most important tools for growth. In an ever-changing world where technology is rapidly becoming obsolete, continuous learning is the life blood to meet the challenges of the future.

#### 6. PROACTIVITY

Agrati is a proactive company oriented towards understanding its customers' needs in advance and providing effective solutions to their problems even before they arise.

#### 7. RESPONSIBILITY

Agrati is responsible for its own actions. Individually and collectively: of time, money, all the resources consumed and the results obtained.

#### 8. SUSTAINABILITY

Agrati implements, observes and integrates with its core business activities the best economic, social and environmental practices aimed at ensuring the pursuit of long-term value for shareholders, customers, partners, communities, employees and the environment. Agrati's primary goal is a more responsible, balanced and sustainable future.

Agrati's approach to sustainability issues is translated, in concrete terms, into actions, thanks to the stakeholder engagement process.

These **SHARED VALUES** characterise Agrati on the market for its unique style and inside for the great sense of belonging of all its collaborators.

The competitive situations in which Agrati operates, the challenges of sustainable development and the need to take into account the interests and expectations of stakeholders with regard to the company's activities reinforce the importance of clearly defining the values and responsibilities that Agrati recognises, accepts and shares.

The following chapters are organised and reflect this very logic:

- relations with the community;
- relations with employees and collaborators;
- behaviour in business;
- relations with the shareholders;
- use and management of company resources and information;
- relations with Governments and Public Administration.



# 3

## RELATIONS WITH THE COMMUNITY

### ■ 3.1. Respect for Human Rights

Agrati acts in accordance with the legal provisions in force from time to time in all Countries in which it operates. Agrati ensures the international protection of proclaimed human rights, guaranteeing that it is not involved in human rights' violations, and stating that health and safety are always taken into account in order to contribute to sustainable development.

### ■ 3.2. Respecting and promoting local communities

Agrati supports the development and cohesion of the territories in which it operates, offering employment and growth opportunities to local communities and working to restore shared value.

The management, employees and collaborators make every effort to ensure that the local communities in which the premises of Agrati are located are informed about the impact and consequences of the activities carried out on the territory and appreciate the Agrati's willingness to compete.

Agrati is also committed to supporting, as far as possible, the needs and requirements - not only material - of the community, giving support to those who intend to promote initiatives in support of the common good.

### ■ 3.3. Environmental protection

Agrati takes into account the protection of the environment in all its activities using technologies and production standards that reduce the environmental impact and the creation of any inconvenience for local communities.

Therefore, all recipients of the Code of Ethics are required to assess in advance and manage the environmental impact of the business activities of the companies belonging to Agrati in accordance with the highest quality standards, as well as to intervene in a timely and appropriate manner to avoid behaviour that could endanger the environment and the health of local communities.



# 4

## RELATIONS WITH EMPLOYEES AND COLLABORATORS

### ■ 4.1. Equal opportunities and equal treatment

Equal opportunities and equal treatment are the fundamental prerequisites for transparent, fair and unbiased relationships. Therefore, Agrati promotes inclusion and tolerance in human relations, based on respect and collaboration.

Agrati is committed to ensuring that, from the selection of personnel to the day-to-day carrying out of the professional relationship, equal opportunities within the company structure are guaranteed and no discrimination of any kind on the grounds of ethnicity, gender, language, religion, political opinion, social origin or any other condition is tolerated.

Agrati considers diversity as a value for the company. For this reason, it undertakes to respect and value the exclusive contribution of each individual and to create an inclusive work environment that respects the dignity of each worker, taking into account the contribution of each and recognising the strength of differences.

### ■ 4.2. Occupational health and safety

Agrati is committed to protecting the health and safety of the working environment for employees and third parties who have access to it.

To this end, in accordance with current accident prevention regulations, Agrati:

- carry out and update the risk assessment in order to plan the most appropriate measures to protect occupational health and safety;
- promote the participation of workers' representatives in the planning of measures to protect occupational health and safety;
- concretely adopt prevention and protection measures;
- organise training and information courses for employees and raise awareness of all recipients of the Code of Ethics on issues related to occupational health and safety;
- provide a safe and healthy environment for all employees;
- comply with the legal provisions in force in terms of working time.

