

CODE OF ETHICS



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30.12.2024	ORGANISATION AND MANAGEMENT MODEL PURSUANT TO LEGISLATIVE DECREE 231/01	
REV. 2024/00	Page 2 di 17	CODE OF ETHICS

SUMMARY

1. INTRODUCTION	3
2. PURPOSE AND SCOPE OF APPLICATION.....	4
3. APPROVAL AND UPDATING OF THE CODE OF ETHICS	5
4. PRINCIPLES OF ETHICAL CONDUCT.....	6
5. RULES OF ETHICAL CONDUCT	7
i. Protection and enhancement of individuals	7
ii. Health and Safety Protection.....	8
iii. Environmental protection.....	8
iv. Anti-Corruption Policy	9
v. Policy to combat organised crime	10
vi. Conflict of Interests.....	11
vii. Data protection.....	11
viii. Internal relations	12
ix. Transparency of documentation.....	14
x. Protection of Fair Competition	14
xi. Protection of Intellectual Property	15
xii. Media management and information management.....	15
xiii. Use of information technology and social media.....	16
6. REPORTS AND VIOLATIONS OF THE CODE	17

All documents relating to the Organisational and Management Model pursuant to Legislative Decree no. 231/01 contain strictly confidential information owned by FGM S.r.l. and cannot not be used for purposes other than those for which they have been defined.

	30.12.2024	ORGANISATION AND MANAGEMENT MODEL PURSUANT TO LEGISLATIVE DECREE 231/01	
	REV. 2024/00	Page 3 di 17	CODE OF ETHICS

1. INTRODUCTION

The FORGING GROUP MONALE S.r.l. (hereinafter, FGM S.r.l.) is a company established by the Wössner family in June 2009 and mainly involved in general mechanical machining, production of hot metal stamping items and the forging of aluminium items for the vehicle sector and industry in general.


FGM S.r.l. is proud to have a team of technical and workshop personnel with more than 30 years of experience.

With the aim of progressive growth and constant improvement, FGM S.r.l. has obtained the following certifications:

- UNI EN ISO 9001:2015, emblematic of the process of improving production standards and customer satisfaction;
- UNI EN ISO 14001:2015, attesting the achievement and maintenance of high qualitative and functional levels relating to the environmental management system;
- UNI ISO 45001:2018, fundamental for better control of safety fulfilments, in order to guarantee workers and all third parties health and safety.

FGM S.R.L., in accordance with the provisions of Legislative Decree 231/01, has adopted an Organisation and Management Model (MOG 231) that is designed to prevent the perpetration of the offences set out in Legislative Decree 231/01 and to reduce the related risk through the application of specific prevention protocols.

Consequently, the Company has appointed a Supervisory Board (SB) with autonomous powers of initiative and control, which is entrusted with the task of supervising the operation of and compliance with the MOG 231 (of which this Code of Ethics is an appendix) and of ensuring that it is updated.

	30.12.2024	ORGANISATION AND MANAGEMENT MODEL PURSUANT TO LEGISLATIVE DECREE 231/01	
	REV. 2024/00	Page 4 di 17	CODE OF ETHICS

2. PURPOSE AND SCOPE OF APPLICATION

The following functions are attributed to this Code of Ethics (hereinafter the ‘Code’):

- ❖ **legitimacy:** the Code sets out the duties and responsibilities of FGM S.R.L. towards all those who come into contact with the company and vice versa;
- ❖ **cognitive:** the Code enables unethical behaviour to be recognised and indicates the correct ways of exercising the functions and powers attributed to each individual;
- ❖ **incentive:** the Code contributes to the development of an ethical conscience and strengthens the reputation of FGM S.R.L. and the relationship of trust with those who come into contact with the Company.


The principles and provisions of this Code are addressed to and must be known by all company departments, EMPLOYEES, collaborators and by all those who, for whatever reason, have dealings with FGM S.R.L. (including, but not limited to, consultants, commercial agents, suppliers, customers, etc., hereinafter referred to as Third Parties).

