

	<b>Annex 2 - Organisation, Management and Control Model</b>	<b>Rev. 01</b>	<b>01/12/22</b>
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# THE ORGANISATION, MANAGEMENT, AND CONTROL MODEL

## *Annex 2 - Code of Ethics*

***CADICAGROUP S.R.L.***

	<b>Function</b>	<b>Name</b>	<b>Signature</b>
<b>Edited by:</b>	<i>Managing Director</i>	Massimo Stefanello	
<b>Approved by:</b>	<i>Chairman Board of Directors</i>	Andrea Carnevali	

	<b>Annex 2 - Organisation, Management and Control Model</b>	<b>Rev. 01</b>	<b>01/12/22</b>
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## 1. FOREWORD

**CADICAGROUP S.R.L.** operates in the labelling and packaging sector for clothing manufacturers, providing a complete consulting, design and production service. It also provides its customers with stock management, logistics and product distribution services worldwide.

The registered office is in Carpi (Mo) - Via dell'Agricoltura, 51/C.

**CADICAGROUP S.R.L.** has commercial supply relationship with the following Group subsidiaries. The different relationships are all regulated by service agreements.

The entry into force of Legislative Decree No. 231/2001 introduced into our legal system the administrative liability of entities<sup>1</sup> in the event that certain offences are committed in the interest or to the advantage of those entities by persons in senior positions in their organisation or by persons subject to their direction and coordination. The legislation, however, provides that an entity may be exonerated from administrative liability if it can prove the existence of certain prerequisites prior to the commission of the offence, among which is the adoption of a Code of Ethics in relation to the specific offences provided for in the Decree.

In order to benefit from the exemption from administrative liability pursuant to Legislative Decree No. 231/2001, and in accordance with the inspiring principles of its Articles of Association, **CADICAGROUP S.R.L.** (hereinafter referred to as **CADICAGROUP**) has adopted this Code of Ethics with the aim of

- foster a cooperative approach towards "stakeholders"<sup>2</sup>: **CADICAGROUP** recognises the importance of ethical-social responsibility and environmental protection in the conduct of the Company's business and activities and, to this end, promotes a management oriented towards balancing the legitimate interests of its stakeholders and the community in which it operates. The Code is, therefore, marked by an ideal of cooperation and respect for all the interests of the parties involved;
- prevent unethical and illegal governance in the conduct of business, which may compromise the relationship of trust between **CADICAGROUP** and its stakeholders, and expose the Company to the risk of "corporate administrative liability" pursuant to Legislative Decree 231/01;
- enhance the company's good reputation and image, which are essential intangible assets that foster:

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<sup>1</sup> Art. 1 of Legislative Decree 231/2001: "[...] The provisions laid down therein apply to bodies having legal personality and to companies and associations, including those without legal personality. They do not apply to the State, to territorial public bodies, to other non-economic public bodies and to bodies that perform functions of constitutional importance [...]."

<sup>2</sup> CADICAGROUP's "stakeholders" include human resources (employees and collaborators), customers, Shareholders, suppliers, the public administration, the community and, in a broader sense, all parties involved, directly and/or indirectly, in the Company's activities.

	<b>Annex 2 - Organisation, Management and Control Model</b>	<b>Rev. 01</b>	<b>01/12/22</b>
---	---	----------------	-----------------

- outwardly, shareholder investments, customer loyalty, attracting the best human resources, the serenity of suppliers and reliability of creditors;
- inwardly, the implementation of a harmonious and planned work organisation consistently with the aims set out above, **CADICAGROUP's** Code of Ethics represents the prelude to the implementation of the "Organisational Model 231/01", which constitutes its organisational tool for implementation and control.

