



2023/10/04

Code of Ethics

Rev. 00

Public ▾



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1. Nature and Purpose

This Code of Ethics was approved by the Board of Directors of Avvale S.p.A. by resolution of October 4, 2023. Regarding the nature and purposes of the Code that pursues such a document it is necessary to acknowledge that it:

- Performs the function of previously identifying and regulating the conduct which the Avvale People, as well as any third party with whom the said society – directly or indirectly, permanently or temporarily – establishes a relationship for the conduct of its business (in synthesis, the so-called beneficiaries), are required to observe;
- Has the following purposes: (a) ensuring that economic activity has to be conducted in accordance with the law - (b) spreading the rule of law, within the company, including through the holding of information courses and/or training - (c) ensuring that the implementation of all company activities take place in the name of transparency, fairness, integrity, professionalism and rigor;
- Is an essential element of the Organization, Management and Control of the Company, that Avvale S.p.A. has adopted in compliance with and implementation of the rules in the Legislative Decree. n. 231/2001.

For the purpose of achieving the above-described purposes, Avvale assumes, consciously, the commitment that:

- The content of this Code receives the highest and most appropriate disclosure in the enterprise;
- Any changes and updates to be made to the same Code are promptly and effectively disseminated;
- Employees, who report any conduct contrary to the Code of Ethics are not subjected to any retaliation and/or discrimination;
- In the event of a confirmed violation of the provisions of the Code of Ethics, sanctions are assumed appropriately and reasonably in accordance with the nature and severity of the violation itself.



Compliance with the provisions of the Code of Ethics is a requirement that every director and employee of Avvale is obliged to fulfill. Violation of these provisions may constitute breach of contract or disciplinary offense so as to determine, if appropriate, dismissal and damages.

The Supervisory Board is the guarantor of the implementation of this Code of Ethics.

2. Standards of Conduct

The conduct to be established and adopted within Avvale must be guided by the following principles and ethical values:

- *Honesty and loyalty*: principles on the basis of which Avvale is called to establish with each of the recipients of this Code, a relationship of trust and loyalty;
- *Honesty and fairness*: all the relations that Avvale goes to establish with third parties on account of the conduct of its business, can take place without incurring the potential misconduct and, in general, absolutely despicable practices such as, corruption, illegal favors, collusion;
- *Impartiality and Conflict of Interest*: the decisions made on behalf of Avvale are taken in order to pursue the sole interest of that company so as to avoid the occurrence of conflicts of interests, as such, to interfere or affect the ability to take decisions in the interest of Avvale (To illustrate this, consider the case, the economic interests of the employee or of his family in the activities of suppliers, customers or competitors of Avvale or use for personal gain, the position within the company also acquired the sole purpose to receive gifts or other personal favors also non-cash or even the information acquired by virtue of that position).

2.1. Confidentiality and personal data

Avvale protects confidential information of its clients, business partners, suppliers, employees and others from unauthorized use or disclosure, providing access to this information within its organization only on a “need-to-know” basis.



Avvale also complies with data privacy laws when collecting and processing personal data. Avvale processes personal data fairly and lawfully and, for this purpose, has adopted specific policies and procedures.

2.2. Transparency

All recipients of the Code of Ethics are informed in a clear, comprehensive and transparent way, about the status and trends of the rapport/relationship established by Avvale with each of them.

Transparency of accounts: each operation and economic and financial transaction is recorded and can, consequently, be proven by proper documentation and can be verified after posting.

2.3. Accounting Correctness and Preparation of Financial Statements

The principle in accordance with which it is necessary that the financial statements, reports and corporate communications are prepared in accordance with standards specified by the Civil Code and accounting principles so as to represent clearly and faithfully the assets and financial position Avvale;

Moreover, the staff involved in the preparation of financial statements and reports/communications is required to provide comprehensive and clear information, ensuring the accuracy of data and its processing, report the existence of conflicts of interest, avoid interfering in the activity of the company's independent auditors or to influence the content and/or outcome of the same, cooperate actively and diligently to the order and complies performing the audit and control.

2.4. Communications and Corporate Information

On account of withholding information it is important to recognize, within the company, social communication and external relations in order to establish fair and stable relations, as well as to promote and spread its image as part of the target market, Avvale feels strongly that the need of such assets have to be realized with clarity, efficiency, accuracy and consistency in order to make the necessary prior coordination between the Offices/Areas involved in the communication itself.



2.5. Protection of corporate assets

Avvale People are personally responsible for the conservation and protection of goods and/or resources of which have been equipped for the performance of their duties, as well as the appropriate use of such goods and/or resources.

In order to properly utilize the IT tools and applications, the Employee shall adhere to all the necessary measures to maintain their functionality, adopt a fair usage and avoid an improper usage of all the resources, following the instructions provided by the Company's training and internal guidelines.

