

# **ALBATRANS S.P.A**

## **CODE OF ETHICS**

<b>1. INTRODUCTION .....</b>	<b>4</b>
<b>2. ETHICAL PRINCIPLES – GENERAL .....</b>	<b>5</b>
<b>3. ETHICAL PRINCIPLES – SPECIFIC.....</b>	<b>5</b>
<b>4. DISSEMINATION, VALIDITY AND SCOPE OF APPLICATION OF THE CODE OF ETHICS .....</b>	<b>7</b>
<b>5. RECIPIENTS OF THE CODE.....</b>	<b>8</b>
<b>6. RULES OF BEHAVIOR.....</b>	<b>9</b>
<b>6.1 Relations with the public Administration.....</b>	<b>9</b>
<b>6.2 Relations with Suppliers .....</b>	<b>10</b>
<b>6.2.1 Methods of selecting and managing suppliers of goods and services .....</b>	<b>10</b>
<b>6.2.2 Stipulation of supply contracts.....</b>	<b>11</b>
<b>6.2.3 Use of consulting firms and external professionals.....</b>	<b>12</b>
<b>6.2.4 Partnerships.....</b>	<b>13</b>
<b>6.2.5 Correspondents .....</b>	<b>13</b>
<b>6.3 Customer Relations .....</b>	<b>13</b>
<b>6.4 Relations with competitors .....</b>	<b>15</b>
<b>6.5 Relations with the community .....</b>	<b>16</b>
<b>6.6 Staff Relations.....</b>	<b>17</b>
<b>6.6.1 Staff Management.....</b>	<b>17</b>
<b>6.6.2 Staff Selection.....</b>	<b>17</b>
<b>6.6.3 Integrity and protection of the individual .....</b>	<b>18</b>
<b>6.6.4 Personnel records.....</b>	<b>19</b>
<b>6.6.5 Means of internal communication .....</b>	<b>19</b>
<b>6.6.6 Resource enhancement and training .....</b>	<b>19</b>
<b>6.6.7 Employee duties .....</b>	<b>20</b>
<b>6.7 Relations with shareholders and Corporate bodies .....</b>	<b>21</b>
<b>6.7.1 Shareholders.....</b>	<b>21</b>
<b>6.7.2 Corporate Bodies.....</b>	<b>22</b>
<b>6.8 Relations with Institutions and associations .....</b>	<b>22</b>
<b>6.9 Relations with Political Parties .....</b>	<b>23</b>
<b>7. RULES ON CRIMES UNDER LEGISLATIVE DECREE NO. 231/2001.....</b>	<b>23</b>
<b>7.1 Direct or indirect bribes.....</b>	<b>23</b>
<b>7.2 Forgery of banknotes, coins, public credit cards, revenue stamps and watermarked paper .....</b>	<b>24</b>
<b>7.3 Corporate crimes .....</b>	<b>24</b>
<b>7.3.1 Outward communications .....</b>	<b>24</b>
<b>7.3.2 Capital transactions .....</b>	<b>25</b>
<b>7.3.3 Authorization and documentation of transactions .....</b>	<b>25</b>
<b>7.3.4 Fictitious transactions.....</b>	<b>26</b>
<b>7.3.5 Collaboration in control activities .....</b>	<b>26</b>
<b>7.3.6 Bribery among private individuals.....</b>	<b>26</b>
<b>7.4 Possession of pornographic material .....</b>	<b>26</b>
<b>7.5 Relations with the judicial Authority .....</b>	<b>26</b>
<b>7.6 Handling of money, goods or other utilities.....</b>	<b>27</b>
<b>7.7 Associative crimes .....</b>	<b>27</b>

<b>7.8</b> Computer crimes .....	<b>27</b>
<b>7.9</b> Environment .....	<b>29</b>
<b>7.10</b> Safety and hygiene in the workplace.....	<b>30</b>
<b>8.</b> GIFTS, BENEFITS, OR PROMISES OF FAVORS .....	<b>30</b>
<b>8.1</b> General principles.....	<b>30</b>
<b>8.2</b> Specific principles .....	<b>30</b>
<b>9.</b> SPONSORSHIPS .....	<b>31</b>
<b>10.</b> USE AND DISCLOSURE OF INFORMATION .....	<b>32</b>
<b>11.</b> CONFLICT OF INTEREST.....	<b>32</b>
<b>12.</b> ENTITY IN CHARGE OF CODE IMPLEMENTATION AND REPORTING REQUIREMENTS .....	<b>33</b>
<b>13</b> PENALTY SYSTEM .....	<b>34</b>



## 1. INTRODUCTION

Albatrans S.p.A operates in the field of multimodal international transportation and complies, in carrying out its business, with the laws and regulations in force in all the countries in which it operates. Albatrans S.p.A therefore acts in accordance with the principles of freedom, dignity of the human person and respect for diversity by repudiating all discrimination based on sex, race, language, personal and social status, religious and political beliefs. The Company plays a leading role in the Italian and international economic scene and therefore intends to build its growth by consolidating an image faithful to the values of fairness and loyalty. It therefore believes that compliance with ethical rules and transparency in the conduct of business are a necessary condition, as well as a competitive advantage, for pursuing and achieving its goals. To this end, Albatrans S.p.A promotes the creation of an environment characterized by a strong sense of ethical integrity, in the firm belief that this makes a decisive contribution to the effectiveness of policies and control systems, influencing behavior that might escape even the most sophisticated supervisory mechanism.

This document, referred to as the "Code of Ethics" (or simply "Code"), regulates the set of rights, duties and responsibilities that Albatrans S.p.A. assumes, in carrying out its corporate activities, towards all stakeholders who have a direct or indirect relationship with the company and are able to influence its activities or are affected by them. This document amends and/or supplements the one already approved by the Company's Board of Directors on 30 March 2017.

This document has been prepared taking into account, for the applicable parts, the "**Code of Ethics for companies engaged in shipping activities**" approved on May 5, 1997 by the Board of Directors of the National Federation of International Forwarding Enterprises and the "Code of Ethics for International Forwarding Enterprises associated with Spedimar" approved on 12 February 2009 by the Board of Directors of Spedimar.

This document is an integral part of the Organizational Model that the Company has adopted pursuant to Legislative Decree No. 231/01 (Model 231) for the preventive fight against the crimes provided for therein. To this end, the contents of this Code have binding effect in the organization of the company.

The Code of Ethics is adopted by the Board of Directors of Albatrans S.p.A. on a self-regulatory basis and is therefore amendable at any time. In particular, any changes that become necessary as a result of the company's exposure to new or additional risks will be submitted to the Board of Directors for approval. Changes designed to incorporate organizational changes and/or procedural adjustments are not considered changes and as such will not be submitted to the Board for approval.

**The provisions of this Code** may vary in origin and nature, more precisely:



- **Legal**, where they are expressly provided for in a legal provision;
- **Customary**, when they developed through continuous repetition of a particular behavior in the belief that it was obligatory;
- **Pragmatic**, when they originate from customs and practices;
- **Self-determination**, when they have been issued by the category representative bodies, by virtue of the powers vested in them.

The Code aims to be a useful tool for protecting the interests of all those who, in different capacities, roles and functions, contribute to the widespread and transparent creation of business value by collaborating with the company. If properly understood and applied, therefore, it constitutes an essential element of the organizational model and provides a suitable protection for the prevention of certain risks associated with business operations.