Each recipient of the Code of Ethics, regardless of his or her role, is called upon to contribute to occupational health and safety, avoiding activities that could be dangerous for his or her own life and safety and that of his or her colleagues.



### ■ 4.3. Data protection

Agrati complies with the regulations on the protection of personal data by protect the personal data of employees, former employees, customers, suppliers and other data subjects.

In particular, in its capacity of data controller or data processor, Agrati comply with the following criteria, among other things:

- transparency towards data subjects, guaranteeing their right to know the personal information collected, the reasons for its collection and its possible disclosure;
- lawfulness and correctness of treatment;
- relevance of the processing with the stated and pursued purposes, not using the data for secondary purposes without the consent of the data subject (except in cases where the law does not require it);
- disclosure of personal data to third parties only with the consent of the data subject (unless required by law);
- data quality and accuracy;
- guarantee of the right of the data subject to view and request correction and/or deletion of personal data.

### ■ 4.4. Freedom of association and trade union negotiations

Agrati recognises and respects the right of its employees to associate and be represented by trade unions or elected representatives in compliance with the law.

Trade union negotiations are carried out by the companies belonging to Agrati in a constructive manner in order to achieve the best solution to reconcile company and employees needs.

### ■ 4.5. Harassment and mobbing

Agrati condemns any behaviour that is harassing, intimidating, offensive, persecutory or otherwise detrimental to the personal and professional dignity or psychological and physical health of its employees and collaborators.

To this end, Agrati undertakes to adopt policies to prevent such behaviour and guarantees the right to report it.

### ■ 4.6. Recruitments and promotions

Agrati has always been inspired by meritocratic principles.

Agrati's employees are selected and advance in their careers only on the basis of the quality of their contribution to work and the achievement of the company's objectives. Salaries and other related benefits are granted in accordance with collective agreements (where applicable).

Therefore, all recipients of the Code of Ethics must refrain from unlawfully requesting, accepting, receiving, promising or paying money or other benefits to facilitate or guarantee the employment of a person as an employee or his or her transfer or promotion.

Agrati does not use child labour and acts in compliance with the laws in force in the countries where it operates.

### ■ 4.7. Training and lifelong learning

Agrati is aware that the main factor in the success of any company is the contribution of each individual employee and collaborator.

For this reason, Agrati is committed to offering training aimed at developing the skills and competences of each one and at fully exploiting the resources in their work activities.



## ■ 5.1. Compliance with law

Agrati is committed to ensuring that its activities are carried out in compliance with applicable national and international regulations by:

- requesting all Agrati's managers, employees and collaborators to obtain prior information on the current regulatory framework and to adapt the activities carried out;
- placing the Legal Department at the disposal of Agrati's management, employees and collaborators for any clarification on the lawfulness of potential transactions in consideration of existing regulations and their correct interpretation;
- guaranteeing the right to use a system for reporting a behaviour in violation of the law suitable to guarantee, even with computerised methods, the confidentiality of the identity of the whistle-blower;
- preparing and implementing an adequate and effective model of organisation, management and control in case of violations of the law that constitute a criminal offence;
- applying appropriate disciplinary sanctions as well as reserving the right to report to the competent civil, administrative and criminal authorities violations of law committed by the recipients of the Code of Ethics.

## ■ 5.2. Selection of suppliers and management of related business relations

The choice of suppliers is of fundamental value in order to improve the overall competitiveness of Agrati.

Therefore, Agrati selects suppliers through transparent procedures based on objective criteria that take into account, among other things, the quality, innovation, reliability and cost of the products and services offered. In this selection, social and environmental performance and compliance with the principles set out in the Code of Ethics in the conduct of business, including respect for human rights and occupational health and safety regulations, are also of fundamental importance.

