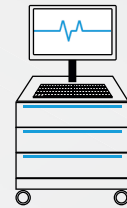
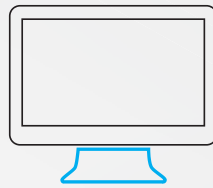
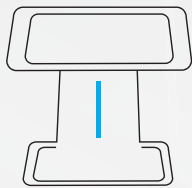
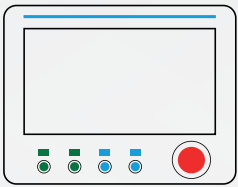




# INTERCOMP<sup>®</sup>

INNOVATION TECHNOLOGY FACTORY



# CODE OF ETHICS

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## Introduction

This **Ethical code** (the "Code") summarizes the **principles of behaviour** that Administrators, Executives, Employees and Collaborators in any capacity, as well as the suppliers of INTERCOMP must comply in conducting business activities, in performing work services and, in general, in internal and external relations with INTERCOMP itself. It has no claims to completeness.

The Code is binding on **Directors, Senior executives, Employees and Collaborators** as well as suppliers of INTERCOMP.

- ▶ INTERCOMP intends to operate in the **respect of the highest ethical standards**, inside a framework of principles, guidelines and policies based on a sense of moral, social and environmental **responsibility** with the aim of increasing, in the long term, the **sustainability** of our company and the communities in which we operate.
- ▶ Consistent with the above, INTERCOMP intends to **interact** through Directors, Executives, Employees and Collaborators with Third Parties who **share the same commitment** towards high ethical standards and operate responsibly and ethically unexceptionable.

For any questions or concerns you can use our [web contact page](#) 

- ▶ To reaffirm the standards we committed ourselves to respect, INTERCOMP developed the present **Code of Ethics and Conduct for Third Parties and their collaborators** (direct or indirect), based on local legislation (such as for Italy: Legislative Decree 231/01, Legislative Decree 196/03, Legislative Decree 81/08), on the **Principles of the metalworking industry** and responsible management of the supply chain. Therefore, to all **Third Parties** who collaborate with INTERCOMP is required to:
  - ▶ **strengthen, communicate** and **apply** these Principles;
  - ▶ operate in the **full respect** of the laws, rules and regulations in force;
  - ▶ be aware of the **cultural differences** and of the **challenges** associated with interpretation and application of these principles globally;
  - ▶ understand that the satisfaction of these expectations can be managed by different methods, but always in the **respect of laws, values** and **cultural assumptions** of the different world societies;
  - ▶ integrate the principles with a view to **constant evolution**, also aimed at improving the Third-Party performance over time.
- ▶ All the Directors, Executives, Employees and Collaborators of INTERCOMP and Third-Party collaborators are required to **report supposed violations** of the law, rules, regulations, and principles to INTERCOMP both through internal communication channels and through the contact web pages as set out below.
- ▶ This includes reporting **misconduct** by the Directors, Executives, Employees and Collaborators of INTERCOMP with whom you do business. In this regard, please do not conduct a private investigation.
- ▶ When you call, try to provide **specific information** regarding the concern, when and where the fact has presumably occurred, who was involved and any additional information to facilitate the investigation by INTERCOMP.

**INTERCOMP undertakes to avoid retaliations of any kind and to maintain confidentiality and anonymity with respect to all communications.**

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# INTERCOMP

# Ethical aspects

Directors, Executives, Employees, Collaborators and Third Parties of INTERCOMP must operate in an unexceptionable ethically manner and with integrity, that is, by way of non-exhaustive indication:

## Integrity, reputation and fair competition

- ▶ **Activities** that integrate corruption, extortion and embezzlement are **prohibited**. Directors, Executives, Employees, Collaborators and Third Parties are **prohibited** from recognizing or accepting bribes or participating in other illegal forms of persuasion in the management of relationships with other companies or with Public Authorities and Public Officials.
- ▶ The Directors, Executives, Employees, Collaborators and Third Parties of INTERCOMP, if not duly authorized, **cannot communicate information** such as perspectives, performances or policies of INTERCOMP that could have repercussions on INTERCOMP's economic and financial evaluation. Third Parties are **prohibited from making public confidential or proprietary information** of INTERCOMP related to any aspect of INTERCOMP's business activity.
- ▶ The Directors, Executives, Employees, Collaborators and Third Parties of INTERCOMP are required to carry out their activities according to the principles of **fair and effective competition** and in compliance with the requirements of all the **anti-trust laws** in force, by acting, in each and any place of operation, in the **respect for the contents and the spirit of the Competition Laws** and adopting correct business practices, including the use of accurate and truthful advertising messages.