## 2. ADDRESSEES OF THE CODE OF ETHICS

The addressees of the provisions of this Code of Ethics are those who hold representative, administrative or management positions, or who exercise, even de facto, the management and control of the Company. This also includes all employees, collaborators, agents, distributors, commercial partners, customers, suppliers and anyone who cooperates, collaborates and has a business relationship with **CADICAGROUP**, for whatever reason, in the pursuit of business objectives (also defined with the term stakeholder).

**CADICAGROUP** is committed to disseminating to all addressees the values, ethical principles and rules of conduct contained in this Code of Ethics, through the use of appropriate cognitive, training and content awareness tools. This Code of Ethics is available on the website (<https://www.cadica.com/en/>).

The violation of the aforementioned rules shall constitute a breach of the obligations arising from the employment or collaboration relationship, with all consequences of law or contract. This also pursuant to and for the purposes of Articles 2104 et seq. of the Civil Code.

Likewise, the observance of the principles and rules provided for in the Code of Ethics constitutes an express contractual obligation in relations between **CADICAGROUP** and its Suppliers. Therefore, the contracts and supply agreements between **CADICAGROUP** and the aforementioned subjects are provided with a clause of compliance with the contents of the Code of Ethics, the breach of which determines ipso jure the termination of the contract stipulated.

The principles of the Code of Ethics must inspire the Board of Directors and the Corporate Bodies of **CADICAGROUP** in any decision or action relating to the management of the company; likewise, the Executives, in concretely implementing their management activities, must be inspired by the same principles, also in order to represent a reference model for employees and collaborators.

Each company manager in an apical position:

- sets an example to its employees by its own behaviour;
- promotes compliance with the rules of the Code by the "Addressees";
- works to ensure that the "Addressees" understand that compliance with the rules of the Code is an essential part of the quality of their work and their activities;

	<b>Annex 2 - Organisation, Management and Control Model</b>	<b>Rev. 01</b>	<b>01/12/22</b>
---	---	----------------	-----------------

- takes immediate corrective measures when required by the situation;
- endeavours to prevent, within the limits of its competences and powers, possible conduct that does not comply with applicable law, this Code or internal rules.

### 3. GENERAL ETHICAL PRINCIPLES

**CADICAGROUP** considers its image and reputation as **fundamental values** that must be protected and developed also through the full dissemination, sharing and observance of the ethical and behavioural principles contained in this code. In carrying out its activity, **CADICAGROUP** is inspired by the ethical principles set out below, which it requires all the subjects involved in its duties to observe.

#### HONESTY, LEGALITY, LOYALTY AND FAIRNESS

**Honesty** is the fundamental principle for all **CADICAGROUP**'s activities and therefore necessarily inspires its initiatives and communications: it constitutes an essential element of management.

**Legality, loyalty and fairness** are cornerstones on which **CADICAGROUP** bases its interactions with all Stakeholders, therefore, it is committed to

- acting in compliance with applicable laws and regulations;
- acting in a responsible, fair and honest manner to protect the interests of customers and the community;
- establishing loyal and cooperative relations with all counterparts;
- not to making misleading communications;
- not engaging in conduct that takes unfair advantage of others' positions of weakness or lack of knowledge.

#### TRANSPARENCY, COMPLETENESS AND TRUTHFULNESS OF INFORMATION

**CADICAGROUP** recognises the fundamental value of correct information to Shareholders, the corporate management and control bodies and the competent functions, regarding significant facts concerning corporate and accounting management. **CADICAGROUP**'s Managers and Employees are required to give complete, transparent, truthful, comprehensible and accurate information, so that, in setting up relations with the company, the stakeholders and anyone else who comes into contact with the company are able to make autonomous decisions aware of the interests involved, the possible alternatives and relevant implications.

#### PROFESSIONALISM

**CADICAGROUP** carries out its activities with diligence and professionalism, making the utmost effort and assuming the responsibilities that pertain to its tasks.