## 2. ETHICAL PRINCIPLES – GENERAL

The values that constitute the “**inalienable reference points**” are:

- **Compliance with the law**, regulations and statutory provisions;
- **Personal integrity** (value of the individual) understood as loyalty, consistency, fairness, trustworthiness, confidentiality and respect for rules;
- **Organization** understood as a rational approach to problems and the ability to structure work and evaluate suggestions and improvements;
- **Protection and promotion of human rights**, an essential foundation for building societies based on principles of equality and solidarity;
- **Ensuring equal opportunities** without discrimination on the basis of age, sex, health status, race, nationality, political opinions or religious beliefs.

## 3. ETHICAL PRINCIPLES – SPECIFIC

Albatrans S.p.A. believes that **ethics** in conducting its business and pursuing its goals promotes the company's image of reliability, fairness, transparency and professionalism. Good reputation fosters investment in the company, consolidates relationships with business, entrepreneurial and financial stakeholders, strengthens reliability to creditors and suppliers, and attracts the best human resources;



Albatrans S.p.A. believes that **transparency** is an essential value. It consists of behaviors and attitudes of its employees and collaborators aimed at:



- Ensuring objective knowledge of the situations as they actually occurred;
- Ensuring objective analysis of the consequences of a fact and possible implementable solutions;
- Involve the most appropriate individuals at the professional and hierarchical levels in decision making and information disclosure;
- Ensure the reconstruction, through appropriate procedures and documentary supports, of the steps that led to the making of a decision or disclosure of information.

Albatrans S.p.A. also believes that all activities carried out by the recipients of this Code must be carried out with the values by which the company is inspired in mind. In particular:

- **Positivity**, understood as maintaining a positive attitude, trying to see the positive aspects of situations and not letting inevitable difficulties hinder the desire to do and build;
- **Cohesion**, understood as always prioritizing the interest of the organization as a whole over special or personal interest. Wealth creation is a collective effort that makes the present positive and the future possible;
- **Humanity**, understood as the ability to put the human aspect at the center of the project by privileging direct human relationships that, where unfiltered by technology, make the company great. Listening, respecting and caring for others are the strength of the Company;
- **Pride**, understood as the fulfillment of people's needs as a result of shipments around the world. This activity must be carried out as best as possible and in an environmentally sustainable way;
- **Evolution**, understood as a willingness to enthusiastically accept challenges and change. The goal must always be to seek continuous improvement and not be content to protect the current state thus accepting the right amount of risk and innovation, without which there can be no future;
- **Collaboration**, understood as customer orientation and sharing of departmental results as business results; all individuals must be able to express themselves freely with their creativity and diversity but at the same time be well aware that sharing is an immeasurable



asset and the most important results are achieved as a team. Team strength multiplies that of individuals;

- **Sharing**, understood as awareness of the importance of sharing one's knowledge and experience. It is necessary to make sure that corporate know-how is easily usable in all parts of the group;
- **Trust**, understood as the pursuit of fairness and balance in interpersonal relationships, fundamental elements in creating lasting relationships inside and outside the company. Long-term relationships based on mutual trust with people and business partners should be pursued;
- **Versatility**, understood as respect for rules but at the same time the ability to adapt one's behavior to different situations while maintaining a critical sense of reality;

#### 4. DISSEMINATION, VALIDITY AND SCOPE OF APPLICATION OF THE CODE OF ETHICS

This Code of Ethics is brought to the attention of all Company Representatives through the company's ordinary means of communication (company intranet, company bulletin boards, website). Each corporate officer is required to make a formal commitment to view the Code of Ethics and conform their behavior to the obligations contained therein. The requirements regarding the dissemination of the Code of Ethics apply following the approval of the document by the Company's Board of Directors and for any subsequent amendments to it that involve substantial changes.

New hires are expected to include a clause committing to the Code of Ethics in their letter of employment. In the event of the appointment of new directors, a clause committing them to operate in accordance with the principles set forth in the Code of Ethics must be included in their letter of appointment.

A corporate officer who incurs a violation of the standards of conduct prescribed in this Code of Ethics is subject to disciplinary action. Disciplinary measures and sanctions shall be commensurate with the seriousness of the violation committed and shall be taken in accordance with the laws and regulations provided for in the applicable legal system and applicable contractual regulations.

The Code is valid both in Italy and abroad, with due attention to the companies of different countries, while respecting the normative, religious, cultural and social specificities proper to each system. The Code prevails if even one of its provisions proves to be in conflict with other provisions arising from internal regulations or operating procedures.

The Code of Ethics is also implemented in the subsidiaries, following its approval by the administrative bodies of the subsidiaries and subsequent dissemination to the employees and



collaborators of all the Companies. Subsidiaries that have approved an Organization, Management and Control Model ex. Legislative Decree no. 231/2001 must notify their respective Supervisory Boards of the approval of the Code and its dissemination to all corporate officers. Subsidiaries that fall within the scope of consolidation but have not adopted an autonomous Organization, Management and Control Model pursuant to Legislative Decree no. 231/2001 will make the disclosure to the Parent Company's Supervisory Board.



## 5. RECIPIENTS OF THE CODE

The Code applies to **internal recipients**, i.e.:

- **Members of the Board of Directors;**
- **Employees** required adapting their actions and behaviors to these principles, values and norms;
- **Collaborators** (those who work for Albatrans S.p.A., whatever the relationship, even temporary, that binds them to it)

The Code must be made available to **external recipients** such as:

- Suppliers of goods and services, providing for representativeness thresholds in the case;
- Business or operational partners who have a role in projects and operations;
- Associated and/or investee companies not included in the scope of consolidation;
- External collaborators who directly or indirectly perform services related to the company's business (Consultants, external professionals);
- Auditing firms;
- Members of the Board of Auditors;
- Subjects (if any) with whom Albatrans S.p.A. has relationships by virtue of the law or who operate in Italy and abroad to achieve the objectives of Albatrans S.p.A, each within the scope of their functions and responsibilities.

This fulfillment is to be considered fulfilled by publishing the Code itself on the Company's website or by sending a notice to external recipients in which they are asked to view the documentation published on the website and to agree with the principles and rules represented therein. Where contracts and/or other types of written agreements have been entered into with external recipients, they must contain the express termination clause in which the external party is reminded to comply with certain mandatory principles on ethics, risk management and corporate social responsibility.

## 6. RULES OF BEHAVIOR

### 6.1 Relations with the public Administration

For the purposes of this Code, Public Administration means , by way of example but not limited to: Public Bodies, Public Service Concessionaires, natural or legal persons acting as public officials, public service appointees, members belonging to a European Community Body, European Community official or Foreign State official, the judiciary, public supervisory authorities, etc. Under Article 357 of the Criminal Code, public officials are those who exercise a legislative, judicial or administrative public function; under Article 358 of the Criminal Code, those who, in any capacity, perform a public service are public servants. Within the scope of relations with the Public Administration and without prejudice to what is already indicated in the anti-corruption policy to which reference is made for brevity, it is expressly forbidden to:

- Offering or promising, even indirectly, money or other benefits to executives, officials or employees of the Public Administration or their relatives or cohabitants, whether Italian or of other nationalities, except as part of normal courtesy practices in order to omit or delay acts inherent in one's office or to perform acts contrary to the public official's or public service appointee's official duties;
- Misleading someone by using artifice or deception for the purpose of obtaining an unjust profit to the detriment of the state, other public entity or the European Union. In particular, compliance with the law and sound business practice is recommended in the face of tenders, negotiations, applications for concessions, licenses, financing, contributions, grants and disbursements;
- Use or submit false statements or documents or omit information due for obtaining contributions, financing, subsidized loans or other disbursements of the same type granted or disbursed by the state, other public bodies or the European Union or for obtaining concessions, authorizations, licenses or other administrative acts;
- To put to a different use a grant obtained from the state or other public agency or the European Union to encourage initiatives directed toward the implementation of works or activities in the public interest;
- Altering the operation of a computer or telecommunications system by manipulating the data or programs contained therein in order to obtain an unfair profit and damaging the State or other public entity;



- Accepting money or other benefits from public official or public service appointee in return for services not due;
- To be represented by third parties when conflicts of interest may arise. In this sense, both illicit payments made directly by corporate officers of the Company and illicit payments made through persons acting on behalf of the Company both in Italy and abroad are considered acts of bribery.

