

# IDRA S.r.l.

## Code of Ethics



DOCUMENTO APPROVATO

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# IDRA

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## 0 Premise

IDRA considers respect for ethical values to be fundamental.

These values define our past and our future, they cannot be forgotten: business ethics must be pursued alongside business success.

We're all very proud of Idra's successful past but mainly because the achievements have been reported by applying the ethical principles characterizing an advanced and civil society to which we belong to.

This Code of Ethics, the observance of which is imperative for the trust, reliability and reputation, the image and correct operation of the Company itself, has been drawn in order to define with clarity and transparency the set of values inspiring the Company in achieving its objectives.

Idra requires all employees and all those who work with the subsidiaries of the Group to commit to the observance of and to have observed within the bounds, their duties and responsibilities, the Company regulations and the provisions established in the current Code of Ethics.

In no instance will the conviction of acting in the best interests of the Company justify the adoption of behaviour that is in contrast with the principles of the current Code of Ethics.

## 1 Application Scope

The Directors, employees, collaborators, even if periodic, agents and business procurers must comply with the principles of the Code of Ethics, safeguarding through their own behaviour, the respect and the image of the Company and preserving the integrity of the Company equity.

In particular, the Management is expected to refer to the principles set out in this Code when establishing objectives for the Company, when proposing investments and realizing projects, as well as any decision or action relating to the management of the Company.

At the same way, the managers, when putting the directives of the Board into practice, must follow the same principles, both inside the Company and thus strengthening the cohesion and reciprocal team spirit, and in relationships with third parties that do business with the Company.

The employees, the collaborators, all Idra's business partners and all those who have a contractual bond with the Company, are obliged to adequate their behaviour to suit the current Code of Ethics.

The Company undertakes to divulge and favour the knowledge of the principles and values expressed in the present Code of Ethics to those concerned by means of suitable communication activities.

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## 2 General Principles

### 2.1 Respect of the law

Compliance with national laws and the respect of the rules and regulations in effect in the countries where it operates, represent an essential condition for Idra.

In exercising their activities, directors, employees, collaborators and whomever deals with or acts for Idra, are required to comply with existing laws, Code of Ethics and internal regulations.

## 3



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## 2.2 Honesty & Fairness

The relationships with Idra's stakeholders are managed based on criteria of conduct guided by fairness, cooperation, loyalty and mutual respect.

Honesty is the underlying principle on which all the activities of the Company are based on: Idra's management is inspired to this fundamental value.

In no case does the pursuit of the Company's interest justify or make acceptable any behavior contrary to the principles of honesty and transparency.

## 2.3 Impartiality and Equal Opportunities

The Company commits itself to avoid any discrimination on ground of age, sex, sexuality, health, race, nationality, political opinions or religious beliefs, in any decision which influences relations with the stakeholders.

## 2.4 Transparency and Completeness of the Information

The Company commits itself to clearly and transparently inform its stakeholders on its situation and performance, without favouring any group of interest or single individual.

Corporate communications towards the stakeholders (also by means of media, conferences and workshops) are based on compliance with the right of information.

No dissemination of false or biased news or opinions shall be allowed.

Any communication activity shall be performed in compliance with the legislation, regulations and professional conduct practices in force, safeguarding confidential information and trade secrets.

The contents of the present Code of Ethics will be available on the website [www.idragroup.com](http://www.idragroup.com) and on the company server for consultation.

## 2.5 Confidentiality of the Information

The Company shall ensure the confidentiality of the information in its possession and the respect of the current regulations relative to personal data protection and processing.

All information at disposal of the Company is managed in the respect of the confidentiality and the privacy of the interested parties.

For this purpose every employee is required to:

- Acquire and handle only data necessary and directly connected to their positions;
- Keep the data safe so that unauthorized parties are prevented from looking at and/or gaining knowledge of such data;
- Communicate or disclose the data within the bounds of the established procedure, or upon authorization by the person delegated and within the respect for the General Data Protection Regulation EU 2016/679 ( aka GDPR) on personal data protection;
- Determine the confidential and private nature of the information in accordance with the description of relative procedure;
- Make sure that no confidentiality requirements arise as a result of relations of any type with third parties.

Furthermore, all collaborators are bound not to use confidential information for purposes not connected to Idra's business.





