



NOVOTEMA

**CODE OF ETHICS
AND CONDUCT**

This Code of Ethics is the set of values, principles and lines of conduct for all subjects involved in the activities carried out by NOVOTEMA SPA, now referred to as the Organization.

The Code is adopted by the Board of Directors and comes into force on the same date.

The Code is for all the staff employed by the Organization and for all those linked to it by a continuous, periodic employment relationship for paid work or consultancy (hereinafter referred to as "COLLABORATORS").

The Code is subject to review by the Management / Board of Directors of the Organization.

Collaborators, while carrying out their work, must comply with the Code, making its principles effective.

The Organization intends to base its activities in compliance with the principles of professionalism, correctness, legality and transparency as well as respect and observance of the law, regulations and provisions in force, repudiating any form of corruption, collusion and any illegal or morally improper conduct that causes damage to the integrity or reputation of the company, its partners or the community within which it operates.

Specifically, the principles that inspire the Organization, both towards stakeholders and the community, are the following:

- legality, honesty and transparency*
- respect and non-discrimination*
- promotion of health and safety*
- respect for the environment and the territory*
- commitment to sustainable development and responsibility towards the community*

The Organization has chosen to implement an INTEGRATED MANAGEMENT SYSTEM within its organization, which includes this CODE OF ETHICS and takes into consideration the requirements of various internationally recognized standards: IATF 16949, ISO 45001, ISO 14001, SA8000.

<i>Revision n.</i>	<i>Reason for revision</i>	<i>Date</i>
<i>0</i>	<i>New Code</i>	<i>08 January 2024</i>
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Risk Management

The Organization has developed, within the Integrated Management System, a risk management model deriving from a strategic planning process which includes the definition of a methodology for identifying risks and tools for risk assessment, monitoring and management, in relation to the analysis of its own context and all interested parties.

It is the responsibility of the Management to supervise the functionality of the Internal Control System and to identify, evaluate, monitor and manage the main risks. It is the responsibility of workers and collaborators to ensure effective functioning within the position and the role held.



Communication and Knowledge of the Code

This Code is available for all those who, in any capacity, have relationships with the Organization, on the website www.novotema.com

The Organization undertakes to promote effective knowledge of the Code by Collaborators by establishing specific information moments both for those who are already part of the structure and for new hired and new collaborators. An electronic copy of the Code is available on the company server and is distributed to all Collaborators.

Whistleblowing and Management of Reports received



NOVOTEMA's Whistleblower system should be used when there is reason to suspect that laws, human rights or the Code of Conduct have been violated. Possible violations of this type include bribery, fraud or harassment. Every employee should, without fear of retaliation from anyone, use the Whistleblower system to inform our Manager of Internal Reporting Systems (RSIS) and the HR Assistant of any improper activity.

At any time, if you would like your report to be received and evaluated only by Novotema's corporate ethics team, you can contact the Whistleblower Hotline:

- Use the telephone, or on the web at the page:
- <https://whistleblowersoftware.com/secure/Novotema>
- Select the language you prefer
- Your anonymity is protected

Problems or concerns	Contacts
To ask questions or report potential violations of the Code, laws or regulations, or company policy	Whistleblower Hotline Website https://whistleblowersoftware.com/secure/Novotema
To ask questions or report potential violations of the Code, laws or regulations, or company policies through local reporting channels	Local Human Resources Manager Head of Internal Reporting Systems (RSIS) Human Resources Assistant
To ask questions about the Code or any Company policies	Local Human Resources Manager Head of Internal Reporting Systems (RSIS) Human Resources Assistant

Anti-corruption and anti-bribery

Relationship with Customers

Any form of approach to customers that violates competition legislation and does not comply with regulatory and legal provisions is prohibited. It is also prohibited to approach customers with attitudes and behaviors that are illicit or clearly contrary to the Code.

In particular, gifts, objects of value, direct or indirect benefits, freebies, acts of courtesy and hospitality aimed at influencing customers' choices are prohibited.

Relationship with Suppliers and Contractors

The selection of contractors and suppliers and the choice of purchases of goods and services must take place according to the principles of this Code and the internal procedures of the Integrated Management System, in compliance with the hierarchical structure of the Organization and through written orders. The selection of suppliers must take place exclusively on the basis of the parameters identified within the reference procedures or on the basis of parameters such as the quality of the product/service, convenience, price, capacity, etc...