The Company has prepared two operational protocols concerning the management of relations with customs authorities (PA 231/I/05) and the management of public financing (PA 231/I/06). These protocols are intended to be an integral part of the Organizational Model, are subject to periodic updates, and are published on the corporate intranet.

## 6.2 Relations with Suppliers

The general principle pursued by Albatrans S.p.A. in dealing with all potential suppliers of goods and services is negotiation in good faith and in a transparent manner. Relations with suppliers are governed by principles common to the entire Group and are constantly monitored by the Company's relevant departments. Purchasing processes, in particular, are aimed at ensuring that equal opportunities are given to each supplier, that supply conditions are clear and transparent, and that operational risks borne by the Company are minimized. Supplies, procurements and subcontracts must be justified by actual and well-determined business needs and must originate from duly approved purchase orders. In order to ensure maximum transparency and efficiency of the purchasing process and to protect the Company from the risk of the occurrence of "relevant crimes" under Legislative Decree no. 231/2001, business procedures define:

- Separation of duties and responsibilities;
- Powers of delegation and decision-making autonomy consistent with activities performed and responsibilities;
- Checks on the activities carried out by each operator to ensure compliance with company rules;
- Operational instructions to ensure reconstructability of choices made.

### 6.2.1 Methods of selecting and managing suppliers of goods and services



The Company shall define the procedures to be adopted and followed in the supplier selection process, identifying certain objective and subjective elements and the parameters on the basis of which to activate the selection process.

It will be the care and responsibility of the QHSE Department, which is in charge of the selection, management and control phases of suppliers, to request and obtain the information needed to assess the fulfillment of the requirements underlying the selection procedures. However, even when suppliers are already qualified, it will be necessary to verify the maintenance of these requirements over time in order to ascertain continued technical and professional suitability.

In the case of suppliers already operating and cooperating with the Company, it will be necessary to verify that these suppliers have continued to perform contractual services regularly and that no changes have occurred in their business organization that would jeopardize an exact performance of the required services.

The selection of Suppliers of goods and services must be targeted exclusively on individuals who provide adequate guarantees of competence, professionalism, reliability and technical suitability for the performance of the services required. Supplies, contracts and subcontracts must be made taking into account technical and economic parameters only.

The Company searches for the best sources of supply in terms of cost, quality and service guarantee, in accordance with the cost-effectiveness criteria defined by the company and company policies.

The performance of the services by the supplier must be marked by absolute transparency and at all times Albatrans S.p.A. will have the right and title to proceed to an inspection aimed at verifying the actual performance of the services and the fulfillment of all contractual obligations. The Company has prepared two operational protocols concerning the management of relationships with freight suppliers, both maritime and air, (PA 231/I/01) and with suppliers of goods and services (PA 231/I/02). These protocols are intended to be an integral part of the Organizational Model, are subject to periodic updates, and are published on the corporate intranet.

## **6.2.2 Stipulation of supply contracts**

In compliance with legislative Decree no. 231/01, supply contracts must be entered into in compliance with all legal regulations and rules on subcontracting, particularly in the area of contracts with the Public Administration, if any. In any case, the Company is responsible, availing itself in the case of any legal support, for establishing contractual relations with suppliers, paying particular attention to the congruity between the amount of the supply and the actual value of the contractually agreed services.

Any form of pressure on the persons responsible for choosing suppliers and managing relations with them aimed at directing their decisions and behavior in a manner that differs from the company's interests and policies is prohibited.

### **6.2.3 Use of consulting firms and external professionals**

The use of the professional work of consultants, external professionals must be justified by the proposing party. Specifically, company procedures identify:

- The criteria for selecting the external collaborator;
- The ways in which the services of an external collaborator can be requested;
- The need for specification of the nature of services required;
- The provision of information requirements to supervisory bodies in order to ensure maximum transparency;
- The contributor's payment arrangements.

The choice of consultant should be made in favor of persons who, because of their proven seriousness and professional preparation, are best able to fulfill the required services. The working relationship with the consultant should be characterized by the utmost transparency. The Company must be able to verify at all times what services have actually been performed and whether the consultant is fulfilling his/her contractual obligations.

Payment for services to the consultant should be made on the basis of an analysis of the activities performed by the consultant, so as to allow verification of the effectiveness and appropriateness of the remuneration in relation to the value of the services performed. Remuneration to the consultant should be commensurate with that normally charged for services of similar content and quality.

Should the Company use an external professional to be represented in its dealings with the Public Administration, the agreement must be mandatorily defined in writing and must be marked by compliance with principles of fairness and transparency and the provisions of the law.

In compliance with the provisions of Legislative Decree no. 231/01, any form of pressure on the people responsible for the selection of consultants aimed at directing their decisions and behavior in a manner that differs from the interests and policies of the company is prohibited. The Company has prepared an operational protocol concerning the management of relations with service providers, such as consulting firms and professionals (PA 231/I/03). This protocol is intended to be an integral part of the Organizational Model, subject to periodic updates and is published on the corporate intranet.

#### **6.2.4 Partnerships**

Albatrans S.p.A. reserves the right to develop partnerships with those suppliers who, by giving guarantees of reliability, professionalism and technical suitability for the performance of the requested services, are able to ensure better satisfaction of the end customer's needs. The use of partnerships should be justified by stating the reasons for choosing the partner. Agreements of association with Partners must be defined in writing with evidence of all the conditions of the agreement itself, and it must be clear from them that the parties mutually undertake to adopt behavior aimed at the implementation of the joint initiative, in accordance with principles of fairness and transparency and in strict compliance with the provisions of the law.

#### **6.2.5 Correspondents**

Albatrans S.p.A. reserves the right to develop agreements with those correspondents who, giving guarantees of reliability, professionalism and technical suitability for the performance of the requested services, are able to develop the Company's activities in countries where it is not present. Agreements with correspondents are contracted in writing with evidence of all the conditions of the agreement itself, and it must be apparent from them that the parties mutually commit to conduct aimed at implementing the joint initiative, in accordance with principles of fairness and transparency and in strict compliance with the provisions of the law.

The Company has prepared an operational protocol concerning the management of relations with correspondents (PA 231/1/04). This protocol is intended to be an integral part of the Organizational Model, subject to periodic updates and is published on the corporate intranet.

### **6.3 Customer Relations**

The priority objective of Albatrans S.p.A. is to meet the expectations and needs of customers while respecting the interests of the company.

