

# **MODEL OF ORGANIZATION, MANAGEMENT, AND CONTROL OF DONATI S.P.A.**

*In accordance with Legislative Decree no. 231 of June 8, 2001*

## **ETHICAL CODE ATTACHMENT 1**

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## **1 PREMISE**

### **1.1 Donati S.p.A. and the Ethical Orientation of Its Activity**

This document, called the Ethical Code, regulates the complex of rights, duties, and responsibilities that Donati S.p.A. (also referred to as DONATI or the Company) expressly assumes towards its stakeholders, outlining the fundamental lines that inspire the conduct of its business and guide the behavior of all those who operate in the interest of the Company to ensure its proper functioning and image.

Conducting business in an ethically oriented manner is essential to ensure DONATI's reliability in relations with customers, suppliers, and, more generally, with the entire civil and economic context in which it operates.

DONATI has thus deemed it appropriate to gather the rules and ethical and behavioral principles that govern the Company's relations towards its staff as well as towards third parties, characterizing the conduct of its business activities.

The Company believes that ethics in business conduct promotes the success of an entrepreneurial activity, contributing to spreading an image of reliability, fairness, and transparency in the pursuit of its goals.

Good reputation also fosters investments, attracts the best human resources, encourages relationships with commercial, entrepreneurial, and financial stakeholders, and consolidates reliability with creditors and tranquility in relations with suppliers.

DONATI has become a market leader in its reference sector due to the constant commitment invested and the ever-increasing qualitative level, particularly the experience gained over the years in its operational sector.

To achieve its objectives, the Company has always considered optimizing human resources, through constant improvement of skills and full trust in individual professionalism, as a fundamental principle of its corporate policy.

In this framework, the Company pays particular attention to the human factor, fully aware that it constitutes the very premise of corporate success, promoting the maximum enhancement and professionalism of its staff.

In this perspective, and to ensure that internal and external relations can develop correctly, it is necessary that the social organs, executives, managers, and all employees and collaborators of the Company, at any level and title, operate within it, cultivate, and make available their cultural, technical, operational, and ethical baggage for the achievement of the stated goals, each within the scope of their functions and responsibilities.

All social organs, executives, managers, and all employees and collaborators of DONATI therefore commit to promoting, both internally and externally to the Company, behaviors inspired by the principles contained in this Code.

In this perspective, the aforementioned subjects also commit to respecting the contents of the Ethical Code and promoting its knowledge among stakeholders.

### **1.2 Issuance and Approval of the Ethical Code**

The issuance of this Ethical Code by DONATI is one of the tools adopted by the Company to ensure the dissemination and observance of principles, rules, and general standards of behavior aimed at safeguarding the ethical values of reference.

The rules of this Code do not replace but integrate the fundamental duties of workers and do not exempt from the due observance of current civil, criminal, and contractual regulations.

The Ethical Code is also one of the fundamental elements of the Organization, Management, and Control Model adopted by the Company pursuant to Legislative Decree no. 231/2001, of which it forms an integral part, contributing to the prevention of the crimes provided for therein. This Ethical Code was approved by the Administrative Body of Donati S.p.A. on 27/05/2022.

The Administrative Body of the Company can review this Code at any time and make changes or additions, also on the suggestion of the Supervisory Body established under the aforementioned Decree.

The changes and additions made will be promptly brought to the attention of all recipients of the Code through appropriate means of dissemination.

A copy of this Ethical Code is delivered to each employee at the beginning of their relationship with the Company and to those already in service.

### **1.3 Objectives**

This Ethical Code has been developed to ensure that the Company's ethical values are clearly defined and form the basis of its corporate culture, becoming a standard of behavior for all recipients of the same in conducting business and company activities.

### **1.4 Scope of Application**

The rules of this Code apply, without any exception, to the social organs, executives, managers, and all employees of DONATI, as well as to all those who, directly or indirectly, permanently or temporarily, establish relationships and collaboration with it, for any reason. These subjects will be hereinafter defined as the "Recipients."

The Company commits to the dissemination, verification, and monitoring of this Ethical Code, as well as to the application of the related sanctions in case of non-compliance with its provisions.

The task of monitoring compliance with the Ethical Code and disseminating the Company's ethical principles and values lies with all employees and, in particular, with executives. Conversely, the task of clarifying any interpretative doubts, as well as the task of receiving reports of any violations of the Code and proposing any improvements to its provisions, is entrusted to the Supervisory Body established by Donati S.p.A. pursuant to Legislative Decree 231/01.