In relationships with suppliers, gifts, objects of value, direct or indirect benefits, gifts, acts of courtesy and hospitality aimed at obtaining preferential treatment are prohibited.

Relationship with Authorities

The relationships that the Organization has with public officials or those in charge of a public service - who operate on behalf of Supervisory and Control Bodies, Authorizing Bodies and Public Administrations, must be undertaken and managed in absolute and rigorous compliance with the laws and current regulations, the principles established in this Code and the procedures of its Integrated Management System.

With particular reference to operations relating to authorizations, licenses, concessions, relationships with supervisory authorities or other independent authorities, social security bodies, tax collection bodies, bankruptcy proceedings bodies and similar, any contact with third parties must take place by the subject to this expressly delegated in line with company strategies and the principles set out in this Code.

Donations, gifts, direct or indirect benefits, gifts, acts of courtesy and hospitality aimed at influencing the choices of public officials or other persons in charge who operate on behalf of Supervisory Bodies, Authorizing Bodies and Public Administrations are prohibited.

Any gifts or gifts that are generally exchanged on the occasion of particular holidays such as, for example, Christmas, where practiced by custom, must combine the following requirements:

- common sense/reasonableness
- modest and symbolic value, as per the reference policy
- equality, i.e. uniformity of cost in the choice of gifts for customers.



However, gifts and gifts made on personal initiative or drawing from own or company funds but not previously used for this purpose are prohibited: the Organization establishes as company policy the obligation to report the expenses incurred in this area with suitable documentation.

Prohibition of corruption in all its forms

Any conduct, whether directly and/or indirectly corrupt, is prohibited.

Collaborators and employees who work in the Organization must not:

- directly or indirectly offer money to third parties, both public and private (administrators, general managers, managers, those responsible for drawing up corporate accounting documents, client companies, contracting or supplier companies,...) in order to obtain an interest or advantage of any type, including obtaining or maintaining business/business advantages for or on behalf of the Organization;
- directly or indirectly request or accept money or other benefits from customers, suppliers, or other parties or seek an advantage of any kind in exchange.

NOVOTEMA SPA establishes within its organization guidelines and administrative controls in order to prohibit and combat any illicit behavior consisting of:

- offer, suggest, authorize the offer or payment of money, gifts or gifts, in order to induce or remunerate corrupt conduct of a function or activity, whether public or private;
- pay or approve the payment of money, gifts or gifts in order to induce or remunerate corrupt conduct of a public or private function or activity;
- knowingly establish, establish, or maintain processes or procedures or schemes with the intent to engage in improper payments or other illicit acts

- engage in any activity with contractors, customers, suppliers, business partners and other third parties that may constitute a Crime.

By way of example, but not limited to, the following activities may constitute Corruption:

- offer money, gifts, benefits or similar in order to obtain a job opportunity;
- pay money, gifts, benefits or similar to an employee of a legal person in order to obtain confidential information;
- offer money, gifts, benefits or similar in order to influence customers or third parties
- accept disproportionate gifts from a supplier/contractor

Ethical Principles



The Organization expects its Collaborators to rigorously apply the ethical principles that underlie the corporate culture, which are grouped into principles of legality, honesty, transparency and ethical-behavioral principles.

Principles of Legality, Honesty, Transparency

The behavior of all those for whom the Code is intended must first of all comply with the laws in force in the State where the Collaborators operate.

The Organization operates in compliance with mandatory regulations and therefore all Collaborators, as well as those who in various capacities interact with the company, are required, within their respective competences, to know and observe the current international, state, regional and local regulations : laws, directives, regulations, ...

All Collaborators must act in a manner compliant with this CODE, with the utmost sense of responsibility and rectitude, in a correct and never misleading manner within the Organization itself, towards third parties and externally.

The Organization undertakes to fight any form of corruption, fraud or irregularity and undertakes to base every relationship both internal and external to the company with utmost loyalty, establishing relationships of trust with all subjects who come into contact with the Company and its work and managing every relationship with stakeholders in a transparent, comprehensible, clear and unambiguous way.

Ethical-Behavioral Principles

All work activities of those who work for the Organization must be carried out with professional commitment, responsibility and moral attitude, also in order to protect the company's image.