The Company shall:

- Carry out the mandate entrusted to it with the diligence required by the nature of the task, taking into account all the profiles and aspects inherent to it. In particular, the Company is obliged to agree with the client, if the mandate is not given in writing, on all the details and conditions governing the relationship, pointing out that, unless otherwise immediately indicated, the mandate will be understood to be given and accepted on those terms;

- Take care in issuing documents so that they are consistent with the nature of the mandate and are not likely to create uncertainty or result in the assumption of obligations other than those naturally inherent in the mandate;
- To take out appropriate insurance cover with reliable insurance companies in relation to the risks inherent in the activity carried out, including with regard to errors and/or omissions which may occur in the performance of its business, on the basis of the limits of liability provided for in the applicable rules and/or contractual clauses;
- Prepare, for each case file, an appropriate dossier, also making use of information technology, containing all the information needed to appropriately document the nature of the assignment, the concrete ways in which it was carried out, the acts performed and the results achieved;
- Comply with and enforce all regulations inherent in the proper conduct of business, with special reference to those directed toward the protection of health and the environment.
- To make known to the client all circumstances, including those that have arisen during the course of the mandate, which may result in the revocation or modification of the assignment or the change in the conditions governing it;
- Do not exceed the instructions received from the client and operate, however, according to the client's best interests;
- Do not deviate from the instructions received unless circumstances unknown to the client that cannot be promptly communicated to the client reasonably indicate that the client would have given his/her approval. In such a case, immediate notice must be given to the client of any action taken in the face of such an assumption;
- Notify the client without delay that the mandate has been executed;
- Inform the client of any obstacles, permanent or temporary, that may stand in the way of carrying out the instructions received;
- Protect the client's rights against third parties;
- To provide with the best and most careful diligence for the safekeeping of whatever may be entrusted to it for the execution of the mandate;
- Maintain strict confidentiality with regard to any information concerning the client, the client's business of which it has become aware in the execution of the mandate, unless explicitly authorized by the client;

- Do not take on assignments that it is unable to fulfill and, on the other hand, give up by promptly notifying the client, those received, if the execution of the assignment becomes impossible or extremely difficult;
- Behave toward the client in good faith, in the sense of Article 1375 of the Civil Code, as well as with fairness and loyalty;
- Ensure that all means and personnel, if any, used in the performance of the assignment and/or ancillary services are in compliance with the regulations in force in the inspected fields of activity and possess the requirements in this regard prescribed and/or appropriate, without prejudice to their responsibility to the client;
- Provide "Customer Service" by committing to promptly and effectively respond to customer reports that are found to have merit. Complaints received from customers are analyzed with the utmost care with the aim of investigating the correctness of what was done internally and making appropriate remedies to absolutely avoid the recurrence of thereport.

#### **6.4 Relations with competitors**

The Company relies only on official or publicly accessible sources as well as analysis by experts and consulting firms that conduct industry or market analysis to guide its strategies regarding business management as well as to understand developments in technology, regulatory proposals, and actions taken by its competitors. The use of such information is done in a completely legal manner without recourse to bribes, abusive access to counterparts' computer systems, theft of information, false identity, or telephone or electronic eavesdropping. Therefore, the Company's Employees and Collaborators must comply with these policies while also taking into account that some competition laws, such as some U.S. and EU antitrust laws, are applicable even if the unfair competition conduct is carried out outside the relevant country or countries.

The corporate officers of Albatrans S.P.A. are therefore required to:

- Do not make use of distinctive names or signs likely to cause confusion with other enterprises operating in the same field of operation;
- Do not perform any kind of act likely to create confusion with the activity carried out by other enterprises;
- Do not spread news and appreciations about the activities of other competing enterprises suitable for bringing them into disrepute;

- Not to directly and/or indirectly make use of any other means not in accordance with the principles of professional fairness and likely to harm the business of other competing enterprises;
- Not granting payment extensions beyond those normally and generally practiced in violation of commonly applied principles of competition to the detriment of other competing enterprises for the sole purpose of diverting customers;
- Adopt a business policy conducive to ensuring competitiveness in the market, operating in compliance with applicable laws and regulations on competition and prohibiting the adoption of unfair methods of competition or any proposals involving fraudulent forms of cooperation with competitors;
- Prohibit personnel, in contacts with competing companies, from discussing such matters as prices or other terms and conditions of the Company's offerings, costs, business policies, or other proprietary or confidential information whose disclosure is not strictly relevant and necessary to the specific negotiation;
- Sensitize employees to absolutely avoid, in violation of a specific rule of law, entering into agreements with competing companies whose object or effect is price fixing. The prohibition shall include any agreement or understanding that is likely to affect prices and conditions of sale.

Albatrans S.p.A is also aware that some countries and the United Nations sometimes impose certain restrictions on exports and other transactions to certain countries, organizations or individuals. These restrictions prevent Albatrans S.p.A from engaging in business with individuals and/or organizations banned by individual governments because if it did so, the Company would incur severe penalties such as fines, revocation of export permits, and prison measures.

## **6.5 Relations with the community**

Albatrans S.p.A. conducts its business activities in an environment of utmost transparency and in accordance with the laws and regulations of the country in which it operates.

In order to protect the reputation of the Company, employees are required to know and observe, with respect to their activities, the regulations in force at the time and place where they work. For requests for clarification related to any doubts about the application of laws and regulations, each employee may refer to his/her Manager, who, if appropriate, will engage Legal support.

## 6.6 Staff Relations

The behavior of employees in the pursuit of objectives and in the conclusion of every transaction must be inspired by the principles of honesty, transparency, loyalty, integrity and fairness, in compliance with company policies, as well as with applicable laws and regulations. The belief that one is acting for the benefit of Albatrans S.p.A cannot, in any way, justify the holding of conduct contrary to the principles dictated by this Code of Ethics, the generalized observance of which is of fundamental importance for the proper functioning and prestige of Albatrans S.p.A and the Group. This commitment must also apply to anyone acting in the name and on behalf of Albatrans S.p.A. Particular attention must be paid in the case of activities carried out by employees who hold the position of Public Official or Person in Charge of a Public Service in order to avoid abuse of their position or assigned powers to perform omissions or delays in acts of their office or to perform acts contrary to their official duties.

### 6.6.1 Staff Management

Albatrans S.p.A. offers all employees equal employment opportunities, making sure that everyone enjoys fair treatment based on merit and without any discrimination. Albatrans S.p.A. is committed to developing the skills and abilities of each employee so that each employee's energy and creativity finds full expression for the realization of his/her potential.

It is the Company's policy to promote an internal climate in which each employee interacts toward colleagues with honesty and mutual respect for work, in which people communicate openly and cooperate to achieve company goals.

Each employee is expected to carry out his/her activities responsibly, honestly and diligently, in accordance with company policies, procedures and rules.

### 6.6.2 Staff Selection

Albatrans S.p.A. guarantees equal treatment to all applicants in the recruitment process. It avoids all kinds of favoritism, nepotism and forms of patronage at the selection stage, ensuring that the hiring of a new employee does not result in "exchange of favors."

The evaluation of personnel to be hired is carried out on the basis of whether the candidates' profiles match the expected profiles and business needs. During the interviews, in addition to assessing the candidate's reliability, experience, knowledge, interpersonal skills, and motivation, the candidate's fit or adaptability to the Company's culture and values is evaluated.

Staff is hired under regular employment contracts. No form of irregular labor is tolerated. At the time of the establishment of the employment relationship, each employee or collaborator

receives accurate information regarding the characteristics of the function and duties to be performed, the regulatory and remuneration elements as regulated by the National Collective Labor Agreement, and the rules and procedures to be adopted in order to avoid possible health risks associated with the work activity. A Code of Ethics is also given to the new hire. This information is presented to the Employee or Collaborator in such a way that acceptance of the assignment is based on a true understanding. As part of personnel management and development processes, decisions made in terms of career advancement are based on the match between the profile possessed and the expected profile and on merit considerations. Access to roles and assignments is determined according to skills and abilities. In addition, consistent with the efficient performance of work duties, flexible forms of work organization that facilitate the management of maternity status and child care in general are favored. The evaluation of employees is carried out by involving Function and/or Department Managers, the Human Resources Department and individuals who have come into contact with the appraisee.