## 2.6 Prevention of the risk of committing offences relative to stolen goods, money laundering, and the employment of illicit money, assets and utilities

The Receiving of stolen goods is a crime established by the Italian Criminal Code and involves a penalty on whoever purchases, receives or conceals money or objects originating from any crime, or however, intervenes to cause the foregoing articles to be purchased, received or concealed in order to make a profit for himself/herself or for others; while Money Laundering occurs when a person replaces or transfers money, goods and other utility deriving from an offence other than an unintentional offence, or performs other operations in relation to them, so that to hinder the identification of their criminal origin.

IDRA strongly condemns the commission of crimes such as money-laundering and receiving of stolen goods. The Company carries on its business in full compliance with the anti-money laundering legislation in force and directives issued by the competent authorities, aimed towards the prevention of money laundering.

This point is particularly important in relation to Idra's operations in the emerging markets.

The Company undertakes to assess and verify the commercial and professional reliability of suppliers, customers and commercial/financial partners and that they are involved in a legitimate business.

## 2.7 Management of intellectual and industrial property

IDRA adopts appropriate measures and initiatives to protect its intellectual property and not to infringe that of others.

In particular the Company undertakes to:

- Use only creations and inventing elaborations (such as, for example, texts, illustrations drawings...) whose property belongs exclusively to Idra, in view also of any emoluments or repayments contractually agreed with third parties, only if fully documented;
- Utilizzare marchi di esclusiva proprietà e/o il cui utilizzo rientra nella disponibilità della Società attraverso un legittimo titolo all'uso. Use trademarks for which the company holds exclusive ownership or available by virtue of an eventual license to use.

Moreover, in its relationship with the suppliers, Idra requires them to ensure and guarantee that the goods and their intended use do not infringe upon third parties' rights relating to intellectual property (trademarks, patents..)

In such dealings, the Company disclaims any responsibility for claims, actions or demands arising from third parties with regard to unfair competition, patents or trademarks infringement, referring to raw materials, semi-finished materials and finished products bought from third parties.

In no case is allowed:

- The Counterfeiting or the alteration of trademarks or of distinguishing signs, industrial, domestic or foreign patents, designs or models of industrial property rights held by others;
- The use, in any form or purpose, of trademarks, distinguishing signs, industrial, domestic or foreign patents, designs or models, unless the Company has exclusive ownership or legal title to each and every one them;
- The marketing of intellectual property or industrial products with domestic or foreign names, trademarks or particularities able to mislead the buyer regarding the origin, the place of origin or the quality of the work or product.







### 3 Behavioural criteria in the relations with the collaborators

#### 3.1 Human Resources

The Company recognises the strategic importance of human resources and the importance of establishing and maintaining relationships within a framework of reciprocal loyalty and trust.

"Human Resources" refers to the directors, the employees, collaborators, even if periodic, agents and business procurers.

For this reason, the management of the employee contracts and the contracts for collaboration are aimed at upholding the respect for the rights of the worker and the complete valorisation of their worth aimed at favouring their professional development and growth.

All employees and collaborators of the Company are required to undertake to act loyally in order to perform the obligations assumed under the employment contract and the provisions of the current Code of Ethics, ensuring the correct execution and respect for the commitments undertaken with the Company and to avoid situations or decisions that can be construed as a conflict of interest either real or apparent with the Company.

#### 3.2 Personnel Selection

The evaluation of personnel to be employed is based on the candidates' profiles matching the business needs, in compliance with equal opportunity for all individuals involved.

Requests for information shall be strictly for the purpose of checking the aspects required according to the professional profile and aptitude, respecting the private life and opinions of the candidate

Company personnel responsible for personnel selection, whether working within the company or as external suppliers, within the limits of the information available, adopt appropriate measures to avoid favouritism, nepotism or forms of patronage in the selection

#### 3.3 Employment Relationship

Employees shall be hired on regular employment contracts; any type of illegal employment is not tolerated.

When the employer-employee relationship is established each employee and cooperator receive some pieces of information about:

- The characteristics of the assignment and of the tasks to fulfil;
- Normative and wage rudiments as regulated by the employment contract;
- Rules and procedures to be adopted in order to avoid potential health risks associated with the working activities

Such information is presented to the collaborator in a way that the acceptance of the position is based on an effective comprehension of the same.