## Marketing and promotional activities

- ▶ All **material** and **marketing** or **promotional** activities must comply with **high ethical standards** to be in line with all applicable laws and regulations. Materials and promotional activities that refer to the products or services of others (e.g. INTERCOMP partners) must represent these products and services **correctly** and **accurately**.
- ▶ The **interactions** with operators and public and private organizations are intended to **inform** about the **characteristics** of the **products** and **services** offered. Nothing should be offered or provided in a way that may have an influence on ethically improper sale of products or provision of services. No financial or in-kind benefit (including grants, scholarships, subsidies, consulting contracts, educational articles, etc.) should be offered to individuals to improperly influence purchases or supplies.

## Privacy

- ▶ INTERCOMP Directors, Executives, Employees, Collaborators and Third Parties must safeguard the **confidentiality** and **security** of **personal data**, ensuring the implementation of adequate **protection** systems. Use and disclosure of personal data must be limited to the purposes for which they were provided to ensure the respect for individuals' **privacy rights**.

# Workforce

Directors, Executives, Employees, Collaborators and Third Parties of INTERCOMP must support the human rights of workers and treat them with respect and dignity, that is not limited to:

## Free choice of employment

- ▶ Third Parties who collaborate with INTERCOMP **cannot make use of forced labour**, under the bond of slavery or extorted from prisoners. Third Parties who collaborate with INTERCOMP do not have to ask their collaborators to **deliver documents** or **deposit money** at the beginning of the employment relationship.

## Child labour

- ▶ Third Parties who work with INTERCOMP **must not use child labour**. The employment of workers under the age of 18 may only take place in the context of non-hazardous tasks and involved only young people **above the minimum limit** for employment in the country of reference and/or once exceeded the established age for **completing compulsory education**.

## Absence of discrimination and fair treatment

- ▶ Directors, Executives, Employees, Collaborators and Third Parties of INTERCOMP must guarantee a **workplace free from harassment and discrimination**. No form of discrimination is allowed for reasons such as race, colour, age, gender, sexual orientation, ethnicity, disability, religion, political affiliation, affiliation to trade unions or marital status. Administrators, Executives, Employees, Collaborators and Third Parties of INTERCOMP must guarantee a **workplace free from harsh and inhumane treatment**, including harassment and sexual abuse, punishment, physical or mental coercion and verbal abuse against workers. These treatments **must not even be threatened**.

## Salaries, benefits and working hours

- ▶ Directors, Executives, Employees, Collaborators and Third Parties of INTERCOMP must pay **salaries in accordance with the applicable laws on remuneration** and consider when arranged in relation to the minimum salary, overtime and mandatory benefits. INTERCOMP Directors, Executives, Employees, Collaborators and Third Parties must inform the worker when defining the recruitment and/or the employment contract, **the basis on which he will be paid**. The Third Parties are also required to inform the worker of any request for **overtime work** and the **remuneration paid** for such additional work.

## Associative freedom

- ▶ Directors, Executives, Employees, Collaborators and Third Parties of INTERCOMP must contribute to maintaining an **open communication environment** with collaborators to **resolve workplace or compensation issues**. These Third Parties must **respect the workers' right**, as provided by the local laws, to free association, membership or non-union membership, representation and membership of workers' committees.
- ▶ Workers must have the power to **communicate openly with management** for matters relating to working conditions, without the threat of reprisals, intimidation or harassment.

## Selection for assignments' subcontracting to Third Parties

- ▶ Directors, Executives, Employees, Collaborators and Third Parties of INTERCOMP who should subcontract assignments that provide access to INTERCOMP information or procedures must ascertain, before confirming the assignment, that the subcontractors are **aligned to the INTERCOMP standards** on ethics, integrity, prevention of the corruption and anything else reported in this Code.

# Environment, health and safety

Directors, Executives, Employees, Collaborators and Third Parties of INTERCOMP must operate in a responsible and efficient manner, to minimize the negative impacts on the environment. They are also invited to safeguard natural resources, avoid the use of hazardous materials where possible and engage in re-use and recycling activities, that is not limited to:

## Environmental authorizations

- ▶ Directors, Executives, Employees, Collaborators and Third Parties of INTERCOMP undertake to act in **compliance with the environmental regulations in force**; to obtain all permits, licenses, information on environmental records and restrictions, and undertake to comply with all relevant operational and formal requirements.