### **6.6.3 Integrity and protection of the individual**

Albatrans S.p.A. is committed to protecting the physical and moral integrity of employees by guaranteeing the right to working conditions that respect the dignity of the person and to fair treatment based on merit criteria and respectful of equal opportunities with regard to access to employment, the assignment of qualifications and career progression.

Sexual harassment or any attitude or behavior that may disturb a person's sensibilities is therefore not permitted, nor does Albatrans S.p.A. intend to tolerate any form of discrimination on the basis of age, sex, racial or ethnic origin, religion, political or trade union views, physical condition, nationality, marital status, or sexual orientation. Albatrans

S.p.A. requires that in internal and external labor relations, harassment shall not take place, meaning:

- The creation of an intimidating and/or hostile work environment;
- The hindering of others' individual job prospects for reasons of personal competitiveness;
- The situation in which business decisions pertaining to the recipient's work life are conditioned on the acceptance of sexual favors;
- Proposals for private interpersonal relationships that, insofar as they are conducted despite an expressed and obvious dislike, have the capacity to disturb the recipient's peace of mind with objective work implications.

An Employee or Collaborator who believes that he/she has been subjected to harassment or discriminated against on the grounds of age, gender, sexuality, race, health status, nationality,

political opinions, and religious beliefs may report the fact through the internal reporting channels established for this purpose. However, disparities are not considered discrimination if they are justified or justifiable on the basis of objective criteria.

The Company in compliance with the Conventions of the International Labor Organization, undertakes to:

- Respect basic human rights;
- Preventing child exploitation;
- Do not use forced or performed labor under conditions of slavery or servitude.

The Company undertakes, in compliance with the relevant regulatory provisions, not to establish any employment relationship with individuals without a residence permit or with a residence permit that has been revoked, cancelled, expired or for which renewal has not been applied for within the legal time limits.

#### **6.6.4 Personnel records**

All employee data must be properly filed to enable easy retrieval of information, but also to ensure respect for personal privacy in accordance with the provisions of Presidential Decree no. 196/2003.

The privacy of each employee is protected by adopting standards that specify the information the company requires from the employee and how it is processed and stored. Investigations into the ideas, personal tastes and more generally into the private life of Employees or Collaborators are excluded, except in cases expressly provided for by law. The standards provide for the prohibition, except in cases provided for by law, of the communication and/or dissemination of personal data without the prior consent of the person concerned and identify the rules for the control, by each Employee or Collaborator, of the rules protecting privacy.

#### **6.6.5 Means of internal communication**

Information pertaining to personnel management is disseminated and made available to all employees through company communication tools, i.e., essentially intranet, e-mail, company bulletin boards.

Albatrans S.p.A.'s Communication Systems are to be used exclusively for communications and the exchange of service documents; they may not be used to create, store or transmit material with sexually explicit, defamatory, obscene or offensive or subversive content or anything else that could be considered harassment or discrimination.

#### **6.6.6 Resource enhancement and training**

Human resources are an indispensable element for the existence, development and success of any enterprise. Albatrans S.p.A., therefore, pays special attention to the enhancement, protection and development of the abilities and skills of all its employees, so that they can express their potential and professionalism at the highest level. The training of internal staff is considered a key element for the very development of the Company and aims at the empowerment of individuals. Training of the company's employees and contractors is planned through a specific company training plan that is updated periodically.

#### **6.6.7 Employee duties**

The employee must act loyally and comply with the obligations signed in the employment contract and the provisions of the Code of Ethics. Albatrans S.p.A. values a peaceful climate that fosters communication and cooperation among colleagues and between superiors and subordinates. In particular:

- Smoking is prohibited in workplaces, outside the specially identified and marked spaces. This prohibition also extends to collaborators, outside agents, suppliers, customers and all individuals with whom business relationships are maintained, as part of meetings held at the headquarters;
- It is prohibited to possess, consume or offer drugs or substances of similar effect in the course of work and in the workplace. Anyone who is found to be under the influence of alcohol and/or drugs in the course of performing work is aware that he/she is causing harm to those features of the work environment that require respect for the sensibilities of others;
- It is forbidden to conduct weapons and/or explosives in the offices of the Company even if their possession is authorized by the competent authorities and the circumstances are for the purpose of self-defense needs;
- Each employee is responsible for the protection of the resources entrusted to him/her and is required to work diligently to protect the tangible and intangible assets of the company. Processors, computer applications and communication systems are provided to personnel for the exclusive purpose of supporting the performance of company business and may be used only and exclusively for purposes pertaining to work duties. Therefore, employees must not carry out activities for their own account or for third parties during working hours and are neither entitled nor authorized to use company equipment to carry out such activities. They are required to comply with all the provisions contained in the "Information Technology Regulations" prepared by the Company;

- All information processed or transmitted electronically is considered the property of Savino Del Bene S.p.A. and as such may be transmitted solely for business-related purposes. Private and confidential information must be identified and as such protected before its electronic transmission. In application of Legislative Decree no. 231/01, the possession and transmission of child pornography and the dissemination of messages suitable for the pursuit of criminal activities for the purpose of terrorism or subversion of the democratic order is prohibited;
- Every employee is required to know and implement the provisions of the company's policies in terms of data processing security understood as confidentiality, integrity and availability of information;
- Directors, employees of Albatrans S.p.A. are also committed not to carry out or be involved in activities that involve laundering in any form or manner of proceeds from criminal activities and to comply with the application of the regulations;
- All corporate officers are required to avoid situations in which conflicts of interest may arise and to refrain from taking personal advantage of business opportunities of which they become aware in the course of their duties;
- Each corporate officer must consider the company's interests a top priority and avoid any action that would cause harm or disadvantage to the Company;
- Each corporate representative is required to inform Albatrans S.p.A. about his/her external engagement in activities, carried out outside working hours, if the same may generate a situation of potential conflict of interest with the Company.

## 6.7 Relations with shareholders and Corporate bodies

### 6.7.1 Shareholders

Albatrans S.p.A.'s internal structure and relationships with those involved in various activities are structured to ensure management accountability and a proper balance between the powers of management and the interests of shareholders. The Company's Corporate Governance must be suitable to avert the risks of committing the crimes covered by Decree 231 by pursuing an appropriate balance between actions to achieve the corporate purpose and the controls over them.

Albatrans S.p.A. is committed to promoting and maintaining an adequate internal control system understood as the set of tools necessary to ascertain the adequacy of the various business processes in terms of effectiveness, congruity, consistency, efficiency and cost-effectiveness. They shall therefore verify:

- Behavior compliance with regulations, provisions, and operating procedures;

- The reliability and accuracy of accounting records;
- The safeguarding of corporate assets.

All employees, within the scope of their functions and activities, are also responsible for the implementation, effectiveness, proper functioning and continuous improvement of the internal control system, as well as for not obstructing control activities. Albatrans S.p.A. is committed to the dissemination at all levels of a corporate culture that is aware of the existence of controls and a mentality oriented toward the voluntary exercise of control; therefore, management and all other parties in various capacities involved in the activities of Albatrans S.p.A. must contribute to the dissemination of the control system.

Activities and practices of various kinds aimed at committing or aiding and abetting fraud are strictly prohibited.

### **6.7.2 Corporate Bodies**

The activities of the Corporate Bodies are guided by full compliance with current national, EU and international legislation and the provisions of the Articles of Association.

Members of the Board of Directors and the Board of Auditors are required:

- To continuous participation in the work of the corporate bodies, making available their specific skills for the benefit of the company, making the interest of the corporate mission prevail, always, over special interests of individual shareholders;
- To have no direct dealings outside the corporate bodies with corporate organizational units about business, initiatives and requests being analyzed and defined, and corporate facts in general;
- To promptly declare situations, even potential ones, of conflict of interest.