#### 3.4 Personnel Management

The Company avoids all forms of discrimination towards its employees.

All decisions taken in the personnel management and development processes, as well as in the selection phase, are based on the profile of the collaborator corresponding to that desired (for example, in the case of promotion or transfer) and/or on the consideration of the merit (for example, assignment of incentives for targets reached).

Access to roles or positions is also established on the basis of the competence and capacity; besides, compatibly with the general efficiency of the work, flexibility of organisation is favoured which aids the management of the state of parenthood and the care for ones' children .







The assessment of collaborators is carried out in a large scale mode involving managers, and wherever possible, the persons that have been in contact with the person assessed.

The human resources recruitment manager, within the limits of the available information, shall adopt expedient measures to avoid favouritism (for example, excluding the possibility of a dependent relationship of hierarchy existing among collaborators and relatives).

The managers use and fully valorise all the professionalism in the structure through enabling the available levers to promote the development and growth of their own staff.

In this context, it is important to mention the importance of communicating employee strengths and weaknesses to them so that they can seek to improve their competence also using specialised training.

Training is assigned to groups or individual collaborators on the basis of specific requirements for professional development.

Managers will valorise staff work time requiring a performance in line with the execution of their duties and work organisation plans.

It is considered abuse of authority when a superior requests, due to his/ her position, any services, personal favours or any conduct which constitutes a violation of this Code

Constant staff involvement in carrying out the work is guaranteed, including participation in department discussions and decisions for accomplishing company objectives.

Listening to different points of view, compatible with the company's needs, allows the manager to formulate final decisions; the employee must, however, take part in the actuation of the activity established.

### 3.5 Safety & Health

The policy HSE (Health, Safety and Environment) of the Company is based on a strategy of careful attention to the use of natural resources and is linked to the daily commitment to a project to reduce the environmental impact and maximise the safety in the construction phases, management and maintenance of plant and machinery.

The company also pledges to spread and strengthen a culture of safety, encouraging risk awareness and promoting responsible behaviour among all personnel, moreover workers health and safety are preserved through prevention and training.

The Company's goal is therefore to protect Company's assets and human and financial resources, constantly pursuing the necessary synergies, not only within the Company, but also with suppliers, companies and clients involved in its business activity.

### 3.6 Privacy and Data Protection

Any investigation on ideas, preferences, personal tastes and private life of collaborators is prohibited.

The Company is committed to protecting the personal data of its employees, customers, suppliers and others, fully respecting the law and according to the directives issued by the company's specifically determined representatives.

All proper measures are adopted for avoiding the risk of access by undesirable non-authorised third parties or for unauthorised storage or not conforming to the use for which they were acquired and successively identified.







In particular, employees not expressly authorised and trained according to the provisions of art. 29 of the EU General Data Protection Regulation nr. 2016/679 (GDPR) concerning the data protection, are prevented from knowing, recording, processing and disclosing personal data of other employees or third parties.

The processing of personal data must be carried out in accordance with the EU Regulation nr. 2016/679 (GDPR).

### 3.7 Integrity and Safeguarding of equal opportunities

The Company respects the physical, moral and cultural integrity of the individual and his interpersonal relationships and it guarantees working conditions with consideration for the dignity of the individual in terms of workplace health.

For this reason, the Group protects its workers from any reported act of psychological violence and opposes attitudes or behaviour that is discriminatory or offensive, to his/her ideas or preferences (eg. insults, threats, isolation or excessive intrusiveness, professional limitations).

Sexual harassment is not acceptable and in general employees should avoid any behaviour or comments which may offend others (or ex. the exposure of images with explicit sexual references, insistent and continuous allusions)

The employee of the Company who considers him/herself the victim of sexual harassment or discrimination for reasons connected to age, sex, sexuality, race, state of health, nationality political opinion or religious beliefs etc, file a complaint with his/her manager who will assess the effective violation of the Code of Ethics.

Disparity, however, is not considered as discrimination if justified or justifiable on the basis of objective criteria. Finally, the Company sustains and respects Human rights as conforms to the Universal Declaration of Human Rights of UN Organisation.

### 3.8 Prevention of conflicts of interest

The Management and all the employees should avoid situations that may create conflicts of interest, and refrain from taking personal advantage of any business opportunities they may come across during the performance of their tasks.