## Waste and emissions

- ▶ Administrators, Executives, Employees, Collaborators and Third Parties of INTERCOMP must have systems that guarantee **safety** during use, handling, storage, recycling, reuse or **management of waste, emissions and waste water**. All waste, waste water or emissions that could have a negative impact on human health or the environment must be appropriately managed, monitored and treated before they are released into the environment.

## Leaks and spills

- ▶ Directors, Executives, Employees, Collaborators and Third Parties of INTERCOMP must have systems to **prevent and mitigate the environmental consequences of leakage or accidental loss**.

Directors, Executives, Employees, Collaborators and Third Parties of INTERCOMP must ensure a **healthy and safe working environment**, even in the case of any lodgings made available by the company, that is not limited to:

## Worker protection

- ▶ INTERCOMP Directors, Executives, Employees, Collaborators and Third Parties must **protect workers from overexposure** to chemical, biological, hazardous activities and/or activities that expose them to exaggerated psychological stress.

## Processes security

- ▶ Directors, Executives, Employees, Collaborators and Third Parties of INTERCOMP must have programs in place to **prevent or mitigate the consequential damage caused by the chemical agents** and the securing of the production chain in all its parts.



## Plans to respond and deal with emergencies

- ▶ Administrators, Executives, Employees, Collaborators and Third Parties of INTERCOMP must **identify and evaluate emergency situations** in the workplace and in the accommodations eventually made available by the company, as well as minimize the impact, implementing emergency plans and procedures answer.

## Information on the dangers

- ▶ The Directors, Executives, Employees, Collaborators and Third Parties of INTERCOMP are required to **make security information available on hazardous materials**, including chemical compounds and intermediate products to educate, train and protect workers from related risks.

# Management systems

INTERCOMP Directors, Executives, Employees, Collaborators and Third Parties must use management systems aimed at fostering constant improvement and compliance with the provisions of these principles, that is not limited to:

## Commitment, Responsibility and Risk Management

- ▶ Third Parties must demonstrate their **commitment to the concepts described** in this document, allocating adequate **resources** and must have systems to determine and manage **risks** in all the areas included in this document.

## Regulatory and INTERCOMP requirements

- ▶ The Third Parties must **identify and comply** with all applicable laws, standard provisions and INTERCOMP contractual requirements.

## Problems' identification

- ▶ All workers should be encouraged to **report any problems or illegal activities** that take place in the workplace, **without fear** of reprisals, intimidation or harassment. Third Parties have to investigate and adopt corrective measures, where necessary.

## Fraud prevention and related communications

- ▶ Third Parties are required to implement **effective fraud prevention and communication programs**. Such Third Parties shall disclose all fraudulent actions affecting the activity of INTERCOMP, regardless of their actual impact.

## Not retaliation

- ▶ INTERCOMP Directors, Executives, Employees, Collaborators and Third Parties must adhere to INTERCOMP's non-retaliation policy, including the expectation that any doubt or concern may be reported **without fear of retaliation**. INTERCOMP **will take measures**, in accordance with local law, against anyone who threatens retaliation or harassment of any person who has reported or is considering reporting in good faith any such notification as specified above.

## Documentation

- ▶ Third Parties must keep all the **documentation** necessary to prove their **compliance** with this document and with all applicable regulations.

## Training and skills

- ▶ Third Parties must implement a **training program** that allows its employees and all collaborators to achieve an adequate level of **knowledge** and **skills** to meet these expectations.

## Constant improvement

- ▶ Third Parties must aim for **constant improvement**, defining new performance targets, adopting implementation plans and taking all corrective measures necessary to **eliminate the shortcomings** highlighted during internal or external evaluations, inspections and management verifications.

## Continuity of the business activity

- ▶ Third Parties are responsible for the **development** and **implementation** of **appropriate Business Continuity plans** for all activities related to INTERCOMP. These plans must be **designed** and **constantly updated** to quickly recover or restore interrupted critical functions, partially or totally, to minimize the damage to INTERCOMP business and protect its reputation.