Albatrans S.p.A.'s relations with the Board of Auditors must be based on criteria of transparency and fairness. In particular, individuals in charge of maintaining relations with auditing bodies must not:

- Providing false declarations;
- Conceal information about the company's financial position;
- Hinder their activities in any way.

### **6.8 Relations with Institutions and associations**

Albatrans S.p.A. develops a relationship of absolute transparency with national, EU and international authorities and public institutions as well as with public officials or persons in charge of public services, i.e. bodies, representatives, proxies, exponents, members,

employees, consultants, persons in charge of public functions or services, public institutions, public administrations of public bodies, including economic ones, of public entities or companies of a local, national or international nature, considering as an important factor for consolidating its image and success in the market the establishment of a constructive dialogue with them, in order to cooperate in respect of mutual interests and to prevent situations of conflict. These relationships are maintained by each Director or each Employee, whatever the function or assignment, or, where appropriate, by each Collaborator, in compliance with current regulations and on the basis of the general principles of loyalty and fairness.

Albatrans S.p.A may not be represented in dealings with the Public Administration by a consultant or third party in cases where situations of conflict of interest may arise.

Albatrans S.p.A may support programs of public entities aimed at realizing community benefits as well as the activities of foundations and associations, always, however, in compliance with current regulations and the provisions of this Code.

In order to ensure the utmost clarity in relations and to avoid attitudes of a collusive nature, contacts with institutional interlocutors take place exclusively through contact persons who have obtained an explicit mandate.

## **6.9 Relations with Political Parties**

Albatrans S.p.A. does not finance political parties or their candidates, either in Italy or abroad, and does not make sponsorships and/or events that have an exclusive purpose of political propaganda. It also refrains from any form of direct or indirect pressure to political figures.

Albatrans S.p.A does not make contributions of any kind to organizations with which there may be a conflict of interest either in cash or in kind (such as donations of goods or purchase of tickets for fundraising events). However, Albatrans S.p.A. recognizes the right of each Employee or Collaborator to participate as an individual in the political process provided, however, that they make it clear in a timely manner that they do not represent Albatrans S.p.A during this process.

## **7. RULES ON CRIMES UNDER LEGISLATIVE DECREE NO. 231/2001**

### **7.1 Direct or indirect bribes**

The payment of bribes harms the Company and the community where the Company conducts its business. The Company adopts a zero-tolerance policy toward bribes. This implies that, without exception, it is forbidden for any Employee or Collaborator of the Company to give or promise any undue advantage to persons in trusted positions in government or in a private company, let alone accept or solicit any undue advantage. Employees or Collaborators of the

Company shall not use third parties to make bribe payments. Therefore, it is a responsibility of each Employee or Collaborator of the Company to ensure that the partners with whom they traditionally do business are aware of and bound by Albatrans S.p.A.'s anti-bribery policies. It is also imperative that the relevant offices of the Company strictly adhere to due diligence procedures pertaining to the evaluation of third parties with which the Company does business.

## **7.2 Forgery of banknotes, coins, public credit cards, revenue stamps and watermarked paper**

It is prohibited to counterfeit, put into circulation (by buying and/or selling) banknotes, coins, public credit cards, revenue stamps and watermarked paper in the interest and/or advantage of the Company.

The Recipient who receives counterfeit or stolen banknotes or coins or public credit cards in payment is obliged to inform his or her superior and make appropriate reports using the channels provided by the Company.

## **7.3 Corporate crimes**

Albatrans S.p.A. is committed to ensuring that all official documents designed to illustrate the company's financial, economic, and managerial situation are prepared with the utmost care in order to ensure that they are complete, accurate, and truthful and comply with applicable laws and regulations. In drafting the aforementioned documents, Albatrans

S.p.A personnel must pay due attention and maintain conduct characterized by principles of fairness, honesty and integrity. Accounting records based on economic and financial evaluations must comply with the criteria of reasonableness and prudence.

The Company is also committed to managing the flow of information to stakeholders in a complete, clear and transparent manner.

Individuals who become aware of errors, omissions, falsifications or any kind of carelessness in the management of accounting procedures are required to inform their direct superior or the Body to which they belong as well as, in the presence of an alleged wrongdoing, take action using the channels made available by the Company.

In order to prevent the commission of corporate crimes, the Company obliges the Recipients of this Code to comply with the following principles:

### **7.3.1 Outward communications**

- The financial statements and corporate communications required by law must be prepared clearly and give a true and fair view of the company's financial position;

- It is prohibited to obstruct the functions of the Public Supervisory Authorities by stating untrue facts or omitting communications required by law;
- Reports, notices, and filings with the Registrar of Companies, which are mandatory for the company, must be made by those identified by the laws in a timely, truthful manner and in compliance with applicable regulations;
- In adherence to the provisions of Legislative Decree no. 231/01, communication to the outside world is marked by respect for the right to information and must, therefore, be truthful, complete and non-biased;
- Any form of pressure on the media aimed at obtaining favorable attitudes from them as well as the use of misleading advertising tools is prohibited.

### **7.3.2 Capital transactions**

- It is forbidden, including through disguised conduct, to return contributions made by shareholders or release them from the obligation to make them, except in cases of legitimate reduction of share capital;
- It is prohibited to distribute profits or advances on profits not actually earned or allocated to reserves or to distribute unavailable reserves;
- It is forbidden to carry out reductions in share capital, mergers or demergers in violation of legal provisions to protect creditors;
- It is forbidden to fictitiously form or increase the capital of the company by allocating shares or units for an amount less than their par value, reciprocal subscription of shares or units, significant overvaluation of contributions of assets in kind or receivables, or of the assets of the company in case of transformation;
- It is forbidden to carry out any kind of illicit transactions on shares or quotas of the company or its parent company;
- Any kind of operation that may cause damage to creditors is prohibited;
- Any undue distribution of corporate assets by liquidators is prohibited.

### **7.3.3 Authorization and documentation of transactions**

- All operations and transactions carried out by the Company must be recorded in the accounts and supported by adequate, clear and complete documentation kept on file, in order to allow, at any time, the traceability of the same and the precise identification of who, at the different stages, carried out, verified, authorized, recorded it.

#### **7.3.4 Fictitious transactions**

- It is prohibited to engage in conduct or give rise to omissions that could lead to the recording of fictitious transactions or the misleading recording of transactions and operations.

#### **7.3.5 Collaboration in control activities**

- Communications addressed to the supervisory bodies (shareholders, auditors, external auditors and Supervisory Board) must be truthful and correct;
- It is forbidden to prevent or otherwise obstruct the performance of control activities attributed to the above-mentioned bodies.

#### **7.3.6 Bribery among private individuals**

It is forbidden to give or promise money or other benefits to directors, general managers, executives in charge of drafting corporate accounting documents, auditors, liquidators or persons subject to the direction or supervision of the latter, belonging to companies or consortia of clients, agents, business partners, certifiers, consultants, service providers, suppliers in general, from which a violation of obligations of office and loyalty by the corrupt party may result.

#### **7.4 Possession of pornographic material**

It is strictly forbidden to hold on computer instruments or media or on the Company's premises, warehouses, appurtenances thereof, or in any other place that is in any case traceable to the Company, pornographic material or virtual images made using images of minors less than eighteen years of age. Virtual images are defined as images made by graphic processing techniques that are not associated in whole or in part with real situations, whose quality of representation makes non-real situations appear as real.

