

## Ethical Code

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### 1. INTRODUCTION

The Code of Ethics is the company's "Constitutional Charter", a charter of moral rights and duties that defines the ethical-social responsibility of each participant in the corporate organization.

The Code of Ethics is an effective means of preventing irresponsible or illegal behavior by those who work in the name and on behalf of Metaxy because it introduces a clear and explicit definition of their ethical and social responsibilities towards all parties involved directly or indirectly in the activity of the company.

The principles and provisions of the Code are binding on the members of the corporate bodies, employees, temporary workers, consultants and collaborators in any capacity, agents and any other person who can act in the name and on behalf of Metaxy (hereinafter jointly referred to as "**Recipients or Recipient**").

The Code of Ethics is aimed at clarifying and defining the set of principles to which its recipients are called to comply in their reciprocal relationships as well as in relating with stakeholders of mutual interests towards Metaxy. Recipients are therefore called to respect the values and principles of the Code of Ethics and are required to protect and preserve, through their behavior, the respectability and image of Metaxy as well as the integrity of its economic and human heritage.

However, the Code of Ethics does not replace and does not prevail over existing laws and the existing National Collective Bargaining Agreement.

Metaxy will make this Code available to the Recipients, so that they undertake not to engage in any behavior in violation of the principles contained therein.

### 2. COMPLIANCE WITH CURRENT LAWS AND REGULATIONS

All activities carried out in the name and on behalf of Metaxy must be carried out in absolute compliance with the laws and regulations in force. Illegal conduct and, in particular, any conduct that may integrate one of the types of crime referred to in Legislative Decree no. 231 of June 8, 2001 and subsequent amendments and additions.

Each Recipient undertakes to diligently acquire the necessary knowledge of the laws and regulations applicable to the performance of its functions, as from time to time in force.



### **3. BUSINESS ETHICS**

The objective of Metaxy is to carry out its activities in compliance with the law according to fairness and good faith, preserving the value of fair competition with other operators and refraining from any collusive and abusive behavior to the detriment of customers or third parties. Metaxy refuses to use work provided by minors and does not resort in any way to child labor provided by third parties.

Metaxy adheres to objective evaluation criteria and repudiates any discrimination based on age, state of health, sex, religion, race, political and cultural opinions.

Metaxy promotes the creation of an environment characterized by a strong sense of ethical integrity.

### **4. CONFLICT OF INTEREST**

The Recipients are required to avoid any situation and to refrain from any activity that could oppose a personal interest to the interest of Metaxy or that could interfere and hamper the ability to take, in an impartial and objective way, decisions in the interest of the Company itself. Therefore, these subjects must avoid any exploitation of their position and, in particular, must exclude any possibility of overlapping or crossing of economic activities in which a personal and / or family interest exists or may exist with the duties covered and / or assigned by the Company.

### **5. SELECTION AND MANAGEMENT OF HUMAN RESOURCES**

Metaxy undertakes to adopt criteria of impartiality, merit, competence and professionalism for any decision inherent in the employment relationship with its employees and collaborators in any capacity operating for the same. Any discriminatory practice in the selection, hiring, training, management, development and remuneration of personnel is prohibited.

In the search and selection of personnel, Metaxy adopts criteria of objectivity, competence and professionalism, applying the principle of equal opportunities without favoritism, with the aim of ensuring the best skills available on the job market.

All employees, in compliance with contractual regulations, are offered equal opportunities and professional developments, based on individual merit and potential.



## **6. TRANSPARENCY OF ACCOUNTING**

The preparation of the financial statements and any other type of accounting documentation must be carried out in compliance with the laws and sector regulations in force, taking into account the most advanced accounting practices and principles.

The accounts and financial statements must faithfully represent the management facts (economic, equity and financial) according to criteria of clarity, truthfulness and correctness.

Each Recipient is required to collaborate so that the management facts are correctly and promptly represented in the accounts. It is the task of each employee to ensure that the documentation is easily traceable and ordered according to logical criteria.

The Recipients who become aware of omissions, falsifications, negligence of the accounting or of the documentation on which the accounting records are based, are required to report the facts to their superior or their contact person.

## **7. INTERNAL CONTROLS**

Everyone must feel responsible for the company assets (tangible and intangible) which are instrumental to the activity carried out.

No Recipient can make improper use of Metaxy's assets and resources or allow others to do so.

## **8. CONFIDENTIALITY**

Metaxy's activities require the acquisition, storage, processing, communication of data, news and documents, also of third parties.

The Metaxy databases may contain, among other things, personal data protected by privacy legislation and data whose inappropriate or untimely disclosure could damage the corporate interests.

It is the obligation of each employee to ensure the confidentiality required by the circumstances for each piece of information learned by reason of their job function. Metaxy undertakes to protect the information relating to its employees and third parties, generated or acquired within and in business relationships, and to avoid any improper use of this information.

The information, knowledge and data acquired or processed by employees during their work or through their duties belong to Metaxy and cannot be used, communicated or disclosed without specific authorization from the superior.



## 9. METAXY COMMITMENTS

Metaxy will ensure the maximum diffusion of the Code to the Recipients and that no one can suffer retaliation of any kind for having provided news of possible violations of the Code or of the reference standards.

## 10. OBLIGATIONS FOR ALL EMPLOYEES

Each employee is asked to know the rules contained in the Code and the reference rules that regulate the activity carried out within the scope of his function. Employees are required to:

- refrain from conduct contrary to these rules;
- contact their superiors and / or contact persons, in case of need for clarifications on how to apply them;
- promptly report to superiors or contacts:
  - any news, directly detected or reported by others, regarding their possible violations of the rules contained in the Code;
  - any request made to him to violate these rules;
- collaborate with the structures in charge of verifying possible violations;
- in general, commit to compliance with the laws and regulations in force in all the countries in which the entity operates.

This commitment must also apply to consultants, suppliers, customers and anyone who has relations with the Company.

## 11. PENALTY SYSTEM

Compliance with the rules of the Code must be considered an essential part of the contractual obligations of Metaxy employees pursuant to and for the purposes of the civil code and the current CCNL. The violation of the rules of the Code may constitute a breach of the primary obligations of the employment relationship or unlawful disciplinary, with all legal consequences, also with regard to the preservation of the employment relationship and may result in compensation for damages deriving from it.

These penalties will be proportionate to the seriousness and nature of the facts.



The management of disciplinary proceedings and the imposition of sanctions remain the responsibility of the corporate functions assigned and delegated to do so.

In the event of violations of the Code of Ethics by the Directors, the Supervisory Body must communicate the circumstance to the Board of Directors and the Board of Statutory Auditors, so that these bodies can take the appropriate initiatives pursuant to the law.

Any behavior carried out in violation of the provisions of this Code by collaborators, suppliers, consultants and commercial partners (by way of example and not limited to: agents, retailers etc ...) linked to Metaxy through a contractual relationship other than dependent work, may determine, in the most serious cases, the termination of the contractual relationship.

The right to act to obtain compensation for any damages suffered by the Company remains unaffected - if the conditions exist.