3. Human Resources

Avvale is aware that human resources are an essential and indispensable asset for the consistent conduct of its business and, therefore, for the achievement of the social aim. In this sense, therefore, it is of prime importance that:

- Relations between Avvale People are based on the principles of peaceful coexistence and well realized in the mutual respect for the rights and freedoms of everyone;
- Every Avvale People becomes diligent in creating a work environment characterized by a serenity and correctness;
- Relations between the Head of Office/Area and the members of the office/area are held in the name of mutual respect and loyalty, characteristics for the achievement of which each Director is called upon to perform their duties with objectivity and balance, with this also caring for the welfare and professional development of their subordinates.

3.1. Rules and Duties for Employees

Avvale pays constant attention to the fact that the Code of Ethics is an integral and essential part of the employment contract (much to be handed over when hiring in order to allow the knowledge and require strict compliance in the continuation of their relationship).

Avvale trusts that this Code of Ethics is a useful instrument and immediately intelligible to allow the clear and precise identification of the behaviors to be observed so that there is no occurrence of any of the



criminal offenses considered by the Organizational Model of Avvale S.p.A. foreseen by Decree. n. 231/2001.

3.2. Employees in Position of Responsibility

The employee who plays a role of responsibility must be outstanding for modes of conduct that are the expression of the provisions of the Code of Ethics and is also required to raise awareness among their subordinates that achieving any goal requires the observance of the principles in the conformity established by the Code of Ethics.

3.3. Human Rights & Equality

Avvale's approach to upholding human rights is rooted in the UN Guiding Principles for Business and Human rights, which serve as the international norm for conducting business and respecting human rights.

Avvale does not engage in or support the use of forced or compulsory labor, nor does it coerce or threaten any individual to obtain the provision of a service or labor; Avvale does not withhold identity documents, residence permits, or other similar original documents.

Employees have the right to leave the workplace at the end of the workday within the hours defined by company policy in accordance with the law and can terminate their employment in accordance with legal protections regarding labor rights.

Avvale does not engage in or support child labor.

Avvale does not hire workers under the age of 15 or under the age stipulated by law if a higher age limit is applicable. The employment of workers under 18 must not interfere with their compulsory education and must not potentially harm their health and safety.

3.4. Harassment and Discrimination

Avvale recognizes the importance of creating an environment of creativity, diversity, and inclusion, and does not engage in any form of discrimination or harassment of any individual with whom the Company conducts any kind of relations, this includes all interactions in which Avvale is represented, such as interactions with employees, customers, suppliers, and candidates for employment.

Avvale is committed to providing a working environment that is both diverse and inclusive, and adheres to legal hiring regulations. Avvale does not tolerate any form of discrimination and, to this end, is dedicated to



recruiting, supporting and promoting individuals who are better qualified, regardless of their age, lifestyle, country of origin, language, cultural background, race, gender or any other characteristic.

3.5. Promoting Diversity and Meritocracy

Avvale is committed to providing equal opportunities conditions, among all the individuals, both in the recruitment process and for the progress of the same professional.

In order to foster and maintain an equitable workplace, it is essential that each Avvale People individual:

- is evaluated solely on the basis of their knowledge, abilities and competencies;
- has the same opportunities and privileges to reach their full professional potential; and
- is acknowledged and rewarded on the basis of merit, regardless of any external factors.

It is Avvale's responsibility to uphold the concept of meritocracy, and to ensure a fair, equal and inclusive workplace. At the same time, Avvale considers diversity as a generator of value that allows to gain a competitive edge, by recruiting and retaining talented people from a variety of backgrounds, experiences and skills.

3.6. Health, and Safety

Health and safety in the workplace are a fundamental value for Avvale, which is constantly committed to maintaining the highest level of physical, mental and social well-being of Avvale People and preventing risks related to the occupational environment, under this scope.

Avvale implements health and safety management principles and applies related procedures, in compliance with all the national and international laws and regulations, and ensures that all Avvale people as well as external parties that interact with Avvale, follow them.

4. Environment

As part of its DNA, Avvale offers new technologies to bend the traditional linear, consumption-based economic model into a circular ecosystem in which products and materials circulate at their maximum value.



Environmental issues are an important aspect for Avvale, which is committed to adopting business techniques, internally and along the entire value chain, that aim to reduce the overall impact on the environment, aligning with the goals set forth by the Paris Agreement on climate change. Avvale promotes environmental sustainability best practices among its people and stimulates their awareness of acting responsibly, ensuring that they embrace the Company's principles and put them into practice day by day.

5. Relations with third parties

Avvale is aimed at ensuring that all the third parties with which it conducts business, comply with the main principle of the Company and regulations applicable in the markets where it is present, for all the initiatives that are arranged (or received) against (or from) the so called third parties.

5.1. Customers

Relationships with customers shall be characterized by the highest level of moral and ethical principles and values. In this sense It is expressly forbidden to each recipient of the Code to promise to give benefits of any kind or to make cash payments or gifts in violation of corporate policies.