For the correct application and adequate respect of the Ethical Code, all employees have the duty to:

- Turn to their direct superior and/or the Supervisory Body whenever they need to obtain clarifications on the application methods of the Code;
- Promptly report to their superiors and/or the Supervisory Body any information regarding possible violations of the Code's rules;
- Inform, in every business relationship, all counterparts of the existence and contents of this Ethical Code, demanding compliance;
- Take any appropriate initiative in case of non-compliance by third parties with the obligation to conform to the Code's rules.

## **2 ETHICAL PRINCIPLES**

### **2.1 Honesty and Impartiality**

Honesty and impartiality are fundamental principles for all of DONATI's activities, constituting an essential element of company management and forming a significant part of the organizational culture. In the performance of their professional activities, Recipients are required to comply with laws, the Ethical Code, and company regulations.

### **2.2 Prevention of Corruption and Other Crimes**

The Company is committed to implementing the most appropriate tools and measures to prevent corruption and other crimes and to promote, in every sphere, a culture of legality.

### **2.3 Conflict of Interes**

Recipients must avoid situations and activities where a conflict of interest might arise, meaning situations where personal or family interests could influence the ability to make impartial and objective decisions.

### **2.4 Health and Safety at Work**

DONATI is committed to ensuring safe and healthy working conditions, adopting all the necessary measures to avoid accidents and occupational diseases.

### **2.5 Protection of Image**

The Company's image is a fundamental asset that must be safeguarded through professional, lawful, and transparent conduct.

### **2.6 Privacy Protection**

The Company ensures the protection of personal data of employees, collaborators, and all those who establish relations with it, guaranteeing confidentiality and compliance with applicable laws.

### **3 GUIDELINES, RULES, AND STANDARDS OF CONDUCT**

#### **3.1 Corporate Governance and Social Organs**

The corporate governance system adopted by DONATI respects the highest standards of transparency and fairness.

#### **3.2 Transparency, Completeness, and Confidentiality of Information**

All company information must be handled transparently, completely, and confidentially.

#### **3.3 Administrative Management and Budget**

The administrative and financial management of the Company must be conducted with accuracy, transparency, and completeness.

#### **3.4 Organized Crime and Money Laundering**

The Company is committed to taking preventive measures against organized crime and money laundering.

#### **3.5 Employees and Collaborators**

Relations with employees and collaborators are based on mutual respect, fairness, and the enhancement of professionalism.

#### **3.6 Staff Selection**

The selection of staff is based on criteria of objectivity, competence, and professionalism, avoiding favoritism, nepotism, or forms of patronage.

#### **3.7 Worker Safety and Protection**

DONATI prioritizes the safety and protection of its workers, adopting preventive measures and training programs.

#### **3.8 Company Assets and IT Tools**

Company assets and IT tools must be used responsibly, exclusively for work purposes, and in accordance with company regulations.

#### **3.9 Relations with Third Parties**

Relations with third parties must be based on principles of fairness, transparency, and mutual respect.

#### **3.10 Relations with Suppliers, Collaborators, Contractors, and Service Providers**

Selection and relations with suppliers, collaborators, contractors, and service providers must be conducted based on objective criteria of quality, price, and reliability.

#### **3.11 Relations with the Public Administration**

Relations with the Public Administration must be handled with transparency, integrity, and compliance with applicable laws and regulations.

### **3.12 Public Funding and Grants**

The Company must ensure the correct and lawful use of any public funding or grants received.

### **3.13 Relations with Judicial Authorities, Inspection and Control Bodies, Political and Trade Union Organizations**

Relations with judicial authorities, inspection and control bodies, political and trade union organizations must be based on principles of transparency, cooperation, and respect for laws.

### **3.14 Institutional Relations and Mass Media**

Relations with institutions and mass media must be managed transparently and coherently with the company's communication strategy.

## **4. INTERNAL CONTROLS, MODEL EFFECTIVENESS, AND SANCTION SYSTEM**

### **4.1 Internal Controls**

The internal control system is structured to ensure compliance with laws, regulations, and company policies, and to protect company assets.

### **4.2 Violation of the Ethical Code and Sanction System**

Violations of the Ethical Code will lead to the application of disciplinary measures adequate to the severity of the violation, up to and including termination of employment or contract.