



CARVICO

Anti-corruption procedure

June 2023



1 PURPOSE

The purpose of this Anti-Corruption Procedure is to define the rules of conduct of all those who work directly or indirectly with CARVICO, regardless of the legal form of the underlying agreement.

All collaborators of the Company must demonstrate moral integrity in the actions and conduct they undertake on behalf of the Company and, in particular, must:

- Observe the provisions of the Company's Code of Ethics;
- Exercise the utmost diligence and rigour in complying with the laws, both national and of the countries in which they conduct business, directly or through their representatives;
- Maintain a correct and transparent relationship with all bodies of the Public Administration and with all bodies of the Public Authorities, both Italian and foreign;
- Ensure that all persons obliged to comply with this procedure observe the laws and regulations in force, preventing crimes and offences of any kind from being committed.

2 SCOPE OF APPLICATION

The addressees of this procedure, who are obliged to comply with its provisions and requirements, are all those who, directly or indirectly, have relations with the Company, such as, by way of example but not limited thereto, shareholders, directors, statutory auditors and all persons carrying out activities in which they represent the Company regardless of their status.

Therefore, all employees and collaborators, even casual ones, are subject to the provisions of this procedure, as are consultants, suppliers and partners who have business relations with the Company.

3 RULES OF CONDUCT

Prevention of Conflicts of Interest

In the performance of any activity, circumstances that place persons involved in any situations of potential conflict of interest must be avoided, with particular reference to personal or family interests that could condition the independence and impartiality of decisions taken on behalf of the Company

Should circumstances arise that, even if only potentially, could give rise to a possible conflict of interest, the person involved must notify both his/her superior and the Ethics Committee promptly for the appropriate assessments required by the case to be carried out.

Relations with the Public Administration

Employees, collaborators and any person acting on behalf of CARVICO, shall regulate their behaviour based on the principle of loyalty, transparency and collaboration and shall never

inappropriately influence representatives of the Public Administration, Public Officials or persons in charge of a public service, with whom they come into contact.

CARVICO condemns any behaviour that may constitute an act of corruption and employees, collaborators or other persons acting on behalf of the Company in dealings with the Public Administration must report any attempt at extortion or bribery by a Public Official or person in charge of a public service to which they are subjected.

Specifically, CARVICO and the collaborators called upon to represent it vis-à-vis the Public Bodies shall, in no circumstance, promise or give money, goods or other advantages to representatives of the Public Administration so as to influence their impartiality and independence or aimed at facilitating or speeding up the obtaining of permits, licenses or various documents.

Furthermore, they may not provide documents or information that do not correspond to the truth or attest to the presence of undue or non-existent requirements.

All transactions, agreements, authorisations and any type of negotiation undertaken with a Public Administration body as counterparty must be documented in writing and signed by the persons having the appropriate powers of attorney in this regard and all acts, accounting transactions, payments must be documented clearly and truthfully.

The above rules are also applicable in the case of Public Authorities of foreign countries.

Relations with Customers

Commercial transactions carried out with customers must comply with the conditions laid down in the Company's commercial policies, and any exceptions must be approved in advance by the Top Management.

Under no circumstances may CARVICO's Representatives accept money or other benefits from customers made in order to obtain particularly advantageous prices or commercial conditions on the supply of goods.

Furthermore, no sums of money or other benefits may be paid to representatives of CARVICO customers for the purpose of concluding sales agreements with particularly advantageous conditions.

Relations with Suppliers

The selection of Suppliers by CARVICO is carried out on the basis of objective parameters of quality, convenience, capacity and efficiency such as to allow the establishment of lasting relationships of trust; not least, the characteristics that are considered are those relating to the reputation, honour and ethics of the Supplier according to the values described in the Code of Ethics to which reference should be made.

Therefore, Suppliers shall comply with national and international laws and regulations in relation to the performance of services for CARVICO and shall adhere to the most scrupulous standards of honesty, fairness and transparency by referring to the principles and recommendations prescribed by the Code of Ethics.

Under no circumstances shall the Suppliers, through improper influence or recognition of advantages or benefits of any kind, influence the decisions to be taken by a CARVICO Representative in the performance of his/her duties carried out in the interest of the Company.

Suppliers shall furthermore promptly report any circumstance that is, or may appear to be, in conflict in any way with the interests of CARVICO; this also includes situations in which the Supplier has knowledge that a CARVICO employee holds a financial or personal interest in the supplier company, or in its chain of control, either directly or indirectly.

The Supplier is obliged to report promptly to CARVICO, through the communication channels established for this purpose, the fact that a Company Representative has requested from the Supplier sums of money or other utilities in order to conclude business deals or agree on improper economic conditions.

The entering into and continuation of any economic relationship will be automatically terminated in the event of any actions or conduct of a corrupt nature; in such circumstances, legal action may be taken as required by the nature of the offence.

CARVICO will verify that each economic transaction is concluded at arm's length, that there is valid documentary support for the Supplier's selection process and that the service is adequately documented.

Any economic agreement presenting critical profiles in terms of cost-effectiveness, beyond the spending powers delegated to the various heads of functions, must be approved in advance by Top Management; otherwise, the economic responsibility for the decision shall remain in full with the Delegate who concluded it, without prejudice to the disciplinary measures and legal action that the Company reserves the right to take in such circumstances.

Representation and Entertainment Expenses, Hospitality, Gifts and Gratuities

This procedure is not intended to prohibit hospitality or the incurrance of certain expenses normally attributable to entertainment expenses (offers and receipts) in the usual and appropriate manner provided that such expenses are given or received in accordance with the travel and hospitality expense procedures and provided that the following requirements are met:

- Gifts or hospitality are not given with the intention of influencing third parties in order to obtain or continue business or commercial advantages or with reference to implicit or explicit favours or benefits;
- They comply with the law;
- They are incurred in the name of the Company and not the individual;
- They never consist of cash or cash equivalents (such as liquid certificates or vouchers);
- They are appropriate in the circumstances. For example, in connection with traditional festivities;
- They are carried out openly and not secretly.

Gifts and gratuities for promotional reasons, as part of a customer courtesy relationship and for amounts that are, in any case, small, are admissible in accordance with customary practice.

Duty to Report (*Whistleblowing*)

For the reporting of any violations, recipients of this document are invited to send communications to the following addresses:

By e-mail: info@comitatoetico.carvico.com

By post: Comitato Etico Carvico S.p.A.

Via Don Angelo Pedrinelli n. 96 – 24030 Carvico (BG)

ACCEPTANCE FORM

The Undersigned Firm/Company (*Company Name, Registered Office Address, Telephone References and E-mail Address*)

with reference to relations with CARVICO

declares that:

- has received and taken note of the contents of the Anti-Corruption Procedure;
- undertakes to communicate the contents of this Procedure to its employees, collaborators and interested parties;
- undertakes to respect and implement the contents and provisions contained therein on its own behalf and on behalf of its employees, collaborators, partners and directors;
- will undertake, in the event of non-compliance, to implement all corrective actions necessary to adapt to the provisions described with a view to proactive collaboration and continuation of relations with CARVICO;
- undertakes to report to CARVICO any case of violation of this Procedure by way of the contacts indicated on page 5.

Date ___ / ___ / _____ Place: _____

Company _____ stamp

Name of Legal Representative _____

Signature _____