manufacturing technologies

CODE OF CONDUCT

September, 2022

CODE OF CONDUCT - VIGEL

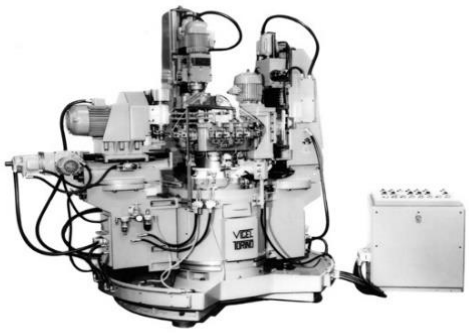
Dear Colleagues

the trust that all our customers, suppliers and partners continue to have in our company and in our products is undoubtedly the most valuable asset we have. In order to maintain over the time this value - which we have managed to create and grow over the past 75 years - all of us are required to maintain an ethically correct behavior within our company, because all of us - both individually and collectively - are the first promoters of our company's reputation and its ability to operate in its sector. This implies as first the knowledge and respect of a few simple internal rules - as well as the national and international regulations and laws.

As you know, our Group is very diverse and currently has approximately 250 employees, 2 production plants (+1 under construction in China) and customers all over the world. Regardless of cultural diversity, our functions and responsibilities as well as the way in which we perform our work and make related decisions is determined by a common set of values. And this kind of stable value system is a fundamental prerequisite for the success over time, especially in view of the changes that we are experiencing in our industry sector. As member of the Board of Directors of the Vigel Group we are convinced that the Code of Conduct we have prepared here is an important element in sustaining and enhancing the success of our Group: a few simple rules - illustrated below - represent an indispensable and indispensable tool for our company. This responsibility includes, first and foremost, the respect for the rules that govern the life in the company.

If we realize that something is wrong, if we make or find mistakes or if we only have the doubt about the behavior of one of our colleagues, we must discuss it and we've to react appropriately, even when it is an uncomfortable situation. If necessary, we must consult with a competent person and ask for help.

We therefore ask you to read this document carefully and invite you all to work together so that in the future the Vigel Group will stand not only for excellent products and services, but also and above all for integrity and fairness.



<u>Board of Directors - Vigel Spa</u>

Mrs. Ettorina Geninat

Dott. Fabrizio Pesce

Dott.ssa Francesca Pesce

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⇨ The Code of Conduct: Purposes

Integrity is an essential element of our business activity. Our Code of Conduct illustrates here below this vision not only to all our employees but also to all of our business partners and to all the other stakeholders in the production and business chain. It reflects the fundamental values that conduct in all circumstances: it should serve as a guideline in our everyday work through simple internal rules. In addition, we have to be of course complied with national and international regulations as well, which includes refraining from participating in activities which involve fraud, embezzlement, extortion, theft or any other intentional damage to the assets of customers or third parties.

Failure to comply with the Code of Conduct can cause considerable damage, not only to our company but also to all of us as employees: for this reason, the Code of Conduct is binding on all of us, regardless of our function at the company: employees, managers or members of the Board of Directors. Furthermore, this document is addressed to all those persons who work in the interest of our company - both inside and outside the company - without any preclusion or exception of any kind, such as members of corporate function, employees and managers, collaborators under any legal relationship with the Company, as well as suppliers and all those who deal with the Company and/or in some way represent it in relation to third parties, such as partners, suppliers or consultants.

If you witness conduct that could prove to be a violation of this Code of Conduct, it is your responsibility to report them to support the highest standards of integrity and ethics, without any fear or awe: in fact, reporting such type of disputes is totally safe because the Company will always protect you from any kind of retaliation if you make a report in a complete good faith.

Those who violate the Code of Conduct will face consequences that will be commensurate with the severity infringement and may result in disciplinary action, civil claims for damages and even civil penalties. To avoid going that far, it will be the responsibility of each of us to carefully read the contents of the Code of Conduct, apply them to our own behavior and take them into account when making decisions. When in doubt, always remember that we are not alone and that there are people and/or figures within the company who can help us, always.