Therefore, the Code is disseminated to all those who have relations with the Company by means of publication on the company website, or in any other suitable form: all those who have relations with the Company accept the provisions of this Code and undertake to comply with it.

All company departments, employees and collaborators are obliged to:


- know and disseminate the principles and values contained in this Code;
- operate according to the ethical-behavioural rules identified by the Code both in the performance of their duties and in their relations with the outside world, refraining from conduct contrary to them
- supervise the correct and continuous application of the Code at every level of the company, cooperating with the competent company Authorities for its verification and control.

All those who have relations with the Company are obliged to conduct themselves in a way that respects the canons of legality, correctness and good faith in compliance with the ethical-behavioural rules of this Code.

	30.12.2024	ORGANISATION AND MANAGEMENT MODEL PURSUANT TO LEGISLATIVE DECREE 231/01	
	REV. 2024/00	Page 5 di 17	CODE OF ETHICS

3. APPROVAL AND UPDATING OF THE CODE OF ETHICS

This Code is approved by the Board of Directors and is subject to review and update by the Board of Directors.


	30.12.2024	ORGANISATION AND MANAGEMENT MODEL PURSUANT TO LEGISLATIVE DECREE 231/01	
	REV. 2024/00	Page 6 di 17	CODE OF ETHICS

4. PRINCIPLES OF ETHICAL CONDUCT

All work activities of those who work for FGM S.R.L. must be carried out with professional commitment, moral rigour and fairness, also in order to protect the Company's image.

In carrying out their activities, the following ethical-behavioural principles must be respected:

- Legality, i.e. compliance with the laws, regulations and provisions in force in the Italian legal system and/or in force in the foreign countries where FGM S.R.L. operates;
- Equality, i.e., uniformity of treatment towards recipients and third parties, regardless of differences in age, sex, race, language, religion, political opinions and personal, economic and social conditions;
- Honesty and Fairness, i.e. respect for the principles of moral integrity, justice and rectitude, refraining from committing reprehensible actions, or actions that, according to the common sense of conscience, conflict with honesty;
- Impartiality, i.e. a way of operating and judging that is objective and equitable, without favouritism for any of the parties involved, whether public or private, linked by friendship or enmity, kinship or affinity;
- Transparency, i.e. full traceability and easy identification of each activity in all its steps, so that all relations are comprehensible and the respective acts justifiable;
- Confidentiality, i.e. scrupulous abstention from divulging any company data (be it technical, logistical, strategic, economic) and personal data, in compliance with current privacy legislation;
- Diligence, i.e. performing one's duties in a diligent, precise, careful and accurate manner.

	30.12.2024	ORGANISATION AND MANAGEMENT MODEL PURSUANT TO LEGISLATIVE DECREE 231/01	
	REV. 2024/00	Page 7 di 17	CODE OF ETHICS

5. RULES OF ETHICAL CONDUCT

i. Protection and enhancement of individuals


FGM S.R.L. is committed to enhance the skills and competencies of its personnel, providing them with appropriate training, refresher and professional development tools.

In particular, the company:

- is committed to create working conditions functional to the protection of the psycho-physical integrity and health of workers and respect for their moral personality, avoiding discrimination, unlawful conditioning and undue hardship;
- considers legislative compliance and continuous improvement as fundamental ethical principles;
- ensures that selection, management and training processes are based on evaluations of professionalism and merit, prohibiting any form of discrimination, direct or indirect, on the grounds of sex, language, race, religion, political opinions and personal and social conditions, in compliance with the regulations on Equal Opportunity between men and women, as well as the fundamental Conventions of the ILO (International Labour Organisation);
- adopts criteria of merit, competence and, in any case, strictly professional criteria for any decision concerning the employment relationship with its employees and external collaborators; discriminatory practices in the selection, recruitment, training, management, development and remuneration of personnel, as well as any form of nepotism or favouritism, are expressly forbidden. All recruitment or promotion must be carried out according to criteria of merit and competence;
- requires managers and all collaborators, each to the extent of his/her competence, to adopt behaviours consistent with the principles set out in the previous points, functional to their concrete implementation;
- is committed to avoid and condemns any form of vertical and/or horizontal mobbing.