The quality and efficiency of the company organisation and its reputation are determined to a significant extent by the conduct of each Addressee, who is therefore required to contribute with his or her conduct to the

	<b>Annex 2 - Organisation, Management and Control Model</b>	<b>Rev. 01</b>	<b>01/12/22</b>
---	---	----------------	-----------------

safeguarding of these values; mutual cooperation between the subjects involved, in whatever capacity, in the same project or process represents an indispensable principle.

#### **TREATMENT OF CONFIDENTIAL INFORMATION**

Documents, information and data that are not in the public domain and which, if made public, could be prejudicial to the Company are considered confidential.

**CADICAGROUP** is committed to ensuring the protection and confidentiality of the personal data of recipients and stakeholders, in compliance with all applicable data protection regulations.

Recipients are bound not to use confidential information, learnt in the course of their work, for purposes unrelated to the exercise of that activity, except in the event of express authorisation and in any case always in strict compliance with current *privacy* legislation and internal company rules.

#### **RESPECT FOR AND ENHANCEMENT OF HUMAN RESOURCES**

The peculiarities of the employees and their skills are one of **CADICAGROUP's** strengths.

The professional development of staff is based on the principle of equal opportunities; recognition of the results achieved, professional potential and skills expressed by people are considered essential criteria of judgement.

**CADICAGROUP** respects, the fundamental rights of people: discriminatory behaviour with reference to political opinion, religion, race, nationality, age, gender, sexual orientation, health status is not allowed.

#### **PROTECTION OF INTELLECTUAL AND INDUSTRIAL PROPERTY**

**CADICAGROUP** acts in full compliance with the intellectual property rights legitimately held by third parties, as well as with the laws, regulations and conventions, also at EU and/or international level, protecting such rights.

In particular, the Company shall refrain from importing, marketing or otherwise using or putting into circulation industrial products with counterfeit or altered distinctive signs or made by usurping industrial property rights.

#### **ENVIRONMENTAL PROTECTION**

**CADICAGROUP** considers the protection of the environment and the sustainable development of the area in which it operates, taking into account the rights of the community and future generations.

It directs its environmental protection actions on the basis of the awareness that the environment is a common good to be safeguarded, promotes awareness-raising activities on this issue, and undertakes to train its employees so that they are aware of the environmental aspects and impacts of their activities.

The companies' activities are implemented considering environmental criteria and principles aimed at controlling the consumption of natural resources and minimising negative impacts on the environment.

	<b>Annex 2 - Organisation, Management and Control Model</b>	<b>Rev. 01</b>	<b>01/12/22</b>
---	---	----------------	-----------------

#### HEALTH AND SAFETY AT WORK

**CADICAGROUP** guarantees working conditions that respect individual dignity and ensures safe and healthy working environments, in compliance with current accident prevention and occupational health and hygiene regulations.

The Company firmly promotes the dissemination of a culture of safety and awareness of the risks connected to the work activities carried out, requiring from everyone, at every level, responsible behaviour and respect for the safety system set up and all the company procedures that form an integral part of it.

With this in mind, each employee, collaborator and whoever in various capacities works at **CADICAGROUP's** offices and customers is called upon to personally contribute to maintaining the safety and quality of the working environment in which he or she operates.

#### CONFLICT OF INTEREST

In its relations with suppliers, customers and institutions, **CADICAGROUP** is guided by the principles of loyalty, fairness and transparency.

Relations with counterparts are governed by precise rules and objective criteria that always exclude personal interests; we pursue the general objectives and interests of the Company, avoiding that any personal interest can prevail over the company's by influencing choices.

## 4. RULES OF CONDUCT

**CADICAGROUP** requires the addressees to refrain from promoting and/or facilitating and/or implementing any behaviour, active or passive, from which an illegitimate or illicit economic or other benefit derives or may derive in favour of themselves or of third parties, or which has the purpose of promoting or favouring illegitimate or illicit interests of themselves or of third parties.

With this in mind, the Company has laid down specific rules of conduct with reference to

- rules of conduct towards *stakeholders*;
- rules of conduct towards co-workers and employees;
- rules of conduct towards the social and professional community.

