



CODE OF ETHICS

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1. INTRODUCTION

The Code of Ethics formalizes the official and public values, principles, and commitments of **CMC ITALIA Srl** in pursuing its mission, which is fundamentally based on ethics and legality. The company is committed to adhering to and ensuring compliance with the general principles and provisions outlined in this Code.

Respect for the principles and values that inspire **CMC ITALIA Srl**, as well as compliance with the rules it has adopted by both the company and its stakeholders (including customers, employees, suppliers, the local community, banks, and the state), represents a significant interest, both ethically and economically. It is recognized that the misconduct of a few individuals can cause significant harm to the company's reputation and decorum, resulting in considerable losses.

Consequently, anyone interacting with the company in any capacity must contribute to the general observance of the principles outlined in this document, promoting awareness and understanding both internally and externally.

Only through cooperation towards a common goal can the principles that guide **CMC ITALIA Srl's** daily operations be effectively implemented.

This Code serves as a complementary document that does not replace or override legal and other internal or external regulatory sources. It reinforces the principles contained therein, with the goal of ensuring legal and ethical conduct for the common good.

The management of the company is entrusted to the legal representative, who is responsible for conducting operations in accordance with the law.

CMC ITALIA Srl's mission is to supply high-quality products, including chrome-plated steel bars and tubes, for both the Italian and international markets. The company's business ethics are based on respect, integrity, and professionalism.

In pursuit of development ambitions, **CMC ITALIA Srl** recognizes the importance of sustainable growth for social, economic, and environmental progress. Acting in full compliance with laws and principles of transparency and clarity is fundamental.

This Code of Ethics was established to define the fundamental conduct rules that all employees and third parties acting on behalf of the company (suppliers, partners, etc.) must follow.

It contains general principles and rules voluntarily adopted by the company. Specifically, it governs relations between colleagues, clients, competitors, suppliers, and other stakeholders, covering areas such as business ethics,

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workplace protection, diversity and inclusion promotion, corporate asset protection, conflict of interest management, anti-corruption measures, client relations, supplier selection, and the prevention of money laundering and terrorism financing.

CMC ITALIA Srl commits to ensuring that its ethical principles and guidelines are respected by all recipients, who are expected to act transparently and ethically while minimizing the risk of violations under Legislative Decree 231/01.

2. GENERAL PRINCIPLES

2.1 Purpose and *Scope of the Code of Ethics*

CMC ITALIA Srl upholds the essential principle of compliance with existing laws and regulations by employees and third parties. This Code defines ethical principles and conduct guidelines that are also relevant for the prevention of crimes indicated in Legislative Decree 231/01 on corporate administrative liability, as outlined by Confindustria Guidelines.

The Code serves as a self-regulatory tool to guide and identify the rules of conduct that should inspire the behavior of company employees in pursuing corporate objectives and in both internal and external relations.

Compliance with the Code is essential for the company to act with clarity and transparency in full respect of the law.

The belief that one is acting in the company's interest does not justify conduct that contradicts these principles.

2.2 *Code Recipients*

The Code applies to the Legal Representative, management, employees, and anyone who operates directly or indirectly for the company (e.g., collaborators, consultants, suppliers, clients, and partners).

Recipients are required to understand and comply with the Code and seek clarification when necessary. They are responsible for adopting behavior aligned with the principles outlined in the Code.

Once informed, recipients cannot claim ignorance or justification for non-compliance due to contrary instructions from any hierarchical level or company representative.

2.3 *Dissemination and Training on the Code of Ethics*

CMC ITALIA Srl ensures the internal and external dissemination of the Code through distribution to all employees, posting it in accessible locations, and making it available to third-party recipients, including through publication on the company's institutional website.

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The company will provide interpretation and clarification of the Code's provisions, addressing any interpretative and application issues that may arise.

3. ETHICAL PRINCIPLES IN CORPORATE MANAGEMENT

CMC ITALIA Srl is committed to conducting its activities and corporate management in compliance with the highest ethical standards, fostering a corporate culture rooted in respect for legality and fairness. The following principles guide the company:

Responsibility and Legal Compliance: The company operates in strict compliance with national and international laws and regulations, adopting behaviors that respect legal norms and internal company provisions.

Fairness: All those involved in the company's activities and business relations must act with fairness, loyalty, transparency, and openness toward the market.

CMC ITALIA Srl guarantees the necessary controls to verify counterparties, thus avoiding irregular payments or false records.

