

**CODE OF ETHICS
D.LGS. 231/2001**

CE231



CODE OF ETHICS

PURSUANT TO LEGISLATIVE DECREE NO. 231/2001



Habasit Italiana S.p.A.


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1. DEFINITION

This Code of Ethics (hereinafter the Code) includes an explanation of the values and principles of behaviour observed by **Habasit Italiana S.p.A.** (hereinafter **Habasit**) in managing its business activities and relationships with all its partners.

The Code defines the behaviour standards to be applied by the following Addressees, either within and outside the Firm:

- corporate bodies (Board of Directors, Board of Statutory Auditors, Shareholders,...);
- Employees;
- workers, including temporary workers;
- consultants and contractors of any kind;
- Stakeholders;
- any other entity acting in the name and on behalf of **Habasit**.

With specific reference to Legislative Decree no. 231/2001, this Code also aims at:

- defining the legal obligations;
- explaining the behaviours resulting from such obligations;
- identifying the responsibilities of each single entity having a cooperation of any kind with **Habasit**.

All those providing an activity for the benefit of **Habasit** and all third parties are required to observe the ethical principles prescribed by the Code if they want to continue their relationship with the Company: the Code is an integral part of any contracts entered into by and between the parties.

2. DISCLOSURE OF THE CODE

Habasit, in compliance with Legislative Decree no. 231/2001, provides the Code in particular to:

- the staff, by posting it in the intranet, in the work places and explaining it at specific training events, in order to make them aware of the behaviours prescribed therein;
- contractors, suppliers and other third parties carrying out activities in the name and on behalf of **Habasit**, by giving them adequate and clear information, in hard or soft copy, thus making the Addressee able to fully understand the contents and to effectively observe it.


For the purposes of a proper disclosure of the Code, it is available on the web site: www.habasit.it

3. OBLIGATIONS OF THE ADDRESSEES

All Addressees are required to read and accept the Code.

In particular, the Addressees within the firm are required to:

- request to the next level managers or the contact persons for clarification, if any, on the procedures to apply the regulations included in the Code;
- immediately inform the next level managers, the contact persons or the Supervisory Board (in charge of verifying the operation and effective implementation of the Organisational, Management and Control Model pursuant to Legislative Decree no. 231/2001 and subsequent amendments and supplements) of any case (of which they have directly or indirectly become aware) of violations or attempts of violation of the behaviour standards;
- cooperate with the divisions in charge of verifying the violations of behaviour standards;
- to properly inform any third party, with which they get in touch during the business activity, on the existence of the Code and the commitments and obligations prescribed therein and to be observed by the entities outside the Firm.

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Moreover, all heads of the business functions are required to:

- to give an example by observing the behaviour standards;
- to stress that the observance of the Code is an essential part of the performance of one's work;
- to carry out controls, if falling within their remit, over the correct implementation of the Code;
- to adopt direct corrective measures, if necessary;
- to prevent any type of retaliation.

4. VIOLATION OF THE CODE

Any violation committed by the Employees of the behaviour standards, procedures and operating instructions, deriving from the general indications prescribed by the Code, will be punished pursuant to the Disciplinary System (SD231) of **Habasit**.

A specific violation will give rise to a disciplinary offence and, as such, it will be punished.

The violation of the regulations of the Code and non-compliance with the other behaviour principles, deriving therefrom, if committed by the members of the corporate bodies, may entail the adoption, by the competent entities, of the most appropriate measures prescribed and allowed by the law.

Finally, the violations committed by third parties will be punished in compliance with the provisions included in the related contracts, except for more material violations of the law. **Habasit** however undertakes to make any effort necessary and allowed to protect itself and distance itself from unlawful behaviours.

5. MISSION AND VALUES

Habasit is a worldwide leader in the sector of conveyor and processing and power transmission belts.

Habasit's purpose is to support clients in improving the reliability, quality and productivity of installations and processes, by providing them with excellent products, systems and services for power transmission.

Habasit's mission is based on:

- a long-term orientation aimed at a continuous improvement and long-lasting relationships with clients, suppliers and contractors;
- commitment in providing excellent services and making them available worldwide;
- development of an incomparable team of professionals with a huge industrial experience and application knowledge;
- continuous improvement of cutting-edge laboratories and production technologies, aimed at developing a steady flow of excellent innovative solutions.