#### RULES OF CONDUCT TOWARDS STAKEHOLDERS

In conducting business, **CADICAGROUP** ensures compliance with the ethical principles and rules of conduct identified in this Code, towards all *stakeholders* and without distinction according to the importance of the business.

	<b>Annex 2 - Organisation, Management and Control Model</b>	<b>Rev. 01</b>	<b>01/12/22</b>
---	---	----------------	-----------------

### **RELATIONS WITH CUSTOMERS**

**CADICAGROUP** bases its corporate activity and the conduct of business on quality, understood not only as product quality but also as attention to the special needs of customers and their *stakeholders*, and is committed to establishing professional relationships of trust, providing transparent, complete and accurate, detailed, truthful and comprehensible information so that customers are able to make autonomous decisions in full knowledge of the interests involved, the alternatives and the relevant consequences.

The Company also guarantees the utmost confidentiality of data and information received from customers, which are collected and processed in accordance with the provisions of the current *Privacy Law*.

**CADICAGROUP** is committed to the utmost compliance with product marketing laws; no employee may be involved in the marketing of products for sale that mislead the consumer as to the origin, quality and characteristics of the goods. The Company refrains from conduct that would put into circulation products that violate industrial property rights or that have counterfeit trademarks or falsely marked goods.

In managing customer relations, the Company undertakes to

- formalise, in a transparent and clear manner, the main aspects of business negotiations;
- act with diligence and care in the interest of the client;
- faithfully and diligently fulfil the obligations agreed in the negotiations commercial and contractual constraints;
- provide, with efficiency and courtesy, high quality services that meet or exceed the customer's reasonable expectations and needs;
- provide complete, accurate and comprehensive information in a clear and simple manner so that the customer can make informed decisions;
- not treat their customers arbitrarily and unequally, differentiating them on the basis of economic importance or the size of the order;
- adhere to the truth in advertising or other communications;
- not discriminate against customers on the basis of religious, political, ethnic beliefs and sexual preferences;
- behave in a helpful, respectful and courteous manner, with a view to a collaborative and highly professional relationship;
- not accepting gifts, presents, money and any other utility from the client, such as to be interpreted as aimed at obtaining favours; specifically, not accepting, either from the client or from persons belonging to the company with whom the client has come into contact in the course of the consultancy, gifts and/or donations that could even only induce the appearance of a limitation of the client's independence and impartiality;
- avoid any situation of conflict of interest.

When entering into contractual relations with new parties and in the management of existing ones, it is prohibited to:

	<b>Annex 2 - Organisation, Management and Control Model</b>	<b>Rev. 01</b>	<b>01/12/22</b>
---	---	----------------	-----------------

- maintain relations with persons involved in unlawful activities, criminal organisations, in particular related to arms and drug trafficking, money laundering and terrorism and, in any case, with persons lacking the necessary requirements of seriousness and commercial reliability;
- maintaining financial relations with entities that, even indirectly, hinder human development and contribute to the violation of fundamental human rights (e.g., exploiting child labour, promoting sex tourism, etc.);
- maintain relations with parties that do not comply with health and safety provisions in the workplace;
- use confidential customer information for purposes unrelated to the exercise of its business of advice and/or outside the limits provided for by the regulations in force.
- requesting and/or accepting, directly or indirectly, forms of gift (money, gifts, favours) that may be interpreted as exceeding the normal manifestations of courtesy allowed in business practice, or in any case aimed at obtaining favourable treatment.

#### **RELATIONS WITH SUPPLIERS, DISTRIBUTORS AND BUSINESS PARTNERS**

With suppliers, distributors and business *partners*, the Company adopts an ethical, frank, transparent behaviour that respects internal procedures, establishing lasting relationships that ensure the satisfaction of reciprocal needs without ever losing sight of the professional nature of the relationship.