#### **7.5 Relations with the judicial Authority**

- It is prohibited to exert pressure, of any kind, on the person called upon to make statements before the judicial authority, in order to induce him/her not to make statements or to make false statements;

- It is prohibited to help those who have carried out a criminal act to evade the investigation of the authority, or to evade the investigation of the authority.

#### **7.6 Handling of money, goods or other utilities**

- It is prohibited to replace or transfer money, goods or other utilities derived from crime or to carry out other transactions in relation to them so as to hinder the identification of their criminal origin;
- It is also forbidden to use the said assets in economic, financial, entrepreneurial or speculative activities;
- The purchase of goods and/or services must be justified by concrete business needs, justified by the respective managers responsible for making the spending commitment, within the limits of the purchasing powers granted to them.

The Company has prepared an operational protocol inherent in how financial resources are managed. This protocol is intended to be an integral part of the Organizational Model, is subject to periodic updating and is published on the corporate intranet.

#### **7.7 Associative crimes**

It is forbidden to associate in Italy or abroad for the purpose of committing criminal and/or administrative offenses carried out or achievable in the interest or to the advantage of the Company. To this end, it is necessary, before doing business with a counterparty, to take as much information as possible in order to verify its morality requirements.

#### **7.8 Computer crimes**

All employees and collaborators are responsible for the protection of tangible and intangible corporate assets granted to them by Albatrans S.p.A. and must use them:

- With the utmost care and in their own way, including in order to avoid damage to property or persons;
- Avoiding, as far as possible, waste, tampering or uses that may impair its state of efficiency or accelerate its normal deterioration;
- Exclusively for purposes related and instrumental to the performance of work;
- Absolutely avoiding-except as provided by specific legal or regulatory regulations-the use or transfer of the assets themselves by or to third parties, even temporarily.

Computer equipment and applications must also be used in compliance with the above and in particular:

- Carefully following corporate security and confidentiality policies;
- Absolutely avoiding the acquisition, use or transmission, especially if massive, of information and content that is not work-related;
- Not altering the hardware and software configurations provided by the Company.

In compliance with applicable legal regulations, the Company carries out controls and implements measures in order to prevent behavior not in line with the above. All employees must also work to reduce the risk of theft, damage or other external threats to the resources assigned to or present in the Company, promptly informing the relevant Functions in case of abnormal situations.

**That being said, each Employee or Collaborator is prohibited from:**

- Engaging in, collaborating with, or giving cause to engage in conduct that undermines the protection of the integrity, availability, and confidentiality of automated information and the resources used to acquire, store, process, and communicate such information;
- Install in the corporate network any software, which may prevent or disrupt or damage corporate computer communications or the entire corporate computer system;
- Falsifying, in form or content, public or private computer documents. Any use of false computer documents is also prohibited, as is the suppression, destruction or concealment of real documents;
- Abusively accessing a computer or telecommunications system protected by security measures or maintaining oneself in the same against the express or tacit will of the owner of the system;
- Abusively carrying out the retrieval, reproduction, dissemination, delivery, or communication of codes, passwords, or other means suitable for access to a protected computer or telecommunications system, or even merely providing indications or instructions suitable for the above purpose;
- Procuring, producing, disseminating, delivering or, in any case, making available to the Company or third parties equipment, devices or programs suitable for damaging a

computer, or telematic system of others, the information contained therein or altering, in any way, its operation;

- Intercepting, impeding or interrupting communications related to one or more computer, or telematic systems. Any form of disclosure, even partial, of the content of intercepted information to third parties is also prohibited;
- Install equipment designed to prevent, intercept or disrupt the above communications;
- Destroying, deteriorating, erasing, altering or suppressing computer or telematic systems, and information, data or programs contained therein, privately owned or used by or pertaining to the State, other public entity, or otherwise of public utility.

### 7.9 Environment and Sustainability

Albatrans S.p.A. is committed to ensuring that its business objectives do not generate environmental impact and are consistent with the logic of environmental protection. The Company operates so as to preserve and protect the environment in compliance with applicable national, EU and international regulations. To this end, the Company is committed to assessing and managing the environmental risks associated with all aspects of its business, promptly correcting conditions that threaten the environment, and conducting relevant periodic audits. In particular, there is a constant focus on reducing environmental impact by offering sustainable solutions and using resources responsibly. This is done by focusing on 3 macro areas to reduce pollution and waste in a manner compatible with the conduct of business. In particular, reference is made to “**green - procurement**” (through the selection and assessment of the supply chain also based on its environmental impact), to “**emission calculation**” (offering solutions to quantify the ecological footprint of shipments by carrying out detailed analysis of supply chain flows, in accordance with EN 16258 standard, through tools aimed at measuring greenhouse gas emissions (GHG)), “**environmental protection**” (optimizing resources with the aim of reducing the environmental impact of offices, identifying and adopting innovative solutions and technologies aimed at reducing waste and emissions). Employees and collaborators in turn undertake to comply with the conditions imposed by the law and any practices and procedures adopted by the Company and are obliged to report to the designated manager within the Headquarters and/or Branches any event that may constitute an environmental risk.

The Company has prepared nine operational protocols on environmental matters (PA 231/H/01 to PA 231/H/09). These protocols are intended to be an integral part of the Organizational Model, subject to periodic updating and are published on the corporate intranet.

The Company operates according to the United Nations Sustainable Development Goals (SDGs) by fulfilling 7 out of 17 keypoints. In fact, the Company has implemented the 3S Development Plan - Albatrans Sustainable Shipping - which highlights all the activities pursued in the social, environmental and governance spheres.



### **7.10 Safety and hygiene in the workplace**

Albatrans S.p.A, aware of the importance of ensuring the best health and safety conditions in the workplace, is committed to promoting and disseminating responsible behavior among its employees, implementing the necessary preventive actions in order to preserve the health, safety and security of all personnel as well as third parties who frequent its premises. The culture of health and safety is disseminated systematically, through training and communication moments, and is achieved through continuous updating of methodologies and systems, in light of the best available technologies, carrying out an analytical assessment of risks, criticality of processes and resources to be protected. Company representatives in health and safety-sensitive roles are committed to compliance with the regulations and obligations arising therefrom on prevention and protection, setting themselves, however, goals of excellence that go beyond mere compliance, in full awareness of the value represented by safeguarding the conditions of health, safety and well-being of the individual. The Company has prepared eleven operational protocols on safety and hygiene in the workplace (PA 231/F/01 to PA 231/F/11). These protocols are intended to be an integral part of the Organizational Model, are subject to periodic updating, and are published on the corporate intranet.

## **8. GIFTS, BENEFITS, OR PROMISES OF FAVORS**

### **8.1 General principles**

Gifts or invitations to events, shows etc. are often part of the way business negotiations are conducted and are socially acceptable in many cultures. In most cases it is a way to create goodwill and establish trust in business relationships. All Employees and Collaborators of Albatrans S.p.A must ensure that the practices underlying invitations and gifts in general are consistent with Company policies and relevant local laws and regulations. They must also make sure that such "courtesies" are never given or received to obtain or give an undue advantage, are of modest value, are always represented by goods in kind, and are sporadic in nature for the giver or recipient.

### **8.2 Specific principles**

In the course of business negotiation or business relationship with both the public administration and customers and suppliers is prohibited:

- Investigate, propose or offer employment and/or business opportunities that may benefit Public Administration employees or clients/suppliers in a personal capacity;
- Offering in any manner and even through an intermediary person gifts, donations, benefits even indirectly, goods, services, benefits or favors that are not due or that exceed ordinary courtesy relations;
- Soliciting or obtaining confidential information that may compromise the integrity or reputation of either party, as well as bring direct or indirect benefits relevant to oneself or Albatrans S.p.A.;
- Taking actions to improperly influence the decisions of the other party;
- Receiving gifts or favorable treatment from Public Administration appointees, Customers or Suppliers that exceed ordinary courtesy relations.