Any type of activity that may entail the exploitation or enslavement of any individual, as well as any form of exploitation of child labour, is forbidden.

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	30.12.2024	ORGANISATION AND MANAGEMENT MODEL PURSUANT TO LEGISLATIVE DECREE 231/01	
	REV. 2024/00	Page 8 di 17	CODE OF ETHICS

ii. Health and Safety Protection

FGM S.R.L. guarantees the best possible conditions of health and safety in the workplace to protect the safety of all those who frequent company premises, conducting its activities in compliance with national and European sector legislation in force, recognising the principles of personal protection and health and safety in the workplace as having a pre-eminent role in the pursuit of the Company Mission.

To this end, the Company disseminates and promotes the culture of health and safety through training and information, defines roles and responsibilities and issues internal procedures that it expects to be respected.

FGM S.R.L.'s occupational health and safety management system is based on compliance with


- the regulations set out in Legislative Decree 9/4/08 no. 81 and subsequent amendments and additions, as well as the applicable sector regulations;
- the inspiring principles set out in the UNI-INAIL guidelines
- the inspiring principles set out in the UNI ISO 45001:2018 guidelines.

FGM S.r.l. has also obtained UNI ISO 45001:2018 certification, the first important step towards better control of safety requirements, with the aim of guaranteeing workers and all third parties health and safety.

Everyone is obliged to comply with the regulations and obligations on the subject of prevention and protection at work, while setting goals of excellence that go beyond mere compliance with the law, in full awareness of the value represented by the safeguarding of health, safety and wellbeing conditions of the individual.

iii. Environmental protection

FGM S.R.L. implements an eco-responsible philosophy aimed at guaranteeing the best possible conditions for the protection and respect of the environment, conducting its activities in compliance with national and European environmental legislation in force, recognising that the

	30.12.2024	ORGANISATION AND MANAGEMENT MODEL PURSUANT TO LEGISLATIVE DECREE 231/01	
	REV. 2024/00	Page 9 di 17	CODE OF ETHICS

principles of protection of the person and the environment play a pre-eminent role in the pursuit of the Company Mission.

The company promotes respect for the environment, as a primary asset and common resource to be safeguarded for the benefit of the community and future generations with a view to sustainable development, preventing all forms of pollution (e.g. environmental, noise, water, etc.), assessing the environmental impact of each production process, limiting the environmental impact of its activities through the use of means and technologies that do not damage the environment and its biodiversity, and defining roles and responsibilities and issuing internal procedures that it expects to be respected.

FGM S.R.L.'s environmental management system is based on compliance with:

- the regulations set out in Legislative Decree 3 April 2006, no. 152 and subsequent amendments and additions, as well as applicable sector legislation;
- the inspiring principles set out in the UNI ISO 14001:2015 guidelines.

Furthermore, the Company has achieved UNI EN ISO 14001:2015 certification.

Everyone is required to comply with the regulations and obligations on environmental protection, separate waste collection and recycling of reusable material, setting themselves objectives of excellence that go beyond mere compliance with the law, in full awareness of the value represented by environmental protection.


iv. Anti-Corruption Policy

FGM S.R.L. maintains and manages relations with public and private parties in compliance with current legislation, the principles set out in this Code and internal procedures.

Contacts with public and private parties must be held with fairness and transparency so as to avoid any behaviour aimed, even potentially, at influencing their decisions.

Gifts, gratuities, benefits (both direct and indirect), free gifts, acts of courtesy and hospitality aimed at influencing the choices of others or agreeing in that sense or even only to sensitise third parties, public or private, in a certain sense are prohibited.

Only gifts, gratuities, benefits (both direct and indirect), gifts, acts of courtesy and hospitality of modest value carried out occasionally in the context of normal courteous relations and within the All documents relating to the Organisational and Management Model pursuant to Legislative Decree no. 231/01 contain strictly confidential information owned by FGM S.r.l. and cannot not be used for purposes other than those for which they have been defined.