Employees must not abuse their position, role or powers within the Company, in order to exert pressure of any kind on third parties and to influence, in an improper manner and for improper purposes, the performance of assigned activities. The abuse of one's professional position represents an offence for which not only the person committing the offence, but also anyone who encourages the continuation of such conduct.

**CADICAGROUP** establishes relations with suppliers, distributors and business *partners who* enjoy a respectable reputation, who are only engaged in lawful activities and whose corporate ethical culture is comparable to that of the Company.

Suppliers are chosen on the basis of objective criteria of cost-effectiveness, expediency and efficiency; suppliers may not be chosen on purely subjective and personal grounds or, in any case, on the basis of interests that conflict with those of the Company.

With this in mind, the Company, in managing relations with suppliers, distributors and business *partners*, undertakes to:

- assign tasks/orders according to objective criteria, in compliance with the principles of impartiality, transparency and independence;
- establish transparent, fair and cooperative relations in order to create a solid basis for mutually beneficial and long-lasting relationships;
- regulate and make explicit their mutual commitments through comprehensive contracts;

	<b>Annex 2 - Organisation, Management and Control Model</b>	<b>Rev. 01</b>	<b>01/12/22</b>
---	---	----------------	-----------------

- verify that suppliers, distributors and business *partners* enjoy a respectable reputation and possess characteristics of capability, professionalism, honesty and moral integrity;
- verify that third parties are only engaged in lawful activities and are inspired by ethical principles that do not conflict with those of the Company;
- ensure maximum transparency of agreements, avoiding the signing of secret pacts or agreements contrary to the law;
- no undue advantage is taken of contractual dependence relationships in which suppliers, distributors and business *partners* may find themselves due to their insufficient information on the Company's activities, especially with reference to long-term relationships or to advance payments and investments by the supplier;
- not accept gifts, presents, money or any other utility, such as to be interpreted as targeted obtaining favours.

#### **RELATIONS WITH COLLABORATORS AND EMPLOYEES**

**CADICAGROUP** recognises that human resources are a factor of fundamental importance for its existence and development: interpersonal relations within the Company are based on the principles of respect, loyalty and transparency, and salary and career opportunities are defined fairly for all employees.

Forms of exploitation, isolation, harassment or stress inducement are not tolerated and the protection of collaborators and employees against any possible *mobbing* action.

#### **PERSONNEL SELECTION AND DEVELOPMENT**

Personnel selection is carried out by the competent functions, in compliance with the company's values, ethical principles and all applicable laws, and is based exclusively on criteria of competence and merit.

**CADICAGROUP** pays the utmost and constant attention to the valorisation of human resources, condemning any form of discrimination (of ethnic origin, culture, religion, age, disability, race, gender or sexual orientation), incitement to racism, xenophobia or apologia for the Shoah and any form of exploitation of personnel. The Company does not establish any employment relationship or any form of collaboration with persons without a regular residence permit, and in any case in violation of the labour *standards* generally applied or provided for by national regulations.

The employment of spouses, relatives or companions of employees is permitted at **CADICAGROUP**; however, there is the obligation by the employee to inform the Head of Function in this regard, as well as the Human Resources Department. Employees and collaborators are required to:

- maintain respectful behaviour towards the company and towards the customer they are working with, in order to protect their image and contribute to the company's enhancement;
- base their actions on respect for the individual, the good name of the company and its working environment;
- ensure order and respect in the use of company premises, also providing for the safekeeping of assets entrusted to them (such as *personal computers*, mobile phones and company cars);

	<b>Annex 2 - Organisation, Management and Control Model</b>	<b>Rev. 01</b>	<b>01/12/22</b>
---	---	----------------	-----------------