Transparency: Transparency is essential in corporate activities and relations, both internally and externally. All operations and transactions must be correctly registered, authorized, legitimate, consistent, and verifiable. This includes maintaining an adequate record of all actions and operations, which must allow for the verification of decision-making, authorization, and execution processes. The principle of transparency also applies to the selection of suppliers, for whom the company adopts objective and transparent criteria, with a focus on their ability to ensure compliance with the Code of Ethics.

Equal Opportunity and Non-Discrimination: The company values diversity and inclusion, ensuring respect for gender equality and adopting practices to prevent discrimination based on gender, race, religion, political orientation, or personal characteristics.

Safe Workplace Environment: **CMC ITALIA Srl** promotes a positive and respectful working environment, opposing any form of harassment, bullying, or discrimination.

Efficiency and Asset Protection: The company ensures the proper safeguarding of its corporate resources and assets, preventing unauthorized access and guaranteeing their efficient use to achieve business objectives.

Confidentiality and Data Protection: Information obtained during business operations is treated as confidential and protected in compliance with legal requirements. The company adopts appropriate measures to prevent unauthorized disclosure of sensitive information.

Health and Safety: Worker health and safety are key priorities for the company. **CMC ITALIA Srl** adopts preventive measures to guarantee a safe working

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environment and promote responsible practices that protect employees from workplace hazards.

Quality: The company is committed to offering high-quality products that meet the highest regulatory and safety standards. Innovation and sustainability are central elements in achieving product excellence and customer satisfaction.

4. CONDUCT GUIDELINES FOR STAKEHOLDER RELATIONS

4.1 EMPLOYEES

Human resources are a fundamental asset for the company's development and growth. **CMC ITALIA Srl** is committed to investing in the technical and professional skills of its employees, providing them with the tools and training necessary to carry out their tasks with diligence, efficiency, and correctness.

Recruitment and Hiring

The company select and hires employees in compliance with applicable labor regulations and collective bargaining agreements. Recruitment is based on criteria of professional competence, impartiality, and fairness, without any discrimination based on race, religion, gender, age, or other personal characteristics.

Employee Development and Relations

Relationships with employees are built on principles of mutual respect and meritocracy. Employees must carry out their duties with full awareness of the importance of ethical conduct for **CMC ITALIA Srl**.

Gifts and Hospitality

Recipients of this Code are prohibited from offering or accepting gifts or forms of hospitality that exceed the bounds of ordinary business practices or customary courtesy.

Conflict of Interest

Recipients must avoid situations that create actual or potential conflicts of interest. Employees are required to notify the Legal Representative of any situation where a conflict of interest may arise.

4.2 Suppliers

The selection and management of suppliers are based on criteria of competence, financial solidity, and compliance with current regulations and ethical principles. The company guarantees transparent and competitive evaluations of suppliers and adopts impartial procedures for awarding contracts.

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CMC ITALIA Srl requires its suppliers to commit to respecting ethical and legal principles consistent with those of the company, including compliance with laws on environmental protection, labor, and safety regulations.

4.3 Clients

CMC ITALIA Srl considers customer satisfaction a primary goal. Relationships with clients must be conducted fairly, transparently, and with professionalism. The company is committed to honoring contractual agreements and promptly addressing any complaints or issues that may arise.

In addition, the company provides accurate, clear, and comprehensive information about its products and services to enable clients to make informed choices.

4.4 Competitors

CMC ITALIA Srl recognizes the importance of fair competition and respects the principles of transparency and legality in its market activities. Conduct that may harm or undermine market competition is strictly prohibited.

4.5 Public Administration and Public Institution Representatives

All relationships and interactions with public officials and representatives of public institutions must be conducted in compliance with applicable legal and ethical standards. The company prohibits any form of corruption, bribery, or collusive behavior.

4.6 Judicial Authorities and Supervisory Bodies

CMC ITALIA Srl guarantees full cooperation and transparency with judicial authorities and supervisory bodies during inspections, investigations, or any formal request. Recipients must provide truthful and accurate information and must not obstruct the proper execution of such activities.

5. IMPLEMENTATION AND MONITORING METHODS

5.1 Whistleblowing

If the Recipients or the subjects required to comply with the Code of Ethics become aware of an alleged violation or of a circumstance capable of causing a potential violation, they must promptly communicate it to the Legal Representative.