	30.12.2024	ORGANISATION AND MANAGEMENT MODEL PURSUANT TO LEGISLATIVE DECREE 231/01	
	REV. 2024/00	Page 10 di 17	CODE OF ETHICS

framework of local or international customs which meet the dual requirement of tenuity (i.e. modest symbolic value) and equality (i.e. equality of cost in the choice of the gift) are permitted.

In any case, any gift made on a personal initiative or drawing from company funds not previously earmarked for that purpose is prohibited: only the management body of FGM S.R.L. has the power to allocate the relevant finances.

Similarly, it is forbidden for all those working for the Company to receive (or accept the promise of) gifts, gratuities, benefits (both direct and indirect), free gifts, acts of courtesy and hospitality aimed at influencing their choices or even just sensitising them in a certain direction.

The Company refrains from making any contribution, direct or indirect, in any form whatsoever, to parties, movements, committees and political and trade union organisations, their representatives and candidates, except for what is permitted and provided for by the laws and regulations in force. In particular, sponsorship of events, events, meetings and similar initiatives may be made only if they comply with the law and the principles of fairness, correctness, transparency and verifiability, as well as the internal procedures adopted by FGM S.R.L..


FGM S.R.L. may recognise contributions and donations in favour of subjects with social, moral, scientific and cultural aims, refraining from doing so, if possible conflicts of interest of a personal or corporate nature are identified.

v. *Policy to combat organised crime*

FGM S.R.L. strongly condemns any form of organised crime, including mafia-related crime.

The Company undertakes to verify the requisites of honourableness and reliability of its commercial counterparts (suppliers, consultants, contractors, etc.), including, if necessary, verifying the presence of companies on the reference whitelist.

In any case, no business relationship will be undertaken or continued with commercial counterparts whose membership of or contiguity with criminal organisations is even suspected, or who are suspected of facilitating in any form, even occasional, the activities of criminal organisations.

	30.12.2024	ORGANISATION AND MANAGEMENT MODEL PURSUANT TO LEGISLATIVE DECREE 231/01	
	REV. 2024/00	Page 11 di 17	CODE OF ETHICS

vi. Conflict of Interests

All those who work for FGM S.R.L. must refrain from any activity that may conflict a personal interest or the interest of third parties with those of the Company or that may interfere with and impede the ability to make impartial and objective decisions in the interest of FGM S.R.L..

No corporate function may perform activities in favour of competitors, act as a consultant, member of the Board of Directors or Board of Statutory Auditors of competing companies or provide its professional services in favour of competitors, unless expressly authorised by the Company itself.

No corporate function may exploit its position to realise interests that conflict with those of FGM S.R.L. or use - to its own advantage or that of third parties - information acquired in the performance of its work in conflict with the interests of FGM S.R.L..

vii. Data protection

Personal data means any information that identifies or makes identifiable, directly or indirectly, a natural person or other information relating to his or her characteristics, habits, lifestyle, personal relationships, state of health, economic situation, etc.


FGM S.R.L. protects the personal data of all those who come into contact with it, avoiding any improper use of such information and complying with the regulations on privacy and those set out in the company's internal procedures.

The company informs those concerned about the person who will process the data and the methods and purposes of processing, ensuring that the processing is carried out only for the purposes - determined, explicit and legitimate - indicated in full compliance with the criteria of lawfulness and fairness of processing.

FGM S.R.L. guarantees the use of computer systems and software that minimise the use of personal and identifying data and - where possible - guarantees the use of other methods suitable for maintaining the anonymity of the person concerned.

In any case, the data that come to the Company's knowledge are kept only for the period of time strictly necessary for the purposes for which they were collected and/or subsequently processed, and are guarded by means of appropriate security measures suitable to minimise the risk of

All documents relating to the Organisational and Management Model pursuant to Legislative Decree no. 231/01 contain strictly confidential information owned by FGM S.r.l. and cannot not be used for purposes other than those for which they have been defined.

