

The Organisation, Management and Control Model

2023

CADICA GROUP Srl

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01 | FOREWORD

CADICAGROUP S.R.L. operates in the field of labelling and packaging for garment 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. maintains commercial supply relationships with the Group's subsidiaries.

The relationships are all governed by service agreements.

With the entry into force of Legislative Decree no. 231/2001 the administrative liability of entities¹ was introduced into our legal system in the event that certain offences were committed in the interest or to the advantage of those entities by persons in senior positions in their organisation or by persons subject to the direction and coordination of same. 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 under the Decree.

In order to benefit from the exemption from administrative liability under Legislative Decree no. 231/2001, and in accordance with the guiding 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:

- fostering a cooperative approach towards "stakeholders"² **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 that balances the legitimate interests of its stakeholders and the community in which it operates. The Code is therefore characterised by an ideal of cooperation and respect for all the interests of the parties involved;
- preventing unethical and illegal conduct 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;
- enhancing the company's good reputation and image, which are essential intangible assets that foster:
 - to the outside world, the investments of shareholders, the loyalty of customers, the attraction of the best human resources, the peace of mind of suppliers and the reliability of creditors;
 - in house, the implementation of harmonious and planned work organisation.

Consistent with the aims set out above, **CADICAGROUP**'s Code of Ethics represents the onset of the implementation of the "Organisational Model 231/01", which constitutes its organisational tool for implementation and control.

02 | RECIPIENTS OF THE CODE OF ETHICS

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

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

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

CADICAGROUP is committed to circulating the values, ethical principles and rules of conduct contained in this Code of Ethics to all recipients, through the use of appropriate cognitive, training and content awareness tools.

This Code of Ethics is available on the website (<https://www.cadica.com/it/>). Breach of the aforementioned rules will constitute a breach of the obligations arising from the employment or collaboration relationship, with all consequences of law or contract. This is also pursuant to and for the purposes of Art. 2104 et seq. of the Italian Civil Code.

Similarly, compliance with the principles and rules set out 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 parties are provided with a clause on compliance with the contents of the Code of Ethics, the breach of which ipso jure determines the termination of the contract entered into.

The principles of the Code of Ethics must underpin any decision or action relating to the management of the company, taken by the Board of Directors and the Corporate Bodies of **CADICAGROUP**; 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 a top position:

- sets an example to their employees by their own behaviour;
- promotes compliance with the rules of the Code by the "Recipients";
- works to ensure that the "Recipients" understand that compliance with the rules of the Code is an essential part of the quality of their work and their activities;
- takes immediate corrective measures when required by the situation;
- endeavours to prevent, within the limits of their competences and powers, possible conduct that does not comply with applicable law, this Code or internal rules.

03 | GENERAL ETHICAL PRINCIPLES

CADICAGROUP considers its image and reputation as **fundamental values** that must be protected and developed, also through the full circulation, sharing and observance of the ethical and behavioural principles contained in this code. **CADICAGROUP** bases its activities on the ethical principles set out below, which it requires all those involved in its tasks to observe.

HONESTY, LEGALITY, LOYALTY AND FAIRNESS

Honesty is the fundamental principle for all **CADICAGROUP** 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

- act in compliance with current laws and regulations;
- act in a responsible, fair and honest manner to protect the interests of customers and the community;

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- establish fair and cooperative relations with all counterparts;
- not make misleading communications;
- not engage 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 obliged to provide complete, transparent, truthful, comprehensible and accurate information, so that, when establishing relations with the company, stakeholders and anyone else who comes into contact with the company, they are able to make autonomous decisions, aware of the interests involved, the possible alternatives, and the 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's organisation and reputation are determined to a significant extent by the conduct of each recipient, who is therefore obliged to contribute with their own conduct to the safeguarding of these values; mutual cooperation between the subjects involved, in whatever capacity, in the same project or process is 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 singular characteristics of its 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 achievements, professional potential, and skills expressed by people are considered essential criteria for judgement.

CADICAGROUP respects people's fundamental rights: discriminatory behaviour in

reference to political opinion, religion, race, nationality, age, gender, sexual orientation, health status is not accepted.

PROTECTION OF INTELLECTUAL AND INDUSTRIAL PROPERTY

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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 to be of primary importance, in consideration of 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 taking into account environmental criteria and principles aimed at controlling the consumption of natural resources and minimising negative impacts on the environment.

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

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

In this regard, the consumption of alcoholic beverages, drugs or similar substances (e.g. inhalants and all other forms of substance abuse) is prohibited during work.

It is also recommended that employees avoid taking any such substances even immediately before working hours, as the effects may persist during the subsequent work performance.