# Guidelines and policies: INTERCOMP reference framework

INTERCOMP has defined for its Directors, Managers, Employees and Collaborators this Code of Ethics, which specifies the attitude of INTERCOMP in relation to the main standards that must be respected during work and promotes behaviours based on honesty, legality and ethics.

It follows that third subjects who interact with INTERCOMP collaborators must share and respect the principles of INTERCOMP related to conflict of interest, acceptance of invitations and gifts and prevention of corruption as summarized below:

## Conflict of interest

- ▶ INTERCOMP expects all Collaborators to be **exempt from actual or potential conflicts of interest**. A conflict of interest occurs whenever the prospect of a personal advantage, direct or indirect, may or appears to influence the judgment or actions of those operating in the name and on behalf of INTERCOMP.

## Acceptance of invitations and gifts

- ▶ In carrying out the business activity, the exchange of invitations or gifts of symbolic value, connected to the activity itself, may occur. INTERCOMP guidelines cover the **standards** and **limitations** that **govern the acceptance** of invitations and gifts by any person, organization or agency that are related or connected to INTERCOMP business activities. Furthermore, Collaborators defining purchases of goods or services on behalf of INTERCOMP are subject to further **restrictions** on invitations and gifts from suppliers, whether actual or potential.

## Expectations

- ▶ INTERCOMP Collaborators can **accept invitations** provided they are **legal** and **ethically acceptable**, linked to the business activity within which the collaborator operates, of not high value, occasional and such as to favour the deepening of the knowledge related to the business and not only the welfare or personal use of the Collaborator.
- ▶ INTERCOMP Collaborators **must not accept travel and accommodation**.
- ▶ INTERCOMP Collaborators can generally **accept gifts of symbolic value** (e.g. pens, mugs, calendars, etc.) provided that such gifts **are not frequent** and represent a custom, for example during holidays and within a specific working relationship.

- ▶ Employees in charge of defining **purchases of goods or services** on behalf of INTERCOMP are subject to **further restrictions** regarding invitations and gifts from actual or potential suppliers and receive **special indications** to decline invitations to sporting and/or recreational events financed by Third Parties, also of negligible value.
- ▶ Except as permitted above, INTERCOMP Collaborators (and their immediate family members) **must not accept or solicit, directly or indirectly**, from any Third-Party, any **entertainment or gifts**, including but not limited to the following:
  - ▶ holidays;
  - ▶ payments in cash or cash equivalents (such as gift certificates or checks);
  - ▶ services;
  - ▶ loans (except as private individuals by banks or other financial institutions);
  - ▶ discounts (except those offered to INTERCOMP staff in general).
- ▶ In all cases, **the exchange of "business entertainment" and gifts should not create, or be perceived to create, a conflict of interest** with INTERCOMP values of transparency and fairness.

For further information regarding the principles governing interactions with INTERCOMP, please contact your business partner or INTERCOMP directly through one of the reserved reporting mechanisms below.

# Glossary

The **terms defined below** should be interpreted in the **broadest sense** to fulfil the spirit and principles set out in this document on preventing corruption. INTERCOMP carries out its commercial operations **in compliance with the highest ethical standards** and will not therefore tolerate any act that may appear to promise, offer, make or authorize prohibited payments under this document.

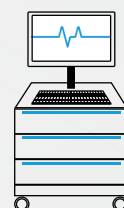
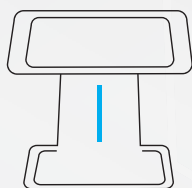
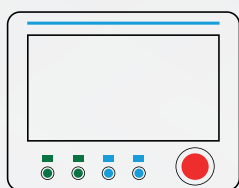
- ▶ **Things of value or other usefulness:** this term includes money and objects equivalent to money, gifts, services, job offers, loans, travel expenses, entertainment, political contributions, donations to charities, subsidies, daily payments, sponsorships, fees or commissions on any other asset, even if of nominal value.
- ▶ **Payments:** this term refers to and includes any offer, promise, payment authorization or any payment, direct or indirect, of anything of value.
- ▶ By **Public Official** means: one who performs a public, legislative, judicial or administrative function, namely:
  - ▶ official or public employee of any department, agency and public body or body that provides a public service;
  - ▶ individual acting in the name and on behalf of any department, agency and public body or body that provides a public service;
  - ▶ official or employee of a political party or any person acting in the name and on behalf of a political party;
  - ▶ political candidate.

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