	30.12.2024	ORGANISATION AND MANAGEMENT MODEL PURSUANT TO LEGISLATIVE DECREE 231/01	
	REV. 2024/00	Page 12 di 17	CODE OF ETHICS

destruction, loss, unauthorised access and processing that is not permitted or does not comply with the purposes of collection.

viii. Internal relations

All personnel (senior and subordinate) are required to cooperate fully with each other, in order to pursue the corporate mission

and to a balanced, fair, prudent and non-discriminatory exercise of the powers conferred on them in accordance with their respective duties.

a. Senior Persons


Senior persons must not abuse their position and must refrain from any harassing and/or intimidating conduct towards employees.

The corporate bodies of FGM S.r.l., aware of their responsibilities, are guided by the principles contained in this Code of Ethics, inspiring their activities with values of honesty, integrity in the pursuit of company objectives, loyalty, fairness, respect for people and rules, and mutual collaboration.

The commitment of the Directors and the Chairman is the responsible management of the company, in the pursuit of value creation objectives; the commitment of the Statutory Auditors is the exact performance of the functions entrusted to them by the law. The collaboration between Directors, Chairman and Statutory Auditors is based on a system of sharing the Company's strategic-operating objectives, in which the different roles of management, coordination, direction and control find a harmonious balance. Members of corporate bodies are required to:

- conduct inspired by autonomy and independence, providing correct information;
- conduct inspired by integrity, loyalty and a sense of responsibility towards the company;
- diligent and informed participation;
- awareness of the role;
- the sharing of objectives and a critical spirit, in order to guarantee a significant personal contribution.

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	30.12.2024	ORGANISATION AND MANAGEMENT MODEL PURSUANT TO LEGISLATIVE DECREE 231/01	
	REV. 2024/00	Page 13 di 17	CODE OF ETHICS

The legitimate manifestation of divergent positions cannot be detrimental to the image, prestige and interests of the Company, which it is the responsibility of top management to defend and promote.

Commitments of loyalty and confidentiality undertaken by accepting office bind the persons of Directors, Statutory Auditors, Chief Executive Officer and President even after the termination of their relationship with FGM S.r.l.


b. Subordinates

Without prejudice to legal and contractual requirements concerning workers' duties, and in particular those relating to the protection of health and safety at work, employees are required to be professional, dedicated, loyal, collaborative and mutually respectful. The dynamics that characterise the context in which the Company operates require the adoption of transparent conduct. The main success factor is the professional and organisational contribution that each of the human resources involved ensures.

Each employee or collaborator of FGM:

- directs his or her work towards professionalism, transparency, fairness and honesty, contributing with colleagues, superiors and collaborators to the pursuit of common goals;
- imprints his or her activity, whatever the level of responsibility associated with the role, on the highest degree of efficiency, complying with the operational instructions given by the hierarchical levels above;
- complies with the directives issued by senior management and makes known to the competent company authorities any situations in conflict with the regulations in force and/or with the principles set out in this Code;
- adapts one's own internal and external conduct to the principles and values set out in this Code of Ethics, in the awareness of the responsibilities that the company requires to be complied with in the course of work performance
- assumes, in relations with colleagues, behaviour marked by the principles of civil coexistence and full collaboration and cooperation
- considers confidentiality as a vital principle of the activity
- maintains the utmost transparency towards the Supervisory Board.

All documents relating to the Organisational and Management Model pursuant to Legislative Decree no. 231/01 contain strictly confidential information owned by FGM S.r.l. and cannot not be used for purposes other than those for which they have been defined.

	30.12.2024	ORGANISATION AND MANAGEMENT MODEL PURSUANT TO LEGISLATIVE DECREE 231/01	
	REV. 2024/00	Page 14 di 17	CODE OF ETHICS

Furthermore, employees are committed to mutual solidarity so as to foster the creation of a work environment that is suitable for the protection of the person and the worker from both a professional and relational point of view.

ix. *Transparency of documentation*

FGM S.R.L. is committed to drafting and disseminating company documents in compliance with the principles of truthfulness, completeness and transparency.

Any behaviour designed to prevent or obstruct the performance of all activities of control or review of company documentation is prohibited.

The Company undertakes to keep the documentation relating to each operation performed (corporate, accounting, etc.), so as to allow at any time the traceability of the operation and the identification of the persons who authorised and performed it.

x. *Protection of Fair Competition*


FGM S.R.L. recognises fair competition as a fundamental element for its growth, for constant business improvement and for the protection of its reputation.