- behave with respect for the rights and personalities of colleagues, co-workers and third parties, regardless of their corporate role and operational circumstances;
- not use the company's name, trademarks, creations and intellectual achievements for personal purposes;
- not disclose methodologies, processes and working documents externally;
- refrain from taking personal advantage of acts or information of which they have become aware in the course of their duties;
- avoid situations of conflict of interest arising from their own activities;
- in the case of business trips, travel must be for purely business purposes and must not be regarded as a reward or incentive of any kind; travel expenses must be expressly authorised and always accompany the expense report;
- request the approval of the head of function for lunches and dinners of representation, provided it is a business meeting in the interest of the Company and provided there is no form of undue or irregular influence;
- request the authorisation of the head of function for the acceptance and sending of promotional material and free samples;
- request the authorisation of the head of function for participation in *training* and demonstration actions, which must be weighed against the topics covered, time expenditure and travel expenses;
- if an employee receives free products, tickets to shows (sporting events, concerts, etc.), trips or other forms of reward from current or potential suppliers as a reward or motivational leverage, he/she shall immediately inform his/her Function Head; small gifts or products omitted from the above category may be accepted as acts of commercial courtesy, provided they are of such value that they do not compromise the integrity and reputation of the Company.

#### **USE OF COMPANY ASSETS AND RESOURCES**

The use of the company's assets and resources must be functional to the performance of the company's activities or the purposes authorised by the head of function and must take place in an efficient manner and in such a way as to protect their value in accordance with current legislation, avoiding alteration or damage.

Under no circumstances may corporate assets and resources be used for personal purposes, contrary to the interests of the Company and for purposes contrary to the law, public order or morality, or to commit or induce the commission of offences.

Each employee is responsible for the safekeeping of the resources entrusted to him/her, maintaining the security of the same, avoiding fraudulent or improper use that may cause damage or reduction of efficiency, or in any case contrary to the interests of **CADICAGROUP**.

#### **USE OF CORPORATE INTERNET ACCESS**

**CADICAGROUP** undertakes to avoid the use of company access to the Internet network for reasons not strictly related to work reasons and, in particular, prohibits its use to come into possession of, or distribute, illegal

	<b>Annex 2 - Organisation, Management and Control Model</b>	<b>Rev. 01</b>	<b>01/12/22</b>
---	---	----------------	-----------------

material or that exposes the Company to the risk of administrative liability.

### **COMPLIANCE WITH THE RULES CONTAINED IN THE CODE OF ETHICS**

The Company shall ensure the widest dissemination of the Code of Ethics to employees. It requires its employees to know and observe the requirements of the Code of Ethics and, consistent with individual possibilities, to promote awareness of it among newly hired employees as well as third parties affected by its application, same

with whom they come into contact for reasons of their Office.

In particular, employees are obliged to:

- refrain from conduct contrary to the rules of the Code of Ethics and demand compliance;
- refer to their superiors or the functions designated for that purpose in the event of the need for clarification on how to apply them;
- promptly report to superiors and company contacts any information, directly observed or reported by others, concerning possible violations of them and any request made to them to violate them;
- cooperate in the verification of possible violations with the relevant structures.

### **RULES OF CONDUCT TOWARDS THE SOCIAL AND PROFESSIONAL COMMUNITY**

#### **RELATIONS WITH THE PUBLIC ADMINISTRATION**

No conduct contrary to the laws in force and to this Code of Ethics, which may constitute bribery, extortion and undue inducement to give or promise benefits, committed by Directors, Managers, employees and collaborators in the performance of their duties or assignments, even if motivated by the pursuit of a generic 'interest' of the Company, may be considered justified and shall therefore entail the adoption of sanctions.

**CADICAGROUP** forbids its employees, agents and, more in general, all those who work in its interest, in its name or on its behalf to accept, promise or offer, even indirectly, money, gifts, goods, services or favours that are not due in relation to relations with public officials, persons in charge of a Public Service or employees, in general, of the Public Administration or other Public Institutions, or private parties, in order to influence their decisions, with a view to more favourable treatment or undue benefits or for any other purpose.