All Collaborators, as well as those who work with the Organization, are required, in carrying out their duties and operating their professional life within the Organization, to align with the following ethical-behavioral principles:

Protection and enhancement of the person

Respect for each individual, valorization of their respective abilities, establishment of trust mechanisms and empowerment of individual collaborators, without any discrimination

Equity and Equality

The behavioral regime must be inspired by the common sense of substantial justice as well as the treatment and social relationship towards each interlocutor, regardless of differences in age, sex, origin, different physical ability, religion, corporate rank, economic power, social influence

Confidentiality

Scrupulous abstention from the disclosure of any company data (be it of a technical, economic, strategic, ...) or personal nature, in compliance with all current regulations regarding the protection of personal data / privacy

Impartiality

Objective and fair way of operating and judging, without favoritism for any of the parties involved

Environmental protection

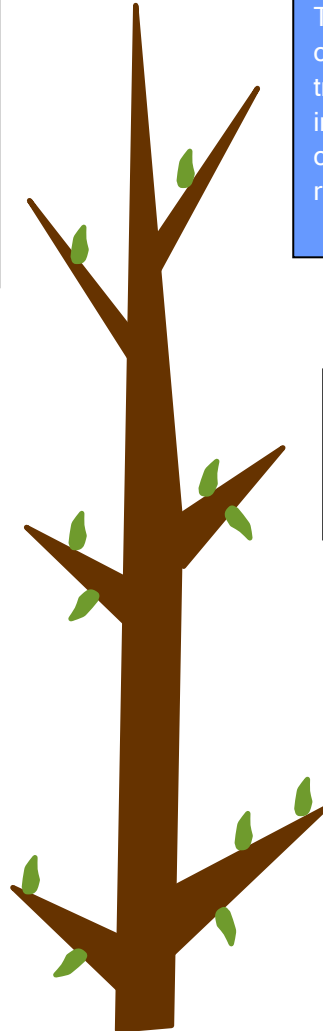
Compliance with all current regulations on the environment and scrupulous attention to the environmental impact of one's activity

Health and safety protection

Compliance with all current regulations on health and safety at work and scrupulous attention to all issues related to the prevention of accidents and professional illnesses in the workplace

Honesty

Inability to carry out illegal, illicit or even simply evil acts, both out of compliance with legal principles, the Code and moral principles, and out of a deep-rooted sense of justice. All Collaborators must always maintain correct behavior or act in an illicit or unethical manner or abuse their position. All Collaborators must be aware of their responsibilities and maintain an irreproachable attitude towards corruption, which means they must not offer, promise, give, request or accept anything of value or any benefit with the intention, as a consequence, that a specific function or activity is carried out improperly, by oneself or by other parties



“SAFETY First”



We all have a role to play, so we are all capable of taking care of our own safety and the safety of others.

NOVOTEMA SPA has always been sensitive to issues relating to health and safety at work and has implemented for its organization a Health and Safety Management System compliant with the ISO 45001 standard and certified by a third party body.

The Organization undertakes with scrupulous attention to guarantee a working environment compliant with current safety and health regulations (Legislative Decree no. 81/2008 and subsequent amendments), through monitoring, management and prevention of risks associated with carrying out the work activity, within its management system..

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Relationships between Employees

Employees and all Collaborators are required to fully and constantly respect the principles of moral legitimacy and ethical-behavioral principles. They must observe and apply the ethical-behavioral principles of diligence, honesty and equality, promoting collaboration and mutual solidarity, encouraging the creation of a working environment suitable for the protection of the person and the worker from both a professional and relational point of view.

Employees are required to comply with the directives given to them by those in top positions and to diligently execute them, provided that the orders themselves are not clearly in conflict with the laws in force and/or with the principles of this Code; they must also report any factual situations they encounter that are in conflict with the laws in force and/or with the principles of this Code.



Top management

Top management is required to respect the principles of moral legitimacy and ethical-behavioral principles, with reference to the functions they hold. The top management has the duty to operate with complete transparency in order to allow the reconstruction of all the operations they carry out, with special reference to those relating to the movement of money. They are required to convey an image of the company that fully adheres to the principles of this Code.

Top managers are required to exercise their powers in a balanced, fair and non-discriminatory manner towards Collaborators and third parties, respecting their person and dignity, without ever abusing their position.

Top management must report any factual situations they encounter that are in conflict with the laws in force and/or with the principles of this Code.