Habasit is committed to continuously improving its reputation vis-à-vis clients, contractors, suppliers and the public, by promoting the following values: entrepreneurship, ethical behaviour, cooperation, quality, continuous improvement and organizational pride.

6. GENERAL BEHAVIOUR PRINCIPLES

Habasit Italiana S.p.A., in observing its ethical principles, undertakes to:

- manage the commercial relationships in compliance with all regulations and rules in force
- comply with its moral and social obligations;
- observe all rules on protection, health and safety of persons;
- save resources and protect the environment;
- never utilize the company's resources and/or assets in order to obtain a personal profit;



- never take decisions based on personal benefit;
- help develop the local communities where **Habasit** operates, by adopting a code of ethics which ensures commitment, honesty, correctness and compliance with the regulations and laws in force.

We provide below an explanation of some general behaviour principles, with specific reference to Legislative Decree no. 231/2001 and subsequent amendments and supplements, with which **Habasit** requests all Addressees to comply.

6.1 Compliance with the law

Habasit declares that any activity must be carried out in compliance with the law and requires its independent contractors to comply with the Code, with the law and the current regulations and the company's specific rules. **Habasit** does not allow any unlawful behaviour, even if justified by the pursue of any company's interest and will punish such behaviour according to the articles included in its Disciplinary System (SD231).

By carrying out specific controls, **Habasit** prevents the establishing and maintaining of any type of relationship with entities of which behaviour is not compliant with the law.

6.2 Loyalty and correctness

The conduct of the staff of **Habasit** is based on the principles of loyalty and correctness, always in compliance with the law. **Habasit** disapproves and condemns any behaviour which might obstruct or hinder the conduct of the business or might anyway result in the commission of offences against industry and trade.

6.3 Quality

Habasit organizational and operational procedures and processes relating to product quality and services are defined and described according to ISO 9001 standards.

The policy adopted by **Habasit** is to satisfy the long-term requirements of clients. **Habasit's** purpose is to generate added value for clients and to support their success.

The integrated management system supports and promotes the continuous optimisation of products and services. The selection and control of the best raw materials, along with innovative ideas, enable the production of excellent and long-lasting products.

All employees are responsible for their own activities. This includes the awareness of quality standards. They also are responsible for their own professional growth and personal achievement which are encouraged by **Habasit**, as an employer.

Processes generate results and determine their quality. **Habasit** utilizes a management system oriented towards processes and, if necessary, they are continuously improved in order to increase quality and reach a perfect ratio between costs and benefits.

6.4 Valorisation of human resources

All contractors of **Habasit** contribute to define, maintain and improve the image of the Firm and the quality of the products offered. For this reason, **Habasit** continuously promotes the valorisation of human resources, by recognizing the quality of work, stimulating the cooperation and the team work and promoting the growth and development of workers through continuous training and permanent learning.

For **Habasit** the Employees are a strategic resource. **Habasit** underlines the importance of attracting and retaining the best talents and encourages honest, open and constructive relationships, participation and cooperation, sharing information and knowledge.

Habasit applies all conditions through which it implements the right to work, with no distinction of sex, race, language, religion, political opinions and personal and social conditions.



6.5 Health and safety at work

Habasit organizational and operational procedures and processes relating to health and safety are defined and described according to ISO 45001 standards.

The protection of health and safety of workers, clients and the people living in the surrounding area, as well as the reduction and elimination of accidents and diseases, are fundamental elements of the ethical commitment of **Habasit**.

Habasit undertakes to protect the psychological and physical well-being of its workers and all those present in the work places by accurately applying the regulations in force on safety and health at work and periodically analysing the processes in order to identify and eliminate or monitor situations at risk.

In addition, great effort is put to raise awareness for prevention, by organising training courses and providing information.

6.6 Environment

Habasit organizational and operational procedures and processes relating to protection and respect of environment are defined and described according to ISO 14001 standards.

In order to respect the limited resources on earth and the awareness of the sensible balance between industry and nature, **Habasit** diverted its efforts toward environment protection in order to achieve increasingly more eco-friendly products, production processes and processing.