By way of example and not limited to, the following situations can determine a conflict of interest:

- The sharing in profits and losses (evident or hidden, direct or indirect) of the employee in activities of suppliers, customers,;
- The using personal functional position to pursue interests in conflict with those of the Company;
- The using information acquired in the performance of one's work to personal advantage or the advantage of third parties or in conflict with the interests of the Company
- The performing a top-management function (Sole Administrator, director, head of function) while having economic interests with suppliers, customers or competitors (possessions of shares, professional positions etc.) even through family members;
- the carrying out of any activity (manual or intellectual) with customers, suppliers, competitors and/or any third party contrary to the interests of the company.

In case of occurrence of even only an appearance of a conflict of interests, the employee is bound to communicate it to his manager, who according to the established modality, will inform his/her manager, which will evaluate.

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### 3.9 Duties of Collaborators

The employees must behave in the pursuit of goals and the conclusion of every activity in a way to embrace the principles of honesty, transparency, loyalty, integrity and correctness, in compliance with this Code, besides being legally and professionally correct, ensuring the performance requested, and are obliged to report through the correct channels, violation of the rules of conduct established by the internal procedures.

The employees must be aware of and implement the Company dispositions with regards to protection of information in order to guarantee its integrity and privacy.

Every employee is required to produce their documents using simple, objective and comprehensive language, so that checks can be made by colleague, managers or external parties authorised to request copies or originals.

Each Company employee and collaborator is required to operate with diligence to safeguard the company assets through responsible behaviour, in line with the company operative and directive procedures regulating their use and documenting with precision their use.

In particular, all the employees must use scrupulously and judiciously the assets that they have been entrusted with and avoid an improper use of the company assets that may cause damages or reductions in efficiency or at any rate may appear in contrast with the Company interests.

Each employee is responsible for protecting the resources entrusted to him/her.

Idra reserves the right to prevent misuse and / or illegal use of their property and infrastructure by means of accounting systems, financial control reporting and analysis and prevention of risks, as foreseen under the law in force (law on privacy, statute of workers, etc.).

As concerns data processing equipments, every employee is bound to scrupulously abide by the Company's policies on security, protection in order to prevent any damage to computers functionality and protection ( for example not to install or use unauthorized software programs on the company hardware and software support )

## 4 Behavioural criteria in the relations with the customers

### 4.1 Sales Contracts

The contracts and communication to Idra's clients (including advertising) must be complete, transparent and serious.

The contracts shall comply with the law in force and provide all relevant elements that may be significant in influencing the clients' decision.

### 4.2 Behaviour towards clients and Customer Satisfaction

The line of conduct of Idra and its employees towards customers is based on availability, respect and courtesy, in order to create an highly professional and collaborative relationship.

Consistent with the principles of impartiality and equal opportunities, Idra undertakes to show no arbitrary discrimination between the customers.

The Company also undertakes to not use misleading or untruthful means of advertising and to disclose information which is true in advertising, sales or any other type of communication.

The Company further undertakes to acknowledge suggestions and complaints by clients by the use of appropriate and punctual communication systems.





### 4.3 Product Quality and Services

Idra will provide customers with products and services that meet their needs exactly, as well as the necessary information and support to use our products safely and effectively.

### 4.4 Assurances

The Company undertakes to protect its assets and its own human resources by contracting civil liability policies with the main Italian and foreign insurance companies to provide for compensation for damage suffered in the context of the Company activity or due to accidental causes.

In this sense, the relationships with the insurance companies shall be as transparent as possible; the Company undertakes to promptly report any accident, with reference to the communication of all elements necessary for the risk assessment and for the determining of the damages.

The Company maintains and updates a summary tab which shows all the existing insurance contracts, for consultation by internal and external audit bodies.

## 5 Behavioural criteria in the relations with the suppliers

### 5.1 Respect of the law

The Company requires that suppliers with which it maintains contractual relations act in accordance with human rights, employee rights and environmental law.

By way of example but not of limitation, the Company requires suppliers to abstain from using child labour and from discriminating, abusing or coercing thereby causing damage to the worker, and that they respect environmental norms

### 5.2 Choice of supplier

Relations with suppliers, including financial and consultancy contracts, are governed by the regulations of this Code and are constantly and carefully monitored

The purchasing process is characterised by the search for maximum competitive advantage for the Company, the concession of equal opportunities for every supplier, loyalty and impartiality.