5.2. Relations with Suppliers and Contractors

The selection and management of relations with suppliers and external collaborators must be based on internal procedures and accomplish with the criteria and requirements of suitability and efficiency.

The identification of suppliers and custody of the execution of works or contracted services or subcontractors are substantiated in operations to be carried out under conditions of objectivity, transparency and verifiability in order to select suppliers and/or contractors and/or subcontractors who are distinguished for their professionalism, reliability, and quality in delivery. Must be expressly forbidden for each supplier and/or contractor and/or sub-contractor (a) to offer or give money - directly or indirectly - (b) to offer gifts or payments, (c) to exercise undue pressure, (d) to promise goods, services and/or benefits in favor of directors, officers and/or employees of the Public Administration or in favor of their relatives or partners in order to induce such public officials to perform an act of office or to omit or delay or perform any act contrary to the duties of the office or to the advantage of Avvale.



5.3. Relations with Independent Auditors and Statutory Auditors

The relations with the independent audit and the audit board should be based on maximum collaboration, transparency and fairness in order to prevent any corporate crime.

5.4. Relations with the Public Administration

It is expressly forbidden to each recipient of the Code (a) to offer or give money – directly or indirectly – and (b) to offer gifts or payments, (c) to exercise illicit pressure, (d) to promise goods, services and/or benefits in favor of directors, officers and/or employees of the Public Administration or in favor of their relatives or partners in order to induce such public officials to perform an act of office or to omit or delay or make a act contrary to the duties of the office or to the advantage of Avvale.

5.5. Relations with the Judicial Authorities

It is strongly prohibited to (a) exercise any pressure or coercion on the person called to testify forward the judicial authorities in order to induce that person to not make any representation or to make false statements and false information, and (b) pay any form of aid or abetting a person who has come into being subject to criminal conduct or in favor of who you are subtracting the investigations/research by the Judicial. It is also expressly forbidden to offer or give money – directly or indirectly – to offer gifts or payments, to exert illicit pressure, promise goods, services and/or benefits in favor of Magistrates, Clerks and/or Judicial Officer or in favor of any other person employed by the Judicial Administration also Public Security in order to induce such members to perform an act of office or to omit or delay or perform any act contrary to the duties of the office or to the advantage of Avvale.

For further operating indications relating to instances that may involve any Avvale People on granting or receiving gift, donations, sponsorships and corporate events, see the specific Avvale's Policy.



6. Internal Controls

We define the set of internal controls procedures and instruments through which direct, coordinate, manage and monitor the activities of each office / Area of Avvale in order to ensure compliance with the law, protect the company's assets, and keep accurate and complete records. In compliance with this requirement shall be considered mandatory prerogatives:

- **Adequate and consistent division of responsibility** so that the implementation of a process includes the participation and support of most business functions;
- **The clear definition and precise roles and responsibilities;**
- **Consistency of the prosecution;**
- **Adequate and efficient registration of all actions and operations** relating to the exercise of social order so allow, even ex post verification of each phase;
- **The allocation, for each operation, of adequate supporting documentation** in order to proceed to make controls confirm the nature of the operation and the reasons thereof, and the purpose of being able to identify individuals who have registered and verified that operation;
- **The traceability of financial flows** in order to have the ability to trace ex post the decision path and training at the base of the flow itself;
- **The timely and appropriate allocation of payments** so as to allow also the identification of the documentary evidence and the routines of payment;
- **Accurate conservation**, organized and complete with all the internal documentation;
- **The preparation of specific information flows** between departments/offices involved in each activity.

7. Anti Corruption Commitment

Avvale is fully committed to prevent and detect any behavior or action that could represent or lead to a corruption activity.



This Code of Ethics aims to prohibit and prevent any corrupt behavior, in this sense it is an integral part of the Anti-Corruption Policy.

The Anti-Corruption Policy is defined with the aim to support the Company's commitment to maintaining the highest standards of professional and ethical conduct.

For further information refer to the Anti-Corruption Policy:

<https://www.avvale.com/ethics-and-transparency>

8. Whistleblowing

Individuals, both within and outside of the company, who suspects or becomes aware of any action related to bribery, unlawful conduct or, in any case, conduct aimed at circumventing the provisions of the Model, the Code of Ethics and the Company's internal procedures, are required to submit an information note to be outlined in accordance with the Whistleblowing Policy.

For further information refer to the Whistleblowing Policy:

<https://www.avvale.com/ethics-and-transparency>

9. Consequences of Misconduct

Compliance with the provisions of the Code of Ethics is a requirement that every director and employee of Avvale is obliged to fulfill. Violation of these provisions may constitute breach of contract or disciplinary offense so as to determine, if appropriate, dismissal and damages.

Any Third-Party Representatives who violate the Code of Ethics may face termination of contracts and business relations with Avvale.