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The latter evaluates the reports received with discretion and responsibility. To this end, he may hear the author of the report and/or the person responsible for the alleged violation, justifying in writing the reason for any autonomous decision not to proceed. In any case, reports submitted in good faith may not lead to negative repercussions to the detriment of the reporting party, even if they prove to be unfounded.

5.2 Violations and Sanctions

In the event of violation of the rules set forth in this Code of Ethics and for the applicable sanctions, please refer to the provisions of the National Collective Labor Agreements applicable to employees. The adoption of disciplinary measures against employees will be proportionate to the seriousness or recidivism of the shortcoming or the degree of guilt, in compliance with the provisions contained in the applicable employment contracts.

For heads of organizational units and, where applicable, attorneys, violation of the rules may result in the adoption of measures proportionate to the seriousness or recidivism of the shortcoming, or the degree of guilt, up to the revocation of the mandate for just cause.

With regard to other Recipients, violation of the provisions results in the adoption of measures proportionate to the seriousness or recidivism of the shortcoming or the degree of guilt, from a warning to the application of a penalty up to the termination of the contracts in force with them.

6. DISCIPLINARY SYSTEM

The introduction of a system aimed at sanctioning failure to comply with the measures contained in the Code of Ethics is a fundamental aspect in the management of the administrative liability of **CMC ITALIA Srl**, so much so that the provisions contained therein must be considered an essential part of the contractual obligations of the Recipients, as defined in this Code. Violation of the contents of the Code damages the relationship of trust established with **CMC ITALIA Srl** and may lead to the initiation of disciplinary actions by the same.

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In cases deemed more serious, the violation may lead to the termination of the employment relationship, if carried out by an employee, or to the termination of the contractual relationship, depending on the case in question, through interruption, withdrawal, revocation, termination or other method more relevant to the relationship specifically concerned, if carried out by a third party. For this reason, each Recipient is made aware in advance of the rules contained in the Code, in addition to the reference rules that regulate the activity carried out within the scope of their function. Sanctions are applied in the event of violation of the provisions, regardless of the qualification of the violating conduct as a crime and the outcome of any criminal proceedings initiated by the judicial authorities. The disciplinary system is structured differently, depending on the recipients, in compliance with internal procedures, as well as with the provisions of current legislation and collective bargaining.

7. SANCTIONS FOR RESPONSIBLE PARTIES

Area/function managers are required, at the time of establishing the employment relationship, to undertake to comply with the provisions of the Code of Ethics, with the consequent sanctions in the event of non-compliance. The most appropriate measures will be adopted against managers who engage in behavior in violation of the provisions of the Code, in accordance with the provisions of current contractual and legal regulations. Taking into account the fiduciary nature of the employment relationship, failure to comply with the provisions of the Code is sanctioned by considering, in the application stage, the principle of proportionality provided for by art. 2106 of the Civil Code and evaluating, for each case, the objective seriousness of the fact constituting the infringement, the degree of fault, the possible reiteration of the same behavior, as well as the intentionality of the behavior itself.

In the event of violations, the Legal Representative is responsible for applying the measures deemed appropriate, in accordance with the provisions of the legislation, up to and including dismissal for just cause in the most serious cases.

The measures envisaged for managers also apply in the event that they allow collaborators subordinate to them, hierarchically or functionally, to adopt behaviors that do not comply with the Code and/or violate it. The sanctions and the possible request for compensation for damages suffered are related to the level of responsibility and autonomy of the person responsible, to the voluntariness and seriousness of the behavior and to the level of risk to which the Company may, as a result of the prohibited conduct,

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be considered exposed, pursuant to the relevant applicable legislative provisions.

8. DISCIPLINARY MEASURES FOR EMPLOYEES

8.1 Disciplinary System

The disciplinary system established by the following provisions, relating to personnel, shall be considered supplementary and complementary, and not derogatory, to the disciplinary system established by the C.C.N.L. in force and applicable to the different categories of employees working for **CMC ITALIA Srl**.

The disciplinary system is inspired by the following principles:

- ⇒ immediacy and timeliness of the notification of the breach;
- ⇒ granting of precise time limits for the exercise of the right of defence before the sanction is imposed;
- ⇒ proportionality of the sanction in relation to the seriousness of the breach;
- ⇒ degree of voluntariness in the commission of the infringement.