We therefore expect all of us to understand and adhere to the principles and requirements contained in this document, in any situation that may involve the Company during its business activity.

CODE OF CONDUCT - VIGEL

⇨ The Code of Conduct: Areas of applicability

- Freely chosen work and modern slavery
- Human rights and children labor
- Equal opportunities and equal treatment
- Wages, salary and benefits
- Working hours
- Occupational safety and health protection
- Workers' representation / Freedom association
- Protection of assets

- Environmental protection / performance
- Product conformity and safety

- Representation of political interests
- Donations, sponsorship and charity
- Marketing and communication

- Conflict of interest
- Gifts, hospitality and invitations
- Free and fair competition
- Prohibition of corruption
- Purchasing
- Counterfeit components and parts
- Relationship with officials/elected office holders
- Prohibition of money laundering
- Financial accounting and reporting
- Export control, including taxes and duties

- Privacy
- Insider Trading
- Security and protection of information, knowledge and intellectual property
- Information security

CODE OF CONDUCT - VIGEL

Freely chosen work and modern slavery

Forced, bonded (including debt bondage), involuntary, slavery or trafficking of persons shall not be used. This includes recruiting, transferring or receiving persons by means of threat, force, coercion for labor or services. All work must be voluntary and workers shall be free to leave work at any time or terminate their employment. Workers shall not be required to pay employers' or agents' recruitment fees or other related fees for their employment.

- Human rights and children labor

Our company observes, promotes and protects throughout the world the legal regulations in force concerning protection of the rights of adults and children as universal guidelines. We reject any kind of exploitation of child, forced and/or compulsory labor as well as any form of modern slavery. The term "child" refers to any person under the age for completing compulsory education or under the minimum age for employment in the country, whichever is greatest. The use of legitimate workplace learning programs, which comply with all laws and regulations, is supported. This applies not only within our own company, but also, of course, in relation to the conduct in dealings with business partners and throughout all our supply chain.

- Equal opportunities and equal treatment

Our company offers to everyone the same opportunities. Every worker within Vigel should be committed to a workforce free of harassment and unlawful discrimination. No one will be never discriminated because we do not tolerate any kind of discrimination on the basis of ethnicity or nationality, gender, religion, age, disability, sexual orientation, skin color or other aspects protected by law. We experience diversity, actively strive for inclusion and create an environment that promotes everyone's individuality in the interest of the company. For the selection, recruitment and promotion of our employees is fundamentally based on their qualifications, individual skills and abilities/competences.

- Wages, salary and benefits

Wages and benefits compensation paid to workers shall comply with all applicable wage laws, including those relating to minimum wages, overtime hours and legally mandated benefits and according with each competence, skills, experience and role within the organization. In compliance with local laws, workers shall be compensated for overtime at pay rates greater than regular hourly rates. For each pay period, workers shall be provided with a timely and understandable wage statement that includes sufficient information to verify accurate compensation for work performed. All use of temporary, dispatch and outsourced labor will be within the limits of the local law.

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- Working hours

Working hours – including overtime - are not to exceed the maximum set by local law in all the countries in which we are involve in our operations. In any case, Vigel observe local labor law in terms of days of rest with the respect as priority to the health and the safety of each employee.

- Occupational safety and health protection

We promote and encourage a culture of accident prevention, health protection and full responsibility for possible risks in the workplace. We require our workforce to strictly observe safety regulations and exercise constant vigilance to identify potential risks. We also ask our business partners to observe the same rules when they are in our facilities. Vigel has always strived to provide its workforce with programs designed to promote and support individual safety, well-being and a healthy lifestyle.

- Workers' representation / Freedom of association

We recognise the fundamental right of all workers to form representations and we are committed to work with trust and transparency with workers, to have a constructive and collaborative dialogue seeking to achieve a fair balance of interests. To have professional relations with the representatives without applying preferences or penalties is an integral part of our corporate culture. Workers shall be able to openly communicate and share ideas and concerns with management regarding working conditions and management practices without fear of discrimination, reprisal, intimidation or harassment. The future of Vigel and its employees depends on the spirit of collaborative conflict resolution with the objective of economic and technological competitiveness. The profitability and safeguarding employment are common goals of equal importance.