The Company expects compliance with the rules regulating the market by avoiding and prohibiting unfair practices that distort regular commercial competition.

FGM S.R.L. ensures conduct that is fair and based on good faith, censuring - by way of example but not limited to:

- boycott practices, sales below cost, employee transfers, theft and use of other people's business secrets, unlawful interference with other people's distribution systems, parasitic competition as well as any other agreement with competitors aimed at establishing or controlling prices or sales policies or interfering in the free distribution of products;

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	30.12.2024	ORGANISATION AND MANAGEMENT MODEL PURSUANT TO LEGISLATIVE DECREE 231/01	
	REV. 2024/00	Page 15 di 17	CODE OF ETHICS

- all ambiguous, unfair, deceptive or disloyal practices, regardless of whether they violate the applicable regulations
- any form of hoarding, approaching customers and concluding business in violation of sector regulations and of this Code of Ethics.

xi. Protection of Intellectual Property

All ideas, data, and information generated by FGM S.R.L., any patents, trademarks, and copyrights owned by FGM S.R.L. are protected in accordance with applicable law.

All those who work in any capacity on behalf of the Company are required to maintain the utmost confidentiality and secrecy and not to disclose or unduly request information on documents, know-how, research projects, company operations and, in general, on all information acquired as a result of their work function.


xii. Media management and information management

FGM S.R.L. is committed to ensuring that external communications comply with the principles of truthfulness, correctness and transparency.

The Company undertakes to manage relations with the press, the media and information and, more generally, external interlocutors, in compliance with internal operating procedures and identifying persons authorised to do so.

Any request for news from the mass media received by FGM S.R.L. personnel must be communicated to the person/company department expressly designated for this purpose, who will take care, where necessary, to disclose non-confidential news.

The principles already expressed in the section on conflicts of interest and in the section on the protection of intellectual property are recalled, insofar as they apply.


	30.12.2024	ORGANISATION AND MANAGEMENT MODEL PURSUANT TO LEGISLATIVE DECREE 231/01	
	REV. 2024/00	Page 16 di 17	CODE OF ETHICS

xiii. Use of information technology and social media

In managing their personal accounts on social networks, each person is required to:

- behave in such a way as not to bring the company into disrepute;
- observe the utmost confidentiality on matters or news whose disclosure could prejudice or damage their own safety or that of their colleagues and the company's image; it is forbidden to disclose confidential information (such as internal correspondence, third party information or information on work activities of which they are aware due to their job)
- comply with the limits imposed by law with particular but not exclusive reference to the regulations on the protection and processing of personal data.

When using company devices, measures must be taken to ensure the safekeeping and security of electronic devices and software in use.

	30.12.2024	ORGANISATION AND MANAGEMENT MODEL PURSUANT TO LEGISLATIVE DECREE 231/01	
	REV. 2024/00	Page 17 di 17	CODE OF ETHICS

6. REPORTS AND VIOLATIONS OF THE CODE

In compliance with Legislative Decree 24/2023 and the ANAC Guidelines, the Company has equipped itself with an internal whistleblowing reporting channel and adopted the relevant Whistleblowing Reporting Procedure (to which reference is made), aimed - among other things - at regulating the procedures for reporting unlawful conduct relevant under Legislative Decree 231/2001 or breaches of the MOG 231, of which this Code is a part.

The Whistleblowing Office is the only recipient competent to receive such reports, and acts on the basis of the relevant Whistleblowing Reporting Procedure, which also regulates the procedures for involving the Supervisory Board in the case of reports of unlawful conduct relevant under Legislative Decree 231/2001 or of breaches of the 231/2001 or breaches of the MOG 231, of which this Code is a part.

In the event of reports of unlawful conduct relevant under Legislative Decree 231/2001 or of breaches of the MOG 231 of which this Code is a part, the Supervisory Board acts on the basis of the provisions of the MOG 231 (which also provides for a Disciplinary System) and the *Whistleblowing Reporting Procedure*.