In particular, the collaborators and the employees involved in these processes are bound to:

- Not exclude any supplier in possession of the requirements from the possibility to compete in the preparation of offers, adopting objective, documentable criteria for the selection of groups of candidates;
- Ensure sufficient competition for all tenders, for example, considering at least three different companies in the choice of the supplier; failure to comply with this provision shall be justified and it's allowed for purchases lower than € 5.000,00.

The selection of suppliers and the establishment of the terms of purchase must be made on the basis of an objective and transparent evaluation which, among other things, takes account of price, the ability to supply and ensure an adequate level of service, and also of the honesty and integrity of the supplier

More precisely, the employees, the collaborators, agents and business intermediaries or any other person acting on behalf of the Company can not:

- receive any form of compensation from anyone for their official duties or any act performed in conflict with their official duties;
- be influenced by extraneous third parties and any not authorized by the Company, as concerns their decisions in the choice of supplier





### 5.3 Safeguard of ethical aspects in the supply

Where it emerges that a supplier, in the performance of its activities for the Company, has acted in a manner that is not compliant with the content of this Code, the Company is entitled to take appropriate action to terminate the existing relationship and in all cases to preclude any further collaboration.

to guarantee the utmost transparency and efficiency in the purchasing process, the Company shall ensure:

- the segregation of duties of the unit requesting the supply and the unit that stipulates the contract;
- the adequate traceability of choices made by keeping information and contractual documents for the periods established by applicable regulations

The drawing up of a contract with a supplier must always be based on relations of the utmost clarity, avoiding where possible, entering into contractual relations that involve forms of reciprocal dependency.

Therefore, by way of example but not of limitation, projects which are binding in the long term, but which are governed by short term contracts which must be continually renewed with the opportunity for the revision of prices, must normally be avoided, as must equally be avoided consultancy contracts which do not involve an adequate transfer of know-how, or exclude the possibility to confer tasks to other better qualified professionals.

Before conferring a task, having regard to the nature and characteristics of the services requested, it's necessary to verify the real presence of high professional skills, as well as the possession of the necessary qualifications and licenses according the existing law.

Before accepting a mandate and/or when a quotation is required, the supplier is expected to sign a confidentiality agreement which commits them to process the data and corporate information solely within and for the purposes of their work and, in any event, shall not disclose (transmit, circulate or publish in any way) sensitive and confidential information without the express consent of the Company.

The emoluments of the consultants, agents or business partners must be agreed and determined in writing.

Payments in cash or in kind are not allowed.

## 6 Behavioural criteria in the relations with the shareholders and banks

### 6.1 Corporate Governance

The Company acts so that the Shareholders participate in the decisions within their competence in as broad and conscious a manner as possible, promotes the completeness of information and the safeguard of their interests

The Corporate Governance System adopted by the Company complies with the law and aims primarily to :

- to meet the legitimate expectations of the Company shareholders, with special care for the minority ones;
- to control the risks;
- to ensure the regularity of the management operations;
- to ensure maximum transparency in its communication with stakeholders;
- to avoid any type of bias as concerns creditors and other stakeholders.



## 6.2 Management

The strategic functions and organisational structure are the responsibility of the Management,, as well as the verification of the existence of the necessary controls to monitor the performance of the industrial operations.

The Company Management is bound to:

- To have an active role while carrying out its activities so that the company can benefit from their expertise;
- To attend the meetings continuously;
- To denounce any situation in which they might act out of their own interest or for third parties that involve them, abstaining in the presence of such instances from taking part in the deliberation process;
- To treat as confidential the documents and information to which they may become privy in the performance of their functions.

The Management is composed of members, such as to guarantee, by number and authority, a decisive weight in the assumption of decisions.

The Management brings its specific expertise to the discussions, so as to support the review of the issues being discussed under different perspectives, and the subsequent adoption of motivated, conscious resolutions, in line with the interest of the company.

