

# Code of Conduct\_Anti-bribery policy

Revision Number	Revision date	Changes	Done by	Approved by
00	21.03.2023	<i>First edition</i>	Silvio Cattinzoli	Gabriele Guidi

Done by:  
**Silvio Cattinzoli - Operation**

Verified by:  
**Gabriele Guidi - CEO**

Approved By:  
**Gabriele Guidi - CEO**

**TABLE OF CONTENTS:**

<b>1.General Anti-Bribery principles .....</b>	<b>3</b>
<b>2.Third parties .....</b>	<b>4</b>
<b>3.Suppliers.....</b>	<b>4</b>
<b>4.Gifts and other utilities.....</b>	<b>4</b>
<b>5.Staff training.....</b>	<b>4</b>
<b>6.Reporting.....</b>	<b>5</b>
<b>7.Penalty system.....</b>	<b>5</b>

## 1. General Anti-Bribery principles

FAET SRL prohibits all forms of bribery in favour of anyone.

In addition, in accordance with the general standard of control for the segregation of assets, the person who has dealings or negotiations with external public or private counterparties, cannot alone and freely:

- enter into contracts with such counterparties;
- access financial resources;
- enter into consultancy contracts, professional services;
- grant benefits (gifts, donations, advantages, etc.);
- hire staff.

A person subject to this Code will be deemed to be "aware" that the payment or other benefit will benefit a Public Official or a private individual or his or her Family members or persons designated by him or her in the event that he or she has acted wilfully disregarding the warning signs or grounds for suspicion ("Corruption Indicator")<sup>1</sup> or if he or she has acted with gross negligence, for example by failing to conduct an adequate level of due diligence under the circumstances.

The Company forbids:

- the offering, promising, giving, paying, or authorising someone to give or pay, directly or indirectly, an economic advantage or other benefit to a Public Official or to a private individual (active bribery);
- acceptance of a request from, or solicitations from, or authorising someone to accept or solicit, directly or indirectly, an economic advantage or other benefit from anyone (passive bribery);
- when the intention is:
- to induce a Public Official or a private individual to improperly exercise any function of a public nature or in any case centred on good faith in the exercise of the responsibilities entrusted to them in a fiduciary manner in a professional relationship also on behalf of private third parties, or to carry out any activity associated with a business, rewarding them for having carried it out;
- to influence an official act (or omission) by a Public Official or any decision in breach of an official duty, including by private parties;
- to influence or compensate a Public Official or a private individual for an act of his office;
- to obtain, secure or maintain a business or an unfair advantage in relation to business activities; or in any case, to violate applicable laws.

Prohibited conduct includes offering to or receiving from Company personnel (direct bribery) or anyone acting on behalf of FAET SRL (indirect bribery) an economic or other benefit in connection with the business activities performed in the course of their work and professional duties.

FAET SRL undertakes to comply with its Code of Ethics and the obligations assumed with the approval of this Anti-Corruption Code.

## 2. Third parties

FAET SRL requires that relations with third parties - suppliers, customers, consultants, and other natural persons, legal persons and entities - maintained during the course of business activities, are based on criteria of maximum fairness, transparency and traceability of information sources, as well as in compliance with the Anti-Bribery Laws and all other applicable laws.

## 3. Suppliers

Also in order to avoid, in certain circumstances, the Company potentially being held liable for bribery committed by suppliers who provide services for or on behalf of FAET SRL and their subcontractors or subcontracted employees, all suppliers of the Company are required to comply with the ethical standards and qualification requirements set forth in this Code. Suppliers must refrain from engaging in corrupt conduct with reference to any person with whom they may be operating, be it a Public Official or a private individual. In particular, any conduct or behaviour, contrary to the duties of diligence, loyalty and professionalism, aimed at offering or obtaining from a Public Official or a private individual a sum of money or other unlawful benefit or, in any case, not due in respect of the services respectively received or provided, is prohibited. Activities relating to the procurement process are regulated by internal Procurement procedures which, in accordance with the anti-corruption principles set out in this Anti-Corruption Code of Conduct, define the roles and responsibilities of the main actors involved and define general rules for activities such as the selection of suppliers, the definition and updating of supplier qualification status, the award of contracts, the inclusion of standard contractual protection clauses, including those relating to compliance with Anti-Corruption Laws and the verification of ethical requirements of suppliers.

## 4. Gifts and other utilities

Gifts, economic benefits or other benefits may be given or received if they are part of an act of commercial courtesy and are such as not to compromise the integrity and/or reputation of one of the parties and such that they cannot be interpreted as aimed at creating an obligation of gratitude or acquiring benefits in an improper manner. Gifts must comply with the purpose of improving and promoting the Company's image and maintaining commercial and/or institutional relations. FAET SRL prohibits the making and acceptance, directly or indirectly, of any form of gratuity aimed at obtaining an improper advantage, whether personal or business, or that can also be interpreted as such.

Acts of commercial courtesy are permitted only if they comply with defined company procedures.

Gifts and/or gratuities should not be given if this could result in a violation of the prohibition of bribery set forth in this Code or the relevant regulations.

The only forms of gifts allowed, as a form of commercial courtesy, must be:

- of modest value, i.e. commensurate with the circumstances and nature of the recipient;
- granted in good faith and morals;
- comply with generally accepted professional courtesy standards (e.g. Christmas package) or for promotional/demonstration purposes;
- not made in the form of cash payment;
- in line with Anti-Bribery Laws, local laws and applicable regulations.

## 5. Staff training

FAET SRL personnel shall be informed and trained on the applicable Anti-Bribery Laws and the importance of complying with those laws and this Code in such a way that they clearly understand and are aware of the various crimes, risks, personal and administrative responsibilities for the company and the actions to be taken to combat corruption, as well as any penalties for breaching the Code and the Anti-Bribery Laws (regarding both the individuals involved and FAET SRL itself as a legal entity). In particular, all staff are required to carry out a mandatory anti-corruption training programme.

To this end, staff will receive a copy of the Anti-Corruption Code of Conduct and will be trained on the Code and related Anti-Corruption Laws, whether they are newly hired or given new responsibilities.

## 6. Reporting

FAET SRL employees are required to report any alleged or actual violation of this Code and/or internal and/or external regulations, ethical principles or any Anti-Corruption Law by the Company, a colleague, employee or third party, including any request or offer for undue payments received by them.

Failure by an employee to report a known or suspected illegal act of which he or she is aware will, in itself, subject the employee to possible disciplinary action.

The Company ensures that no employee may suffer adverse consequences for refusing to adopt a behaviour that violates this Code, even if this would result in a loss of business for FAET SRL or would adversely affect its programmes.

## 7. Penalty system

FAET SRL will make every reasonable effort to prevent any conduct that violates the Anti-Bribery Laws and/or this Code, and to interrupt and sanction any contrary conduct by Company personnel.

FAET SRL will take disciplinary action in accordance with the relevant CCNL (national collective bargaining agreement) or other applicable national rules against its employees (i) whose actions are found to violate the Anti-Corruption Laws or the Anti-Corruption Code of Conduct, (ii) who fail to participate or complete appropriate training, and/or (iii) who unreasonably fail to detect or report such violations or who threaten or retaliate against others who report violations.

FAET SRL will take appropriate measures, including but not limited to the termination of the contract and the claim for damages against suppliers and Business Partners in the event of actions committed in violation of the Anti-Bribery Laws or of this Code. The contracts entered into by FAET SRL will include specific provisions to ensure compliance with the Anti-Bribery Laws and this Code and to enable the Company to take appropriate remedies.