STANDARD SA8000 – Regulatory Elements

The Organization undertakes to observe national and international laws and the following international references:

- Universal Declaration of Human Rights
- United Nations Convention on the Rights of the Child
- United Nations Convention on the Elimination of All Forms of Discrimination against Women
- United Nations Convention on the Elimination of All Forms of Racial Discrimination
- International Covenant on Economic, Social and Cultural Rights,
- International Covenant on Civil and Political Rights
- ILO Convention 1 (Working hours - Industry) and Recommendation 116 (Reduction of working hours)
- ILO Conventions 29 (Forced Labor) and 105 (Abolition of Forced Labor)
- ILO Convention 87 (Freedom of association and protection of the right to organize)
- ILO Convention 98 (Right to organize and collective bargaining)
- ILO Conventions 100 (Equality of pay) and 111 (Discrimination - employment and profession)
- ILO 102 Conventions (Social security - minimum standards)
- ILO Convention 131 (Definition of minimum wage)
- ILO Convention 135 (Workers' Representatives)
- ILO Convention 138 and Recommendation 146 (Minimum age)
- ILO Convention 155 and Recommendation 164 (Health and safety at work)
- ILO Convention 159 (Professional reintegration and employment - disabled people)
- Convention 169 (Indigenous and tribal peoples)
- ILO Convention 177 (Homework)
- ILO Convention 182 (Worst forms of child labor)
- ILO Convention 183 (Maternity Protection)
- EU Directive n.2019/1937 as transposed by Legislative Decree 24/2023

Management systems

NOVOTEMA SPA has implemented an Integrated Management System within its organization to ensure that it is documented and noticeable:

- the commitment to comply with national laws and other laws applicable to its business;
- commitment to continuous improvement;
- the commitment to comply with the requests of the voluntary standards IATF 16949, 45001 and 14001 with certification issued by a third-party body;
- the commitment to be inspired by ethical and social responsibility principles identified within the voluntary SA8000 standard.

Disciplinary practices

The Organization manages the relationships of its collaborators with dignity and respect: within the Organization no disciplinary measures contrary to the dignity and respect for the person of the worker are applied and no unusual and/or corporal disciplinary practices are envisaged. Any disciplinary measures are those provided for by current legislation and the relevant National Collective Agreement.

Child labor

NOVOTEMA SPA does not engage in child labor, nor support it or encourage its use. NOVOTEMA SPA does not employ young workers in unhealthy or dangerous situations, at night or during school hours. (Definition of young worker: any worker who is over the age of 15 as a child and who has not reached the age of 18 - ref. III.26. SA8000:2014). The Organization maintains and makes available to the competent authorities an archive relating to the name, age/date of birth of any young workers but also of those following start-up or professional training programs within its company.

Forced and compulsory labor

The Organization does not employ personnel who work against their will or who are not free to terminate the employment contract. Furthermore, it does not employ personnel who suffer non-legal restrictions on their freedom to terminate their work commitments (seizure of documents, salaries not paid and kept as security).

Under no circumstances the staff is required to leave "deposits" or identity documents to start working with the company and under no circumstances any form of illegal employment is allowed.

Freedom of association and right to collective bargaining

The Organization respects the right of all staff to organize and join trade unions and to engage in collective bargaining and protects workers from any act of discrimination tending to violate trade union freedom.

Freedom of association is ensured without putting pressure on those who join, nor discriminating against them in their tasks or growth path in the organization.

The company recognizes staff representatives as privileged interlocutors and guarantees them time to carry out these activities and access to the workplace.

Discrimination

The Organization does not use or support any form of discrimination for reasons of nationality, origin, religion, disability, sex, sexual orientation, membership of associations and trade unions, political orientation, age, in relation to employment, salary, training, promotion, dismissal, retirement.

Within the Organization, under no circumstances will the right of personnel to observe doctrines or practices be interfered with or hindered, or to satisfy needs related to their nation of origin, religion, disability, sex, sexual orientation, membership of associations or to political orientations.

Working time

The Organization adapts to the provisions of the national category contract on working hours; in any case, staff is guaranteed at least one day of rest out of seven and is not required to work more than 48 hours per week on a regular basis.

The Organization ensures that any additional working hours are in line with the provisions of the category's National Collective Agreement.

The Organization also ensures that extra working hours are not required except in extraordinary and short-term cases, and that they are always appropriately remunerated.

The Organization plans the carrying out of activities carefully, trying to rationalize the processes and correctly predict the necessary staff, so as not to force its employees to work excessive overtime and to guarantee them the enjoyment of their holidays.

Salary

The Organization guarantees its workers a salary that complies with all laws in force and not less than the one set by legislation as the minimum wage.

The organization ensures, also through the support of an external company for payroll management, that the salary and benefits are paid in full compliance with all applicable laws and that the salary is paid in the most convenient way for the worker.