## 6.3 Sole Administrator

The Sole Administrator:

- Takes part in the formulation of the Company strategy, agreed with the General Director.
- Oversees the activities of the General Director and of the managers;
- Can assume and dismiss the managers;
- Verify the implementation of his/her resolutions or directions;
- Approves the financial statements
- Presides the shareholders meeting and acts as a legal representative of the Company

## 6.4 Statutory Auditors

The procedure for the appointment of the Statutory auditors, composed of two members, is characterized by the maximum correctness and transparency.

In particular, the lists of candidates are to be deposited at the Company's registered office (accompanied by full information giving their personal and professional profile) and are released to the Management at least 10 days before the date of the meeting.

## 6.5 Independent Auditor

In order to guarantee full autonomy and independence in the performance of the Independent Auditor functions, any consultancy assignments to entrust to the Independent Auditor shall be authorised, on an ad hoc basis, by, the company management.

## 6.6 Financial Communication

The Company pursues its mission ensuring the full transparency of the choices made. Moreover, the Company offers all the necessary information so that the decisions of the Shareholders can be taken on a more informed basis.

All the financial communications of the Company are based on the transparency, thoroughness and timeliness of the information, as well as on full respect for the law.

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## 6.7 Optimisation of the investment of the shareholders

The Company will endeavour to ensure that its economic and financial performance is such as to safeguard and to grow the value of the business so as to adequately reward shareholders for the risk they assume in investing their capital.

## 7 Code of conduct towards the Environment

The Company contributes to the ecological sustainability in all its activities constructively, in view of the rights of people living in the surrounding areas and of the future generations.

The strategies and operations of the Company are based on the principles of sustainable development, with ongoing attention to ensuring that business is carried on in a way that respects the environment and public health, in compliance with national and international directives.

Environment is a primary good which Idra is committed to safeguard; for this purpose it programs its own activities searching for a balance between the economical initiatives and the necessary environmental needs. The Company is pledged therefore to improve the impact it has on the environment and local landscape as well as preventing any risks for the local population and environment not only from a legal point of view but bearing in mind scientific development and best experience in this matter.

The Company is aware that the environment can offer a competitive advantage in a market that is increasingly global and demanding in terms of quality and behaviour.

Idra's strategy is based on investments and activities that meet the principles of sustainable development.; in particular:

- Promuovere azioni e comportamenti che minimizzano l'impatto ambientale della propria attività e che considerano strategica la variabile ambiente. Promotes actions and behaviours able to minimize the environmental impact and that consider the strategic value of the environment variable, ,
- Complying with all applicable environmental legislation and sustainability commitments.
- Pursuing a programme of continuous improvement by reviewing our Environmental Management System and related objectives and targets, policies and practices

The company promotes the following environmental policy instruments:

- Voluntary agreements with institutions and trade associations;
- Ensure our staff are aware of the environmental impacts of their work activities and encourage them through regular awareness and training to minimise those impacts;
- Programs for rational use of the energy.

## 8 Behavioural criteria in the relations with other entities

### 8.1 Community

IDRA is aware of the effects, including indirect effects, of its activities on the relative territory, on economic and social development and on the general wellbeing of the community, and pays attention to the importance of social acceptance on the part of the communities in which it works.

This is the reason why Idra intends to carry out its investments in an environmentally sustainable manner, with respect for local and national communities, and to support cultural and social initiatives with the aim of enhancing its reputation and social acceptance.



## 8.2 Public Administration, Institutions and Authorities

The Relations with the Public Administration are managed in a unified manner, proceeding with the appointment of a specific person acting on behalf of Idra for each specific mandate or with a delegation system within the granted powers or on the basis of specific written tasks.

The assumption of commitments and the management of all kinds of relations with the Public Administration, (in its widest acceptance, including the public administration of foreign countries, as well as all subjects who may be qualified as such according to the legalisation in force and current legal and doctrinal interpretations, subjects appointed to carry out public services and private bodies appointed to carry out public services, and private parties subject to public law), are the responsibility solely of the appointed company functions and authorised staff, in strict compliance with the legal provisions in force and all applicable regulations.

For this reason it is essential that documents concerning contact with the Public Administration be collected and preserved..

The Company through its employees and representatives, must not promise or offer money, goods or other benefits of any kind to public officials, officers responsible for a Public Service or in general to any employees of Public Institutions, in order to promote and favour their own interests and the interests of the Company or even to recompense or reward someone for action that is part of their job or to pay them for taking action which is contrary to the duties of their office.