Relations with suppliers are regulated only by objective criteria. Under no circumstances may the personal relationships and interests of a manager, employee or collaborator affect the award of a contract or order. No collaborator may, directly or indirectly, obtain personal benefits from the award of a supply contract.

Agrati encourages its suppliers to apply the same criteria for the selection of subcontractors with the aim of promoting compliance with the principles of this Code throughout the supply chain.

The management and employees of Agrati establish and maintain stable, transparent and cooperative relationships with suppliers, in line with best business practice.

Agrati does not intend to gain competitive advantages from suppliers on the basis of irresponsible behaviour and undertakes to avoid exploiting the supplier's position of dependence or weakness in existing relationships. In this context, Agrati prefers a direct relationship with the supplier, without recourse to intermediaries other than those technically related to the development of the supply (e.g. general-contractors, authorised subcontractors).

Each employee is required to promptly report to his or her superior and to the Supervisory Body any behaviour of a supplier that is potentially contrary to the principles of the Code of Ethics.



### ■ 5.3. Relations with customers and business ethics

Relations with customers must aim to guarantee excellence in terms of product, service and quality, while ensuring compliance with environmental and safety regulations.

These relations are based on the adoption of reliable, correct and transparent behaviour, in compliance with the principles of honesty, fairness, good faith, respect for market and competition rules.

Commercial incentives must be aligned with market practices and in any case comply with the rules established by Agrati.

### ■ 5.4. Competition laws

The activities of Agrati, including relations with competitors, suppliers or customers, are carried out exclusively in compliance with free and effective competition and antitrust laws.

Therefore, the management, employees and collaborators ensure that no practices are carried out in violation of the rules protecting competition (including, by way of example only, the creation of cartels, market sharing, production or sales restrictions and conditional agreements).

Moreover, Agrati does not allow the collection of information on competitors (e.g. manufacturing methods and technologies) by unlawful or unethical means (e.g. theft, corruption, misrepresentations and electronic espionage).

### ■ 5.5. Corruption and illegal payments

Agrati is committed to the highest standards of integrity, honesty and fairness in all relations inside and outside the Company and adopts a policy of “zero tolerance” towards any phenomenon of corruption attributable to the management, employees and collaborators.

Therefore, all recipients acting on behalf of companies belonging to Agrati are required to refrain from any behaviour that is in violation of the anti-corruption regulations in force.

### ■ 5.6. Gifts and sponsorships

Each employee or collaborator of Agrati must refrain from offering or accepting gifts or donations of a value exceeding a reasonable limit or which are not in line with normal business relations and which could affect the normal course of business of Agrati.

### ■ 5.7. Conflicts of interest

Agrati believes it is essential that any decision related to the company’s activities is not or does not appear to be affected by private interests that are in conflict with the business interests.

Therefore, all those who act in the name and on behalf of Agrati must avoid any situation that may cast doubt on their independence of judgement or conflict with their responsibilities and duties.

Should such situations occur, the person concerned must promptly inform the person directly in charge and the Supervisory Body.

### ■ 5.8. Anti-money laundering and countering terrorist financing

Agrati undertakes to ensure that, during the course of its business activities, no one behaves in such a way as to favour illegal activities and criminal or terrorist organisations, strictly complying with the applicable anti-money laundering and anti-terrorism regulations.

To this end, among other things, Agrati checks with the utmost diligence:

- the respectability of its commercial counterparts and the legitimacy of their activities before establishing business relations with them;
- the absence of risk, potential or otherwise, that the commercial transactions of which it is a party favour the receipt or replacement or use of money or goods deriving from criminal activities or may be intended to finance terrorist groups.

Moreover, each employee or collaborator of Agrati must refrain from receiving or accepting the promise of cash payments or laundering money, goods or other benefits deriving from illegal or criminal activities, as well as carrying out operations such as to hinder the identification of their origin.

### ■ 5.9. Exports and sanctions, customs activities

The international dimension of Agrati requires continuous compliance with rules of customs law, international trade law and tax law.