In order to guarantee an integrated approach, the three components mentioned above (products, production processes and processing) will continuously be improved through the adoption of long-term measures which are consistent from an ecological and economic perspective.

Habasit will further develop this concept by ensuring that products last over time, save energy, can be easily cleaned and maintained and at the same time are highly performing.

Production processes of **Habasit** are constantly analysed and developed with the purpose of saving energy, minimizing waste materials and emissions and substituting substances potentially dangerous.

Habasit's processing will constantly be optimized with processes oriented towards innovation and an environmental management system. This ensures the fully compliance with all environment regulations.

Habasit prohibits the performance of any activity polluting the environment and undertakes to carry out maintenance of installations and the management of waste in the respect for the environment.

Should any case of pollution arise, **Habasit** undertakes to take immediate actions to solve the emergency and, if necessary, to perform land reclamation.

Habasit prohibits the unlawful trafficking of waste and solely selects suppliers of environment services eligible for the required authorisations.

6.7 Participation and reciprocity

Habasit declares that the observations and suggestions provided by its stakeholders are an important instrument in order for them to participate and be involved in the business, with the purpose of improving it and satisfying the parties interested.

For this reason, it implements within and outside the firm a policy towards dialogue and discussion, promoting and encouraging the achievement of balanced solutions and limiting difficulties and conflicts.

In this perspective, **Habasit** deems that the sharing and subscription of the principles of the Code are an essential requirement in order to establish and maintain any relationship with stakeholders.



6.8 Preparation of the company's accounting documents and reports

Habasit observes the rules for a correct, complete and transparent recording, pursuant to the Law and the Italian and international accounting principles. **Habasit** also prepares the company's reports (financial statements, notes, reports and other documents) respecting the shareholders and third parties pursuant to the Civil Code.

In preparing the accounting documents and reports related to the company's business, the directors, the Employees and the contractors accurately comply with the current regulations and the internal procedures so that any operation is correctly recorded and authorized, verifiable, lawful, consistent and fair.

Habasit prohibits any action which might obstruct the activity of the public supervisory authorities.

In particular, in the preparation of the company's accounting documents and reports, the employees act in compliance with the principle of diligence and loyalty. Diligence means all precaution and attention necessary to carry out such activity. Loyalty entails that it is forbidden to disclose information on the organization and the operating procedures and to utilize the knowledge gained in order not to harm the Company.

6.9 Protection of data and IT systems

Habasit protects the confidentiality of information and data belonging to the Employees, contractors or third parties, collected for the purposes of or at the time of the performance of their work. All employees and contractors must comply with such principles; the management of the processing of personal data is fully compliant with the current regulations thereon. The Addressees guarantee the strictest confidentiality in respect of the information belonging to **Habasit** pursuant to current laws.

Habasit prohibits any activity which might violate the confidentiality of its own IT systems and those of third parties or anyway harm it and prohibits any activity aimed at forging an electronic public document and/or an electronic document with evidential effectiveness.

7. SPECIFIC BEHAVIOUR PRINCIPLES

Please find below some specific behaviour principles referable to different types of Addressees and/or specific relationships with **Habasit**.

7.1 Relationships with the Employees

The compliance with the provisions of this Code must be considered as an integral and essential part of the contractual obligations prescribed for the Employees of the Company, pursuant to article 2104 of the Civil Code (Diligence of workers). In order for the Code to become the basis for the behaviours to be adopted by the entire organization, **Habasit** requests its Employees to learn and observe it and to disclose it to the newly-employed workers and third parties with which they get in touch for work reasons.

7.1.1 Selection and choice of the staff

All corporate functions of **Habasit** involved in the selection and choice of staff must guarantee the following:

- to observe the transparent and impartial criteria of selection and choice;
- to verify the alignment between the candidates' profile and the company's requirements;
- to apply standard work contracts;
- to observe the workers' rights under the conditions of dignity of the human person.

7.1.2 Transparent reports and notices



The Employees of **Habasit** must exchange transparent reports and notices in order for the corporate objectives to be achieved, since they enable a continuous improvement of either the quality of the products provided and the quality of life within the Firm. Transparent, clear and efficient communication also enables the actual and complete implementation of this Code.

The Employees are required, in particular, to clearly and immediately inform the Supervisory Board on any violation or attempt of violation of the Code.