The Company is aware that the abuse of alcohol, drugs and other similar substances by employees can adversely affect the efficiency of their work performance and can have serious harmful consequences for themselves and the safety of colleagues.

Persons who believe they are addicted to the above-mentioned substances are urged to seek medical advice and appropriate treatment without delay and before their condition can adversely affect their ability to work and endanger their own safety, the safety of colleagues or third parties, as well as the safety of plant, machinery and the working environment.

The Human Resources Department, through the Competent Doctor, is at the disposal of any interested party who, on a voluntary and strictly confidential basis, wishes to consult it for any information and cooperation.

CONFLICT OF INTEREST

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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 any personal interest from prevailing over that of the company by influencing choices.

FISCAL RISK MANAGEMENT

CADICAGROUP is committed to proper management of the taxation and tax obligations in order to contribute to the creation and maximisation of value for all its stakeholders.

In the performance of all activities, **CADICAGROUP** promotes and implements a tax management aimed at minimising the risk of operating in breach of tax regulations or contrary to the principles and/or aims of tax systems, also in order to prevent disputes in tax matters, maintaining an attitude of transparency and dialogue with the tax authorities of the countries in which it operates.

COMBATING SMUGGLING

CADICAGROUP strongly condemns all forms of smuggling and prohibits conducting business with persons who do not comply with customs law provisions.

CADICAGROUP therefore requires all suppliers and collaborators to strictly apply customs regulations in import and export activities.

Relations with the Customs and Excise Agency are characterised by the principles of maximum cooperation and transparency.

04 | RULES OF CONDUCT

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

With this in mind, the Company has laid down specific behavioural standards with reference to

- rules of conduct towards stakeholders;
- rules of conduct towards collaborators 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.

RELATIONS WITH CUSTOMERS

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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 it 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 strict 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 shall refrain from any conduct aimed at putting into circulation products that infringe 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 customer;
- faithfully and diligently fulfil the obligations agreed in commercial negotiations and contractual constraints;
- provide, with efficiency and courtesy, high-quality services that meet or exceed reasonable expectations and customer needs;
- provide complete, accurate and comprehensive information in a clear and simple manner, so that the customer can make informed decisions;
- not treat its customers arbitrarily and unequally, differentiating them on the basis of the economic importance or size of the order;
- adhere to the truth in advertising or other communications;
- not discriminate against customers on the basis of religious, political or ethnic beliefs or sexual preferences;
- behave in a helpful, respectful and courteous manner, with a view to a collaborative and highly professional relationship;
- not accept gifts, presents, money or any other benefits from the customer, such as to be interpreted as being aimed at obtaining favours; in particular, no gifts and/or donations that may even give the appearance of a limitation of the client's independence and impartiality are to be accepted, 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;
- avoid any situation of conflict of interest.

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

- maintain relations with persons involved in unlawful activities, criminal organisations, in particular related to arms and drug trafficking, money laundering, smuggling and terrorism and, in any case, with persons lacking the necessary requirements of seriousness and commercial reliability;
- maintain 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;
- request and/or accept, directly or indirectly, forms of gifts (money, gifts, benefits of

favours) that may be interpreted as exceeding the normal manifestations of courtesy permitted in commercial practice, or in any event 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 to exert pressure of any kind on third parties or to influence, for improper purposes, the performance of assigned activities. The abuse of one's professional position is an offence for which not only the person committing the offence is liable, 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 the 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 mutual commitments explicit through comprehensive contracts;
- verify that suppliers, distributors and business partners enjoy a respectable reputation and possess characteristics of capability, professionalism, honesty and moral integrity;
- ensure that third parties are only engaged in lawful activities and are inspired by ethical principles that do not conflict with those of the Company;
- guarantee maximum transparency of agreements, avoiding the signing of secret pacts or agreements contrary to the law;
- not take unfair advantage of contractual dependencies in which they may find themselves suppliers, distributors and business partners due to their inadequate information on the Company's activities, especially with reference to long-term relationships or to performance in advance of payments and investments by the supplier;
- not accept gifts, presents, money or any other utility, such as to be interpreted as given with the aim of 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 induction of stress are not tolerated, and co-workers and employees are protected against any possible mobbing.

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 development of human resources, condemning all forms of discrimination based on ethnic, cultural, religious origin, age, disability, race, gender or sexual orientation and incitement to racism, xenophobia or Holocaust denial 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 breach of generally applied labour standards or national regulations.