Therefore, management, employees and collaborators are required to act in such a way that any legal constraints are observed (for example, by observing the prohibitions to carry out commercial activities in certain States or to fulfil the obligations of prior authorisation for export or trade provided for by applicable legislation) and that taxes and duties payable by Agrati are calculated correctly, in a complete and timely manner, and paid to the competent tax authorities.





## ■ 5.10. Regularity of accounting transaction

The law requires the preparation of specific accounting documents and financial statements. The presence of irregularities can have serious consequences for Agrati and for those who hold positions of responsibility within the corporate structure.

Moreover, customers, investors, partners, government bodies and other interested parties rely on information obtained from the accounting records of companies belonging to Agrati.

Therefore, Agrati undertakes to comply with the provisions of the law on financial statements and current accounting procedures by preparing authentic, reliable and verifiable accounting records.

Moreover, Agrati relies on an external auditing company with a high reputation in the market to ensure strict accounting control.

## ■ 5.11. Protection of the confidentiality of customer and supplier information

Agrati is committed to protecting and making responsible use of the ideas, innovations, technologies, brands and confidential information of the customers and suppliers with whom it does business and of which it becomes aware for professional reasons.

The collaborators of Agrati are required not to use confidential information obtained from customers and/or suppliers for purposes unrelated to the running of their business. Information, knowledge and data acquired or processed in the course of their work or through their duties belong to Agrati and may not be used, communicated or disclosed without the specific authorisation of their superior in a managerial position in compliance with specific procedures.

Agrati takes all reasonable and necessary actions to ensure that confidential information of customers and/or suppliers are not used in order to gain competitive advantages and undertakes not to use it in an opportunistic manner in order to maximise the outcome of negotiations in its favour.

It is always forbidden to send other bidders information regarding the identity of a bidder or the contents of its bid.



# 6

## RELATIONS WITH SHAREHOLDERS





Agrati is committed to protecting shareholders' investments and achieving a sustainable and improved return.

In this perspective, it encourages constant dialogue with shareholders in compliance with their right to receive transparent, timely and truthful information.

Agrati also undertakes to take due account of the legitimate indications expressed by the shareholders.

## 7

## USE AND MANAGEMENT OF COMPANY RESOURCES AND INFORMATION







## ■ 7.1. Security and protection of information, know-how and intellectual property

Agrati promotes research and innovation activities.

The intellectual assets generated by this innovative activity constitute a central and essential asset of Agrati.

Each member of Agrati's management, employee and collaborator is required to actively contribute, as part of the functions and responsibilities held, to the governance of the Agrati's intellectual assets to enable their development, protection and enhancement.

Information, knowledge and data acquired or processed in the course of their work or through their duties belong to Agrati and may not be used, communicated or disclosed without the specific authorisation of their superior in a managerial position in compliance with specific procedures.

The unauthorised disclosure of such knowledge can lead to serious financial damage for Agrati and its subsidiaries, which therefore reserve all rights to take legal actions before the competent courts to protect the company's intellectual property.

## ■ 7.2. Use of Company assets

The tangible and intangible assets of Agrati are functional to the carrying-on of business activities and, therefore, to the achievement of the Agrati's goals.

Each employee and collaborator of the companies belonging to Agrati is responsible for the protection of the company resources granted to him/her and shall immediately inform the relevant structures of any threats or detrimental events for Agrati.

Company assets must be used in accordance with the appropriate operating procedures and for the intended purposes as well as diligently, so as to prevent, among other things, damage being caused or their efficiency reduced.

Each employee and collaborator must also take appropriate precautions to protect company assets from theft, loss, damage, destruction, abuse or improper, unauthorised or illegal use.

## ■ 7.3. Use of Company IT tools

In order to carry on the business activities at all levels, Agrati makes the most up-to-date IT tools available to management, employees and collaborators.

When using these assets for company or external communication purposes, their holders must refrain from using them in a manner offensive to the dignity of others or to the reputation of Agrati.

They must also follow the instructions given at the time of delivery to ensure the safety of the devices and the information they contain.



