



REPCo S.r.l.

# Company Ethical Code

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### STATO E MOTIVO DELLE REVISIONI

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Issued Exec. Sec.:

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Reviewed QUAL:

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Approved Gen Mgr.:

Mr. C Gagliardi

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## 1. SCOPE

This document sets out the ethical principles to which REPCo S.r.l. operates in relation to all interested parties (see definitions). Principles have been taken from the documents referred to in item 4 "References" see below. Please note this document does not target the "exclusion of liability of the body", as per Decree Law 231/2001 art. 6, parag. 1.

## 2. APPLICATION

This document is applicable to all business processes of REPCo S.r.l. and so covers all the recipients (see definitions).

## 3. RESPONSIBILITIES

The content of this document is the Gen. Mgr. responsibility; the Quality Manager shall ensure its preparation and verification. The principles and implementation procedures established herein shall be binding upon the Recipients. Each violation constitutes a breach of obligations derived from the Collective National Work Contract.

## 4. REFERENCES

- SA8000 is a global social accountability standard for decent working conditions, developed and overseen by Social Accountability International (SAI).
- Social Accountability International (SAI): global standard-setting non-governmental human rights organization dedicated to improving workplaces and communities.
- D. Lgs. 231/2001: Legislative Decree No 8 June 2001 231 and subsequent amendments or additions.
- Codice Civile Art. 2104.
- C.C.N.L. Contratto Collettivo Nazionale di Lavoro
- Integrated Systems Politics MI Sec.5\_Attach.2

⇒ **Code:** REPCo S.r.l. Ethical Code

⇒ **Associates:** People or companies related to REPCo S.r.l. by means of partnership governed by a contract.

⇒ **Recipients:** Directors, owners, employees and associates.

⇒ **Employees:** Personnel employed by REPCo S.r.l. through the employment contract.

⇒ **Gen Mgr:** REPCo S.R.L. General Manager

⇒ **Stakeholders:** Employees, partners, suppliers, customers and all entities who are in some way involved in the company activities

⇒ **Integrated Management System:** Integrated Management System for Quality, Environment, Health & safety

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## **6. OPERATING METHODS**

### **6.1 General ethical values and principles**

REPCo S.r.l. considers fundamental to its very existence ethical values such as, fairness, loyalty, legality, honesty, professionalism, impartiality, transparency and respect for human rights in respect to establishing profitable business relationships while at the same time maintaining effective and peaceful relations within the company, along with the deep trust of all involved.

### **6.2 Behavior rules**

The behavior of the recipients must be characterized by the values expressed above, as well as on strict compliance with applicable laws, in particular art. 2104 of the Civil Code and the existing C.C.N.L. while carrying out their duties in good faith and avoiding any action which may represent activities in competition with REPCo S.r.l.

Particular emphasis is given to organizational roles. In compliance with UNI EN ISO 9001, ISO 14001 and OHSAS 18001, an Integrated Management System has been implemented, under which those roles were identified in a clear and transparent way, to ensure the accuracy of each decision-making process and their traceability. To facilitate correct decisions, all recipients are required to provide their colleagues with accurate, complete and truthful information.

#### **6.2.1 Conflict of interest**

REPCo S.r.l. ensures that the recipients are not placed in a position of conflict of interest (with Repco SpA itself). All decisions and actions should be undertaken for the highest business benefit possible and to the pursuit of social development. REPCo S.r.l. therefore, establishes the following rules:

- Administrators are not permitted to collaborate on operations (or participate in its deliberations) where they have a conflict of interests, even if only considered partially, within that company;
- Employees and contractors may not engage in business or other professional activities that compete with corporate interests and the goals set by REPCo S.r.l., as listed in the statute and / or referred to in this Code.
- Employees and collaborators of REPCo S.r.l. cannot participate or cooperate in any way to any transaction, operation or financial investment made by REPCo S.r.l. which may bring them a profit or other personal benefit not foreseen by the company's business, unless authorized by REPCo S.r.l.
- It is the duty of all recipients to avoid and prevent the occurrence of conflicts of interest.
- Anyone who becomes aware even if it's just of the possibility of a conflict of interest, shall immediately inform the Ethics Committee.
- Every employee and contractor responsible for carrying out negotiations either privately or on behalf of REPCo S.r.l. , must inform the Ethics Committee, if there is the possibility that a conflict of interest will arise.