7.2 Relationships between Public Administration and Supervisory authorities

7.2.1 Public Administration

Habasit undertakes to strictly observe the international, national and corporate regulations applicable in the relationships with the Italian and foreign Public Administration and with the entities performing activities with a public purpose or in the public interest, including in the preparation of the required documentation.

Habasit, and, on its behalf, all employees, contractors or consultants, must not try to improperly influence the decisions of the entity involved by leading the related public officer to take an action in a manner contrary to his/her office duties, in particular by directly or indirectly giving or promising gifts, money, benefits or any other valuable interest. Should any Employee or contractor be requested to adopt such conduct, he/she must immediately inform the Supervisory Board.

Habasit requests the staff in charge of applying for and filing tax returns, documents and information for obtaining contributions, funds and loans to act in compliance with the law, by preparing, with no misleading fictitious arrangements or scams, the necessary documentation. **Habasit** undertakes that the payments made are utilized for the purposes for which they had been requested.

7.2.2 Supervisory authorities

In its relationships with the Supervisory Authorities, **Habasit** aims at strictly cooperating in full respect for their institutional role, by undertaking to promptly execute their provisions.

7.2.3 Legal proceedings

Any legal action vis-à-vis Public Administration and Supervisory authorities must be approved by the Board of Directors (BoD) of **Habasit** or a person delegated by it. The BoD, or the delegated person, must also be informed on any legal action brought by third parties against the Firm. The BoD, or the delegated person, verifies that all persons in charge of managing the legal, judicial and arbitration proceedings are authorized to look after the documents until they are filed, in particular to avoid the offence of falsification of electronic documents with evidential effectiveness.

The BoD, or the delegated person, also guarantees that no one is led not to give declarations or to give false declarations to the Judicial authority, either in Italy and abroad. **Habasit** prohibits any behaviour which might influence the outcome of the legal proceedings in an unlawful manner.

7.3 Relationships with the Suppliers

7.3.1 Selection and choice of the suppliers

The management of the suppliers must be based on criteria of impartiality, autonomy and independence in order:

- to avoid any type of discrimination and enable all those satisfying the requirements to compete for the subscription of the contracts;
- to avoid conflicts of interest, illegal and immoral practices which may cause harm to individual persons and the entire organization.



For this purpose **Habasit** prepares specific internal operating instructions governing the relationships with suppliers and in particular their selection, choice and qualification, as well as the document management and the control activities to be carried out by the functions in charge of purchases and product quality.

7.3.2 Management of purchases

Habasit does not allow the subscription of orders in violation of this Code or in contrast with the current regulations on safety at work and environment protection.

Habasit provides the suppliers with this Code. All suppliers must read and accept it, being aware that **Habasit** deems that the any behaviour contrary to the principles of the Code will harm the relationship and represent a cause for termination of the contractual relationships.

7.4 Relationships with competitors and protecting the industrial and intellectual property

7.4.1 Fair competition

Habasit protects the value of fair competition, by avoiding behaviours which might entail doing business to its own benefit in violation of regulations and laws.

Habasit declares that a correct and fair competition represents its own reputation's basic element in order to develop the business and the market in which it operates.

7.4.2 Industrial and intellectual property

Habasit respects its own and other entities' intellectual and industrial rights, including the copyrights, patents, trademarks and distinctive signs.

Habasit prohibits the non-authorized reproduction of software, documentation or other material under copyright and respects the restrictions prescribed in license contracts.

Habasit implements all procedures necessary to guarantee the observance of the regulations on copyright, as well as on the protection of distinctive signs, such as trademarks and patents.

7.5 Relationships with Clients

7.5.1 Correct and complete information

Habasit requests its Employees to prepare and send notices to the Clients:

- which comply with current regulations, without taking circumventing and unfair actions;
- which are complete, avoiding omissions or statements to be construed, in order to enable the Client to take a fully aware decision.

Habasit also undertakes to immediately inform its Clients, in the most appropriate and effective manner, on any amendments to the contracts and changes to the economic and technical conditions of the products.

7.5.2 Involvement of Clients

Habasit offers direct communication channels between the Clients and the several professionals working in the firm (from the designers to after-sale assistants) and deems that drawing the attention to the notices and indications provided by the Clients is essential in order to offer satisfying products.