- Protection of asset

Members of the workforce – at all the level of our organization - are responsible for the protection and proper use of the Company's assets and must endeavour to safeguard them from damage, theft or unauthorised use. This principle applies to all types of assets - tangible, intangible and financial - and the intellectual property rights represented by patents trademarks, copyrights and trade secrets.

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- Environmental protection / performance

Vigel is committed to a proactive environmental protection policy and it's focused to this principle within the framework of its activities. As a business operator, we are responsible for the environmental protection and sustainability of our products, locations and services continuously monitoring for any new environmental risks, identifies them and takes the necessary measures to prevent them or reduce their effects. We increasingly seek to use environmentally friendly, innovative and efficient technologies, implementing them throughout the entire life cycle of our products. Starting from the development and production phases, we always try to adopt a constant behavioural policy that leads to the reduction of environmental impact in a compliance with environmental regulations (national, European and international levels) and as member of industry associations engaged in environmental protection and preservation (e.g., Confindustria, UCIMU, AMMA). As evidence of Vigel's commitment to environmental sustainability, since December 2021 Vigel is certificated UNI-ISO 14001; in addition, during year 2022 some programs have been implemented in the light to environment protection as the installation of photovoltaic panels, the provision of dedicated areas for electric vehicles recharging and the switch to a new heating solutions that cut down CO2 emissions through the use of alternative and renewable sources (e.g., wood chips) with relevant energy savings.

- Product conformity and safety

This is not only a legal obligation, but also our aim to be complied with legal regulations or authorities' guidelines as well as internal standards applicable to our manufacturer. All our products are developed in compliance with legal requirements. This is monitored constantly and systematically in the day-to-day business. We ensure that, in the event of any discrepancies, we can take appropriate measures can be taken in good and reasonable time.

- Representation of political interests

Neutrality in dealing with political parties and interest groups is an indispensable principle for us. Not unlawful influence on politics and legislation is not permitted. No funds or corporate assets may be used to financially support political parties or candidates in political elections. The members of our workforce are free to conduct party political activities in a personal way and outside working hours. On such occasions, however, they may not represent the Company or give the impression of act on behalf of the Company.

- Donations, sponsorships and charities

Vigel is aware that it plays a fundamental role in supporting the communities in which it operates. We make donations in cash and/or in other way to support charitable purposes and ecclesiastical institutions. The donations and sponsorships are only permitted following a transparent authorization procedure.

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- Marketing and communications

To gain the trust of customers, lenders and any other actively involved Party, we ensure that communication is clear and consistent. To ensure accurate and effective information, only spokesmen appointed and members of Board of Directors are authorised to speak on behalf of the company. We expect that all the workforce respect policies regarding confidential information and the use of social media.

- Conflicts of interest

We respect and prioritise all personal interests and the private lives of our employees and colleagues. However, consider it important to avoid any possible conflict between private/personal and professional interests. In this sense, every decision that is made is based exclusively on objective criteria and we do not let ourselves be influenced by personal relationships or interests of any kind/purpose.

- Gifts, hospitality and invitations

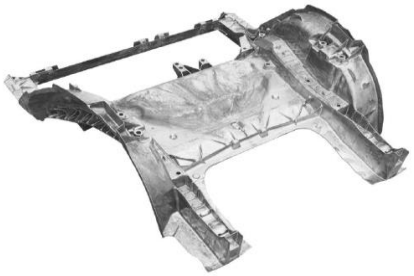
All members of the workforce must ensure that any gifts or invitations offered are appropriate and reasonable, so as not to inappropriately influence the judgement or conduct of any outside and external party. Transparency is an important and fundamental rule to ensure the integrity of our work and reputation.

- Free and fair competition

Our activities are conducted exclusively on the basis of the principle of a *free-market economy* as well as in accordance with fair competition. We do not enter into anti-competitive agreements with competitors, suppliers or customers. If our company is in a dominant position in the market, we do not abuse that an advantage. In relations with our authorized sales partners, we comply with the antitrust framework conditions specific.