# 8

## RELATIONS WITH GOVERNMENTS AND PUBLIC ADMINISTRATION

### ■ 8.1. Collaboration and integrity

Agrati attaches great importance to supporting and collaborating with government bodies and public administrations, respecting the laws and regulations governing transactions with them and making data and information available in a timely and accurate manner, where required.

Each employee or collaborator of Agrati is required to carry out his or her duties with any government, public administration, body or employee of same in accordance with market conditions, refraining from offering advantages such as bribes, gifts or preferential treatments in the course of relations with them.

### ■ 8.2. Political issues

Agrati does not interfere in the political life of the countries in which it operates and does not provide contributions or funding to political parties or people in politics.

In its relations with governments or international organisations, Agrati has the right to express – through its representatives – opinions on matters of interest to the company, its employees, customers and shareholders.



# 9

## FINAL PROVISIONS

### ■ 9.1. Violations

Violations of the Code of Ethics compromise the relationship of trust with Agrati.

In particular, compliance with the provisions of the Code is a fundamental part of the contractual obligations of the employees of Agrati, subject to and in accordance with the applicable laws and regulations.

Agrati guarantees the right to report violations of the Code of Ethics by email to [supervisory.body@agrati.com](mailto:supervisory.body@agrati.com) or through the appropriate physical channels, in accordance with the whistle-blowing procedure.

With reference to the notice of violation or attempted violation of the rules contained in the Code of Ethics, it will be the Company's responsibility to ensure that no one, at work, may be subject to retaliation, unlawful conditioning, distress and discrimination of any kind, for having reported the violation of the contents of the Code of Ethics or of internal procedures. Moreover, following the whistle-blowing, the company will promptly follow up appropriate checks and, if necessary, appropriate sanctions.

Any form of retaliation against those who reported possible violations of the Code of Ethics or requests for clarification on its application methods also constitutes a violation of the Code of Ethics.

Such violations will be prosecuted by the companies belonging to Agrati effectively, promptly and immediately, in disciplinary procedures and, where appropriate, before the court.

Agrati, in order to protect its image and its resources, will not enter into relations of any kind with persons who do not intend to operate in strict compliance with the regulations in force, and/or who refuse to behave in accordance with the values and principles laid down in the Code of Ethics and to comply with the procedures and regulations set out in the attached protocols.

### ■ 9.2. Accessibility and interpretation

The Code can be consulted and freely downloaded from Agrati's website at [www.agrati.com](http://www.agrati.com).

A copy of the Code of Ethics is made available to all employees and members of the management and control bodies of Agrati and is attached to the contracts regulating the activities of collaborators who have a contractual relationship with the Company (including, for example, agents, consultants, partners, suppliers and any other counterpart).

A copy of the Code may also be obtained from the Human Resources Department or the Legal, Corporate and Insurance Affairs Department.

Agrati organises training and information meetings on the topics contained in this Code of Ethics.

If in doubt about the interpretation of the Code, or if the Code is in conflict with the Agrati's compliance programmes, policies or procedures, please contact the Human Resources Department or the Legal, Corporate and Insurance Affairs Department.



### ■ 9.3. Review

The Code of Ethics is subject to periodic review by the Board of Directors of A. Agrati S.p.A., which bears ultimate responsibility for its application, observance and compliance with the ethical principles set forth in it.

Any update, amendment or addition to it must be approved in the same way as for its initial approval.

The review activity takes into account, among other things, the comments and suggestions received from management, employees and collaborators, regulatory developments and the most established international practices, as well as the experience gained in the application of the Code of Ethics itself.

## ■ Notes





## ■ Notes

## ■ Notes



## Receipt and confirmation

I confirm that I have received my copy of the Agrati **Code of Ethics**.  
I declare that I know and adhere to the principles and standards of conduct of the **Code of Ethics**.

Place, date: \_\_\_\_\_

Company: \_\_\_\_\_

Name (in block letters): \_\_\_\_\_

Signature: \_\_\_\_\_

Please give this receipt to your contact in Agrati.