Any employee who receives, directly or indirectly, requests or offers of money or favours of any kind (including, for example, gifts or presents of modest value) improperly formulated to or by those who operate on behalf of **CADICAGROUP** in the context of relations with public officials, public service officers or employees in general of the Public Administration (Italian or of other foreign countries) or of other Public Institutions, or with private parties (Italian or foreign), must immediately report to the competent internal function for the adoption of the consequent measures.

In relation to requests for public funds from the State/European Union/other public bodies and their use, **CADICAGROUP** undertakes to proceed with the process of obtaining funds and their use in a correct manner, in

	<b>Annex 2 - Organisation, Management and Control Model</b>	<b>Rev. 01</b>	<b>01/12/22</b>
---	---	----------------	-----------------

compliance with the law, the rules of this Code of Ethics and internal procedures, also in order to avoid possible injury to the company's image.

It is therefore forbidden for the Directors, Managers and Employees of **CADICAGROUP** to use the funds received to favour initiatives aimed at carrying out works or activities in the public interest for purposes other than those for which they were obtained. It is also forbidden to use/present false statements or documents/attesting untrue things or to omit due information in order to unduly obtain funds or to promise/promise to a Public Official, for him or a third party, an undue remuneration in money or other benefit in exchange for an act of his office necessary to obtain funds.

#### **RELATIONS WITH TRADE UNIONS, POLITICAL PARTIES AND PUBLIC ORGANISATIONS**

Relations with political parties, trade unions and other interest-bearing associations are maintained by authorised corporate officers or persons delegated by them, in compliance with the provisions of this Code, as well as with the Articles of Association and special laws, with regard to compliance with the principles of fairness, cooperation, impartiality and independence.

The Company does not make contributions of any kind, directly or indirectly, to trade union organisations, nor to their representatives or candidates, refraining from any pressure to public officials (consultancy contracts, acceptance of recommendations for recruitment, etc.).

#### **RELATIONS WITH COMPETITORS**

**CADICAGROUP** is committed to strict compliance with competition and market protection laws in all jurisdictions. No employee may be involved in initiatives or contacts with competitors (agreement to maintain fixed prices, agreements on prices or quantities, division of markets, etc.), which may appear to violate competition and market protection regulations. Infringements may result in negative consequences, including material ones, and damage to image. For these reasons, they may lead to consequences in accordance with current legislation.

**CADICAGROUP** employees are required to strictly comply with these provisions. In particular, information deemed confidential or covered by professional secrecy must not be disclosed to competitors. Similarly, sensitive data concerning competitors must not be disclosed to third parties.

#### **CORPORATE COMMUNICATIONS AND SOCIAL MEDIA**

All corporate communications handled through the media are characterised by respect for the right to information and based on the principles of transparency, correctness and timeliness; under no circumstances may false or tendentious news, information, rumours or comments be divulged.

All communication activities are handled exclusively by the officially appointed Functions; relations with the press are maintained exclusively by the Legal Representatives (unless specifically authorised), in full compliance with the laws, rules and practices of professional conduct.

**CADICAGROUP** is committed to using *social media* according to principles of transparency, fairness and

	<p align="center"><b>Annex 2 - Organisation, Management and Control Model</b></p>	<p align="center"><b>Rev. 01</b></p>	<p align="center"><b>01/12/22</b></p>
---	---	--------------------------------------	---------------------------------------

responsibility to ensure the safeguarding and protection of the image and reputation of the Company and of the persons working for it.