The management of disciplinary proceedings and the imposition of sanctions are the responsibility of the Legal Representative, in application of the procedures provided for by sector regulations and Article 7 of the Workers' Statute.

For disciplinary purposes, the provisions contained in the Law and in the category CCNL apply to employees. Violation of the measures indicated in the Code of Ethics constitutes a breach of contract, punishable pursuant to the regulations referred to according to the same scale of gradualness provided for therein.

In the event of non-compliance with the provisions contained in the Code of Ethics, in proportion to the seriousness of the breach, the sanctions set out below will be applied.

a) Verbal warning

A verbal warning will be applicable for

- minor non-compliance or violation of the provisions of internal procedures and the Code;
- negligent conduct that does not comply with the requirements of the Code;

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- tolerance or failure to report, by hierarchical superiors, minor irregularities committed by other members of staff;

the conduct identified above being deemed to be a 'minor misconduct'.

In cases of recidivism or shortcomings punishable by a verbal reprimand but which, for specific reasons, are more serious, a written reprimand shall be applicable.

b) Fine not exceeding three hours' hourly pay calculated on the minimum pay scale.

The fine will be applicable in the event of:

- failure to report or tolerance by supervisors of non-serious irregularities committed by other staff members;
- repeated failure to report or tolerance by supervisors of minor irregularities committed by other staff members;

(c) suspension from work and pay up to a maximum of three days;

Suspension will be applicable in the event of:

- non-compliance with internal procedures and the Code, or negligence with respect to their prescriptions, which have caused damage to the Company or have exposed it to an objective situation of danger or such as to determine negative consequences for it;
- failure to report or tolerance, by hierarchical superiors, of serious irregularities committed by other employees that are such as to cause damage to the Company or expose it to an objective situation of danger or such as to determine negative consequences for it
- falsehood or reticence, when investigating irregularities, in order to conceal the truth;
- refusal to obey specific orders of superiors, including those that refer to or are relevant to the rules and conduct set out in the Code;
- slander or defamation against the Company, which may cause reputational damage.

d) Dismissal

Dismissal shall be applied for conduct in clear breach of the prescriptions laid down in the Code and unequivocally directed at the commission of an offence, such as to lead to the possible application against the Company of the sanctions provided for by law, relating to shortcomings of such seriousness as to break the trust on which the employment relationship is based and not to allow the continuation of the relationship in any case.

For all shortcomings not included among those listed by way of example, but not exhaustively, the violation shall be assessed in each individual case, in light

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of the reference CCNL, with regard to the seriousness of the behaviour and the extent of the prejudice, including moral, caused to the Company's decorum or prestige.

8.2 Procedure for the imposition of disciplinary sanctions on employees

The management of disciplinary proceedings and the imposition of all sanctions that may be imposed as a result of violation of the Code of Ethics are the responsibility of the Legal Representative. Disciplinary proceedings begin with the phase of the notification of the employee's misconduct and end with the dismissal of the same or with the imposition of the sanction envisaged for the violation in question. For anything not expressly provided for, please refer to the specific sector regulations.

9. EXTERNAL COLLABORATORS, COMMERCIAL PARTNERS, AND SUPPLIERS

Within the contracts entered into with external collaborators, business partners and suppliers, preference will be given to the presence of specific clauses providing for the sanction ability of conduct, including the application of contractually established penalties, in the event of conduct that does not comply with the provisions of the Code and which entails the risk of commission of offences. Said clauses may also lead to the express termination of the contractual relationship, without prejudice to the right to take action for compensation, when the conduct of the counterparty causes damage to the Company, as in the hypothesis of the application, by the Judge, of the penalties indicated by Legislative Decree no. 231/2001.

The Company undertakes to make the relevant documentation available to the above-mentioned subjects, so as to allow for the timely compliance with the principles and conduct defined by the Code.

10. VIOLATION REPORTING

In order to ensure the effective application of the Code, **CMC ITALIA Srl** requests all those who become aware of any cases of non-compliance with this Code to report it.

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A special procedure has been adopted to protect the whistleblower who makes a report; this procedure is made public and distributed to all employees and stakeholders of the entity.

11. MODEL AND CODE DISSEMINATION

The Code is brought to the attention of all internal recipients through communication and dissemination measures modulated according to the responsibilities held within the organization and the different level of involvement in areas of activity at risk.

The code of ethics is published on the company's institutional website. The communication and dissemination interventions are duly recorded and documented.