It should be noted that a gift is defined as any compensation or personal benefit related to the management of business activities, including the taking of fees, recognition of amounts, gratuities, free attendance at conferences, offers of entertainment, promises of job offers, and any personal favor that has more than nominal value.

In dealings with the public administration, wrongdoing could occur even where the utility transferred to the public official was not made with the intent to influence a choice in violation of the law.

Accepting gifts in a personal capacity can mean for the company, the employee and the third party involved the definitive and irreparable breakdown of a relationship of trust, so employees are permitted to accept, even in a personal capacity, only small gadgets in compliance with company procedures. Gifts received from employees and collaborators of Albatrans S.p.A. that are not included in the permitted cases must be refused.

## **9. SPONSORSHIPS**

Albatrans S.p.A. can adhere to sponsorship requests that may relate to the themes of social, environmental, sports, and entertainment.

Albatrans S.p.A. is aware, however, that sometimes donations and sponsorships, however entirely legitimate, run the risk of eliciting the appearance of an attempt at bribery.

Therefore, before making any donations or sponsorships to third parties, it is necessary and appropriate to obtain proper approvals. Sponsorships are supported by specific contracts.

## 10. USE AND DISCLOSURE OF INFORMATION

Albatrans S.p.A considers the dissemination of correct, complete and truthful information on all company facts and the maintenance of due confidentiality on the same, where necessary, as a prerequisite for creating and maintaining a relationship of transparency and trust with its related stakeholders and customers.

Consequently, in handling information, Employees and Collaborators must:

- Keep scrupulously and with the utmost confidentiality all company information of any kind learned in the performance of one's duties;
- Request consent to the processing of personal data, for the purposes communicated.

In relation to information in general, Employees and Collaborators must:

- Avoid improper or instrumental use of confidential ones in one's possession, nor use them for one's own benefit and/or that of family members, acquaintances and third parties in general;
- Protect them from access by unauthorized third parties, prevent their dissemination unless specifically authorized by the Manager;
- Do not seek, or try to obtain from others, those not pertaining to one's sphere of expertise or functions;
- Classify and organize them so that it is possible for authorized parties to access them easily and draw a complete picture.

Employees not expressly authorized, in the forms and terms of Legislative Decree No. 196 of 2003, as amended, having as its object the protection of persons and personal data, are prohibited from knowing, recording, processing and disclosing the personal data of other Employees or third parties.

## 11. CONFLICT OF INTEREST

Albatrans S.p.A. is committed to implementing appropriate measures to prevent those involved in transactions or in the negotiation and stipulation of agreements and conventions from being, or even appearing to be, in conflict of interest. The directors and employees of Albatrans S.p.A. are obliged to refrain from initiatives that may generate situations of conflict of interest, either their own or of third parties, in particular those arising from a conflict between personal and family economic activities and the duties they hold within the structure and/or body to which they belong, or more simply those that may impair the possibility of fulfilling the functions and responsibilities held within the corporate organization with due diligence. By way of example and not limitation, the following situations could be considered relevant to an assessment of conflict of interest:

- hold a top management position (managing director, director, head of function) and have economic interests with suppliers, customers or competitors (ownership of shares, professional positions etc.);
- participate in the Company's purchasing decisions, supervise the performance of services, and perform work with suppliers;
- taking advantage personally or through family members of business opportunities that may come to one's attention in the course of one's duties at the Company;
- accepting money, gifts or favors (e.g., employment or career advancement for family members) from individuals who in various capacities intend to establish relations with the Company;
- hiring, promoting or being a direct superior of a family member or any person with whom one has a close personal relationship;

With specific reference to free gifts or other forms of gifts, please refer to what has been said previously and what is stated in the "Anti-Corruption Guidelines" protocol to which reference is made for brevity.

Conflict of interest situations, even potential ones, should they arise, must be reported to the direct superior and/or the body of which one is part as well as to the Supervisory Board using the appropriate Sheet No. 2, attached to the Organizational Model and published on the Company Intranet. The stakeholder shall refrain from intervening in the decision-making process to which he or she is a party. At the same time, the superior or body identifies all solutions to ensure transparency and fairness in the performance of activities and works to maintain all documentation.

## **12. ENTITY IN CHARGE OF CODE IMPLEMENTATION AND REPORTING REQUIREMENTS**

The function responsible for the dissemination and application of the Code of Ethics and the principles contained therein is the Human Resources Department with the collaboration of the

Supervisory Board of Albatrans S.p.A. and the Committee of Mentors, appointed by the Chairman of the Parent Company precisely for the purpose of proposing actions to be taken in this area. Each subsidiary company, directly or indirectly, in Italy and abroad, may assign by formal act of the competent corporate body the function of Guarantor of the Code of Ethics to a person identified for this purpose or to the Human Resources function, if any. The person in charge of supervising the application of the Code of Ethics must:

- Verify implementation and compliance with the Code of Ethics through an analysis and evaluation of "ethical" risk control processes;
- Monitor initiatives for the dissemination of knowledge and understanding of the Code of Ethics, ensuring in particular the development of communication and "ethics training" activities and analyzing proposals for the revision of company policies and procedures that impact business ethics;
- Receive, analyze and evaluate reports of violations of rules of conduct involving, where necessary, the Human Resources Department for the correct interpretation of laws, regulations and the National Collective Labor Agreement;
- Communicate the results of the audits to the relevant facilities for the adoption of any sanction measures and the implementation of the most appropriate measures to solve problems and prevent risks;
- Propose amendments and/or additions to be made to the Code of Ethics.

### 13. PENALTY SYSTEM

It is already clear from the introduction of this Code of Ethics that there is a strong call for the precise and punctual observance of all legal regulations by every employee in the performance of his or her work activities. Respect for the Code of Ethics, on the other hand, must arise more from Albatrans S.p.A.'s obligation to its Employees and Collaborators than from their sharing of the fundamental values set forth therein. This does not, however, exclude Albatrans S.p.A.'s right/duty to supervise compliance with the Code of Ethics, taking all preventive and control actions deemed necessary or appropriate for this purpose.

Compliance with the rules of the Code of Ethics is to be understood as an essential element of the contractual obligations of **Employees** pursuant to and in accordance with Article 2104 of the Civil Code. Violation of the rules of the Code of Ethics constitutes a breach of the primary obligations of the employment relationship or a disciplinary offence in compliance with the provisions of Article 2103 of the Civil Code and the procedures laid down in Article 7 of the

Workers' Statute (Law No. 300 of 20 May 1970) with all legal consequences both in relation to the maintenance of employment and any compensation for damages arising therefrom.

Compliance with the Code is also to be considered an integral part of the contractual obligations undertaken by **Collaborators and/or individuals having business relations with the company**.

Violation of these regulations may constitute a breach of contractual obligations with all legal consequences, including termination of the contract and/or assignment, and may result in compensation for damages arising therefrom.

Therefore, in case of established violations, Albatrans S.p.A takes action by applying the measures provided for in the sanction system. These measures, proportionate to the seriousness of the crimes committed, are applied in compliance with the protocol prepared for this purpose (referred to as the "Disciplinary System"), which is an integral part of the Organization, Management and Control Model of the Company. If the infractions constitute violations not only of the rules of the Code of Ethics, but also of contractual and legal rules, the sanctions provided for in the relevant regulations shall be applied

**For acknowledgment**

**Date** .....

**Signature** .....