During a business negotiation, request or relation with the Public Administration, no action that could offer job and/or business opportunities to the employees of the Public Administration – and which may favour them or others – must be directly or indirectly carried out and it's not allowed to ask for confidential information that could compromise the integrity or reputation of both parties.

Business courtesies, such as gifts or forms of hospitality or any other type of benefit (even in the form of a donation), are only allowed if of moderate value and if they do not compromise the integrity and reputation of the parties and cannot be interpreted, by a third and impartial observer, as an act aimed at obtaining inappropriate benefits and favours

Direct action, or action via third parties, designed to influence independence of judgement or obtain any form of advantage for the Company is forbidden.

Any worker who, directly or indirectly, receives proposals for benefits from public officials, public service providers or other employees of the Public Administration or other Public Institutions must immediately report them to his/her Manager, if he/she is an employee, or to his company contact, if he/she is a third party.

The Company in the voluntary agreements with local administrations, as compensation or under conventions, undertakes to to determinate the amount owed, respecting the principle of equity.

## 8.3 Political Parties, Trade Unions and Associations

It is not permitted to issue company funds to parties, committees or individual politicians.

The Company abstains from any direct or indirect pressure on political representatives (e.g. through acceptance of recommendations for hiring, consultancy contracts, etc.)

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#### 8.4 Contributions and Sponsorship

Any sponsorships related to social, environmental, sports, entertainment, music or artistic themes are only addressed to those events, local or international, of a certain quality level, which help to increase the visibility and prestige and where the Company may take part in the planning to guarantee the originality and effectiveness of the actions.

In choosing the events in which to participate, Idra shall always take care to avoid any possible personal or company conflict of interest.

The Company encourages and, if appropriate, provides support for social and cultural activities, including the making of grants to foundations whose activities [ ] are oriented towards the individual and improving the quality of life.

However, all contributions must be paid strictly in compliance with current law and suitably registered.

#### 8.5 Gifts, Freebies and Benefits

No form of gift is allowed if it can be construed as exceeding normal commercial practices or courtesies, or aimed at obtaining favourable treatment in the conduct of any activity connected with Idra.

It is forbidden, in particular, to offer any type of gift to Italian or foreign public functionaries (even in those countries where such practices are considered acceptable), or to their family members, or to parties indicated by them, which might influence their independent judgement or persuade them to procure an advantage of any nature for the Company.

The presents offered, except for those that are immaterial in value, must be documented in order to allow control and must be authorised by the manager responsible,

All the employees and the collaborators of the Company who receive free gifts or benefits not present in the allowed cases, are bound, according to the established procedures, to give communication to the manager responsible who will assesses the appropriateness.

### 9 Communication and Training

The Code of Ethics is brought to the attention of internal and external stakeholders by means of suitable communication activities (e.g. by providing a copy to all the collaborators, via special sections on the company website..).

In order to ensure the correct understanding of the Code among all managers, employees and external contractors of the Company, shall organise training programmes intended to favour the knowledge of ethical principles and rules.

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## 10 Violations of the Code of Ethics

The Compliance with the rules of the Ethical Code must be considered an essential part of the contractual obligations of the workers in accordance with the provisions of the art. 2104 of the Civil Code.

Violation of the Code of Ethics may constitute non-compliance with the primary obligations arising under the employment relationship or be a disciplinary matter, subject to the provisions of art. 7 of the Workers' Statute, with all the related legal consequences, including those regarding the retention of employment, and may involve the reimbursement of any resulting damages.

As to all the other stakeholders and any subject having business relations with the Company, the lack of compliance with the provisions of the Code of Ethics, shall, as the case may be, constitute a lack of compliance with the contract obligations undertaken with all legal consequences, also as to the contract termination and/or the may entail payment for damages occurred to the company.

The Company commits itself to provide for and to impose sanctions proportionate to the relevant breaches of the Code and compliant with the provisions in force in point of regulations of the working relations, with coherence, impartiality and uniformity.

## 11 Final Provisions

This Code of Ethics is an integral part of the Model adopted by the Company and it contains, among other things, the general principles and rules of conduct which have, in Idra's opinion, a positive ethical value and with which all the Addressees of the Code must comply

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