- Prohibition of corruption

The quality of our products and services is the key driver to our success. We do not tolerate corruption. We offer benefits to business partners, customers or other external parties only within the limits of the framework conditions permitted by law and existing guidelines, and always and only after careful evaluation.



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- Purchasing

We carefully select suppliers of goods and services based on objective criteria. When we're in process to purchase products or services we involve the relevant purchasing departments according to the principles applicable to the case in question. The choice of suppliers is not only based on the quality and competitiveness of products but also on their adherence to social, ethical and environmental principles maintaining the highest quality standards and caring for the communities in which we operate.

Counterfeit Components and Parts

Counterfeit components and parts may appear the same but they fail to meet the expected performance due to inferior quality materials. As Vigel is committed to guarantee the best performance of our machineries, we use only parts and components that are able to respect our high-quality standards, ensured by extensive research and testing. On the other side, we recommend always to our customer to help us to eliminate from the market counterfeit products using Vigel name always in the light to limit breakdowns or accidents due to not-certificated components and parts.

- Relations with officials and office holders

Any contact with officials or elected office holders is strictly based on the law and the to avoid conflicts of interest and corruption. We do not make any payments to officials to expedite routine administrative procedures. Offering / promising / giving gifts is strictly forbidden, payments or anything else of value to public officials - directly or through intermediaries - with the purpose of inducing such officials to act in violation of their duties in order to secure an illegal benefit or advantage for the Company.

- Prohibition of money laundering

We carefully verify the identity of customers, business partners and other third parties with whom we intend to enter into a business relationship. Our stated aim is to enter into relationships only with serious partners whose activities comply with the law and whose means are of lawful origin. Incoming payments are immediately recorded and allocated to the services to which they relate. We ensure that all incoming and outgoing payment flows take place in a transparent manner.

- Financial accounting and reporting

Vigel Administration Office strictly adheres to the legal requirements for regular financial reporting and regular accounting procedures. Transparency and fairness are imperatives. To this end, we regularly inform our credit institutions and/or any person who reasonably requests about the current financial situation and business development. We make available regular annual reports, which are prepared in accordance with national and international reporting standards.

- Export control, including taxes and duties

There are specific legal guidelines restricting the export of certain categories of goods or technology to specific countries or individuals. We are aware of our social responsibility in this regard and to fulfil the related tax and customs burdens; we recognize the importance of complying with national and national and international legal requirements.

- Privacy

We safeguard the personal data of employees, former employees, customers, suppliers and other stakeholders. We collect / process / use and store personal data only in accordance with current legal laws.

- Insider trading

We handle relevant insider information and we do not tolerate insider trading or insider use. Information on transactions and projects relevant to these purposes must only be used internally and in accordance with applicable company rules and must never be disclosed to external parties - including family members - without prior authorization.

- Security and protection of information, knowledge and intellectual proper

We are aware of the importance of company know-how and protect it very scrupulously. Thus, just as we respect the intellectual property of competitors / business partners / other third parties in same way we must protect our non-publicly available assets, the disclosure of which would harm the company.

- Information security

We pay attention to security within information systems and electronic data processing and comply with applicable regulations to protect the confidentiality and integrity of data and in the management of access to our business systems.

⇨ The Code of Conduct: Help and contact

In case of need and assistance with the Code of Conduct, our first point of contact in case of doubts or questions is our direct superior. If necessary, we can also contact the workers' representatives (if any). The following people are also available for further enquiries Dr Francesca Pesce (e-mail: francesca.pesce@vigel.com) and Mr. Antonio Depperu (e-mail: antonio.depperu@vigel.com).

We remind you again that the fulfilment and respect of the rules contained in the Code of Conduct must be considered an essential part of the contractual duties and obligations of all Vigel employees. The violation of these simple rules may constitute a disciplinary offence or a breach by the employee of his contractual obligations and, in particular, of those set forth in the national collective labor agreement, with all contractual and legal consequences.

THANK YOU ALL FOR YOUR COOPERATION