The employment of spouses, relatives or companions of the employee is permitted at **CADICAGROUP**; however, the employee is obliged to inform the Head of Department 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 with whom they work, in order to protect the company's image and contribute to its enhancement;
- base their actions on respect for the individual, the good name of the company and its operating context;
- 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);
- behave with respect for the rights and personality of colleagues, co-workers and third parties, regardless of their corporate role and operational circumstances;
- not use the name, trademarks, creations and intellectual achievements owned by the Company, for personal aims;
- 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;
- conduct business trips for purely business purposes;
- not consider rewards or incentives of any kind; travel expenses must be expressly authorised and always accompany the expense report;
- request the approval of the head of department 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 department for the acceptance and sending of promotional material and free samples;
- request the authorisation of the head of department for participation in training and demonstrations, which have to be weighed against the topics covered, time expenditure and travel expenses;
- if an employee receives free products, tickets for shows (sporting events, concerts, etc.), travel or other forms of reward from actual or potential suppliers as a reward or motivational leverage is required to immediately notify their Department 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

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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 department, 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 committing of offences.

Each employee is responsible for the safekeeping of the resources entrusted to them, maintaining the security of same, avoiding fraudulent or improper use that may cause damage or reduction of efficiency, or in any case, which is 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 purposes and, in particular, prohibits its use to come into possession of, or distribute, illegal material or material that exposes the Company to the risk of administrative liability.

COMPLIANCE WITH THE RULES CONTAINED IN THE CODE OF ETHICS

The Company shall ensure that the Code of Ethics is circulated as widely as possible among employees. It requires its employees to know and comply with the provisions of the Code of Ethics and, according to individual possibilities, to promote awareness of it among newly recruited employees as well as third parties affected by its application with whom they come into contact by reason of their office.

In particular, employees are obliged to:

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

RULES OF CONDUCT TOWARDS THE SOCIAL AND PROFESSIONAL COMMUNITY

RELATIONS WITH 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 or 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 prohibits its employees, agents and, more generally, all those who work in its interest, in its name or on its behalf from accepting, promising or offering, even indirectly, money, gifts, goods, services or favours that are not due with regard 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 individuals, 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 department 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 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 promote 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 obtain funds unduly, or to promise/donate to a Public Official, for them or a third party, any undue remuneration in money or other benefits 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 shall be 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 particular 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, and refrains from any pressure to public representatives (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 generate negative consequences, including material ones, as well as harming the company image. For these reasons, they may entail consequences in accordance with current legislation.

CADICAGROUP employees are required to strictly adhere to 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 Departments; 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 in accordance with principles of transparency, fairness and responsibility to ensure the protection and preservation of the image and reputation of the Company and its employees.

05 | CODE IMPLEMENTATION RULES

An internal body, called the Supervisory Board (acronym SB), has been set up and entrusted with the task of continuously monitoring the effective functioning of and compliance with the Model, as well as of ensuring that it is updated. The Body constantly monitors the effective implementation of the Model, and to that end:

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

REPORTS OF VIOLATIONS OF LEGALITY AND THE CODE OF ETHICS

It is the duty of each employee, manager, executive with management and control tasks, 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 notification (so-called Policy Whistleblowing according to L. 179 of 30 November 2017) to the line manager, management or directly to the Supervisory Board with regard to any irregularity classifiable as a **"significant irregularity"** and thus of offences, violations of civil law (including negligence, fraudulent conduct of a contract, violation of an administrative law), breach of protocols, judicial risks, safety, health or environmental hazards and/or the cover-up of any of these.

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

- physical mail, by sending an envelope marked "private and confidential", addressed directly to the Supervisory Board 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 SB: e-mail to the address: odv.cadicagroup@cadica.com;
- dedicated internet channel: <https://report.whistleb.com/it/cadica>.

According to the 'Whistleblowing Policy', integrated according to 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 against retaliatory or discriminatory conduct at every stage, in addition to the confidentiality of the report. The person making the report shall be protected against any punitive disciplinary action or retaliation by superiors for reports or complaints made in good faith and on the basis of reasonable belief.

PENALTY SYSTEM

Compliance with the principles and rules of the Code of Ethics, their circulation 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 art. 2104 of the Italian Civil Code.

Any breach shall be subject to action by the Company within the terms of the law and may constitute a breach of contractual obligations undertaken, with all legal consequences with regard to termination of the contract or assignment conferred, and compensation for damages.

It is understood that any breaches by persons holding positions of representation, administration or management within the Company shall entail the adoption, by the competent corporate body, of the sanctioning measures deemed most appropriate in relation to the nature and seriousness of the breach committed and the qualification of the person committing the breach, in accordance with the applicable legislation.

The 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 that stated in the document.

Carpi, April 10th, 2023

MASSIMO STEFANELLO

Company Name _____

Date _____

Stamp and Signature _____

Name of Legal Representative _____