## 5. CODE IMPLEMENTATION RULES

An internal body, called the Supervisory Body (acronym SB), is set up and entrusted with the task of continuously monitoring the effective operation of and compliance with the Model, as well as taking care of its updating. The Body constantly monitors the effective implementation of the Model, and to this end:

- carries out inspection activities in a manner predetermined and approved by the body itself;
- monitors the observance of the rules of conduct by employees, including those in management positions, and by every addressee of the Model;
- has access to all documents concerning the Model;
- may request information from anyone working on behalf of the company within the risk areas and the sensitive processes identified in the Model;
- receives the information specifically indicated as mandatory by the Model;
- proposes the activation of sanctioning procedures following the violation of the rules of conduct identified in the Model;
- subjects the Model to periodic verification, with regard to its actual effectiveness and effective capacity to prevent the commission of offences, and takes care of updating it, proposing appropriate amendments to the management body;
- expresses an opinion on the adequacy and suitability of amendments to the Model drawn up on its own initiative by the Board of Directors, prior to their adoption;
- receives any reports of irregularities or legal violations (so-called 'ethics alerts') and manages the evaluation and decision-making process.

### REPORTS OF VIOLATIONS OF LEGALITY AND THE CODE OF ETHICS

It is a duty of each employee, Manager, personnel with management and control duties, member of corporate bodies or collaborator, to verify, within the scope of their knowledge and skills, the correctness of the processes in which they are called upon to participate, giving immediate communication (so-called Whistleblowing Policy according to L. 179 of 30 November 2017) to the hierarchical superior, the Management or directly to the Supervisory Board (via the dedicated e-mail) of any irregularity classifiable as a **"significant irregularity"** and therefore of offences, violations of civil law (including negligence, fraudulent conduct of a contract, violation of an administrative law), violation of protocols, judicial risks, dangers to safety, health or the environment and/or the obstruction of any of these: anonymous reports to the SB are normally prohibited, subject to the guarantee of confidentiality by the SB, with the report being treated confidentially and confidentially.

	<b>Annex 2 - Organisation, Management and Control Model</b>	<b>Rev. 01</b>	<b>01/12/22</b>
---	---	----------------	-----------------

The Company has established appropriate communication channels through which interested parties can address their reports on the Code or on possible contraventions thereof, in full respect of the right to be heard and of the utmost confidentiality, without prejudice to legal obligations. Reports may be made in the following ways:

- physical mail, by sending an envelope marked "reserved and confidential" addressed directly to the Supervisory Body at the address of the Company's offices: Via dell'Agricoltura, 51/C - 41012 Carpi (Mo) - Italy
- electronic mail, possibly also in anonymous form, addressed to the Supervisory Body: e-mail to the address [odv.cadicagroup@gmail.com](mailto:odv.cadicagroup@gmail.com)
- dedicated Internet channel: <https://report.whistleb.com/it/cadica>.

According to the "Whistleblowing Policy", supplemented in accordance with the protection requirements of Law 179 of 30 November 2017 and the related regulation of the Supervisory Board, the report will in fact not constitute a potential breach of the obligations of confidentiality arising from the employment relationship, and the procedure is designed to ensure protection from retaliatory or discriminatory conduct in all cases, in addition to the confidentiality of the report. The person making the report shall in fact be protected from any punitive disciplinary action or retaliation by superiors, for reports or complaints made in good faith and on the basis of a reasonable belief.

#### **PENALTY SYSTEM**

The observance of the principles and rules of the Code of Ethics, their dissemination and operational application within the scope of the assigned responsibilities, are an integral part of the contractual obligations of each Addressee pursuant to and for the purposes of Article 2104 of the Civil Code.

Violation shall be subject to action by the Company within the terms of the law and may constitute a breach of the contractual obligations undertaken, with all legal consequences with regard to the termination of the contract or assignment conferred, and compensation for damages. It is understood that violations carried out by persons holding positions of representation, administration or management within the Company, shall entail the taking, by the competent corporate body, of the sanctioning measures deemed most appropriate in relation to the nature and gravity of the violation committed and the qualification of the person committing the violation, in accordance with applicable law.

Recipients must perceive compliance with the Code as an essential part of the quality of work performance and therefore act and behave in line with what is stated in the document.