#### **6.2.2 Disciplinary sanctions**

Non-compliance and / or violation of the rules of conduct set out by the Code of Ethics by the employees of REPCo S.r.l. constitutes a breach of the obligations arising within the employment relationship and the corresponding application of disciplinary measures.

Sanctions will be applied in compliance with the provisions of law and C.C.N.L. that will be proportionate to the gravity and nature of the facts.

The assessment of these infringements, along with the management of disciplinary proceedings and the corresponding sanctions remain the responsibility of the appropriate company departments and their functions.

### **6.3 Human rights**

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It is considered equally essential the respect for human rights, physical integrity, moral and cultural and the refusal to recognize any discrimination in the workplace, such as race, color, sex, language, religion, political or other opinion, national origin or social.

### 6.3.1 Work partnership management

In particular, REPCo S.r.l.:

- A) allow freedom of association and the effective recognition of the right to collective bargaining;
- B) rejects all forms of forced and compulsory labor, including the constraints of time outside of the provisions of the Collective National Work Contract in force;
- C) prohibits child labor;
- D) prohibits discrimination in respect of employment and occupation and it is commitment to offer all workers the same employment opportunities and equitable remuneration, based solely on merit and competence.
- E) prohibits forms of favoritism or cronyism in the selection / recruitment.

### 6.4 Corruption

REPCo S.r.l. prohibits any kind of corruption, illegal favors and solicitation of personal gain and / or career.

Forms of business courtesy, such as gifts or hospitality, are the only practices permitted, provided that:

- They are of small value
- They must not compromise the integrity or reputation of a party
- They must not allow the provision of illegal benefits
- They are documented in an appropriate manner.

Any practice that falls outside the above must be rejected and reported to the appropriate supervisor or directly to the Gen. Mgr., for appropriate action.

### 6.5 Health & Safety

REPCo S.r.l. puts the health and safety, before any other form of interest and has adopted a Safety Management System conforming to OHSAS 18001. In this regard, all employees have been trained and are aware of their obligation to comply with the procedures implemented thoroughly, promptly reporting to their supervisor any situation that might compromise their own or others' safety. It is also encouraged a friendly atmosphere in the workplace and therefore adopting any attitude interpreted as bullying is forbidden. Alcohol or drug related abuse in the course of work activities, is forbidden.

### 6.6 Environment

REPCo S.r.l. undertakes to conserve resources and respect the environment also for the future generations and therefore has adopted an Environmental Management System according to UNI EN ISO 14001. In this context, it is committed to minimize pollution, optimize the use of natural resources, properly dispose of waste and raise awareness among stakeholders on the subject.

### 6.7 Confidentiality and privacy respect

The business processes that involve the acquisition, preservation, processing and diffusion of data and personal / sensitive information, are governed by special procedures under the Integrated Management System. It is thus

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defined: the executive responsible for this subject, the data / information confidential and sensitive, who is granted access to information, how to safeguard data and all other requirements of existing legislation on privacy.

## 6.8 Relations with customers

REPCo S.r.l. aims for continuous improvement in the quality of their products / services and it is committed to its customers by adopting the following practices:

- Providing business communications that is easy to understand, in compliance with applicable regulations and honest approach;
- provide comprehensive information before, during and after the contract;
- do not undertake arbitrary, discriminatory, fraudulent or unfair conduct;
- do not resort to unfair practices / terms;
- process and give timely response to complaints

## 6.9 Relations with suppliers

REPCo S.r.l. will be seeking suppliers and external collaborators with appropriate professionalism and commitment to sharing the contents of this Code. Employees are therefore required to:

- comply with internal procedures for selecting and managing relationships with suppliers;
  - seek and obtain the cooperation of suppliers and external partners to ensure the satisfaction of customers;
  - respect and seek compliance with the terms of contracts;
  - report to their supervisor any situation which does not comply with this Code
  - include into the contracts a clause of agreement by the supplier, to the contents of this Code, ensuring that it is expressly accepted;
- in case of use of external collaborators, the act of appointment of a partner/agent must provide, in addition to the above:
- No, conflicts of interests
  - their commitment to carry out their duties in good faith, with honesty and fairness on, in the event of noncompliance, the immediate termination of the contract and compensation for all damage caused.
  - bond of confidentiality, for the information acquired during their appointment.

## 6.10 Communication and implementation of the Code

The Code is available to all recipients through the website and intranet REPCo S.r.l. All employees are required to know and abide by the contents of the code, according to their responsibilities.

## 7. ATTACHED DOCUMENTS

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