

# ***Viabizzuno***

## Organization, Management and Control Model pursuant to Legislative Decree 231/2001

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REV.	DATE	APPROVED	NOTES
01	31/01/2023	Board of Directors	
02	26/05/2023	Board of Directors	Adoption of the Group Code of Ethics



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## DEFINITIONS

For the purposes of the Organization Management and Control Model, unless otherwise specified, the terms listed below have the meanings for each of them ascribed below:

- **Group Code of Ethics:** a document containing the ethical principles that inspire the Viabizzuno Group companies in the performance of their activities.
- **Legislative Decree:** Legislative Decree No. 231 of 8 June 2001, entitled '*Regulations on the administrative liability of legal entities, companies and associations, including those without legal personality, pursuant to Article 11 of Law No. 300 of 29 September 2000*', published in the Official Gazette No. 140 of 19 June 2001, as well as subsequent amendments and additions, including Law No. 146/2006, which refers to its application in Article 10.
- **Addressees:** persons to whom this Organizational Model is addressed and who are required to comply with it.
- **Entity (or Company):** legal person or association also without legal personality. In this Organizational Model: Viabizzuno S.p.A. (hereinafter also "*Viabizzuno*" or "*Company*").
- **Organizational Model:** the Organizational and Management Model adopted by Viabizzuno, as provided for in Articles 6 and 7 of the Legislative Decree, as an organic set of principles, rules, provisions, Organizational schemes and related tasks and responsibilities, aimed at preventing the offences referred to in the same Legislative Decree.
- **Supervisory Body (SB):** Body provided for in Article 6 of the Legislative Decree, with the task of supervising the operation of and compliance with the Organizational Model, as well as ensuring that it is updated.
- **Principles of Conduct:** general principles of conduct, set out in the Special Section, to which the Recipients must adhere in the performance of the activities envisaged by the Organizational Model.
- **Risk Processes:** company activities or phases thereof whose performance could give rise to unlawful conduct (offences or administrative offences) as referred to in the Legislative Decree.
- **Protocol (PT):** specific procedure for the prevention of offences and administrative offences and for the identification of persons involved in the risk phases of corporate processes.
- **Offences:** offences or administrative offences which, if committed, may entail the administrative liability of Viabizzuno.
- **Whistleblower:** anyone who witnesses or becomes aware of a breach committed by the Addressees of the Organizational Model and decides to report it.

- **Reported person**: a person to whom the Reporting Party attributes the commission of the Breach or suspected Breach.
- **Report**: communication concerning the reasonable and legitimate suspicion or awareness of Violations committed by the Recipients of the Organizational Model.
- **Disciplinary System**: set of sanctions against Addressees who don't comply with the Principles of Conduct and the operating procedures contained in the Organizational Model and Protocols.
- **Third Parties**: Consultants, Suppliers or other parties having business relations with Viabizzuno.
- **Top Management (so-called Senior Management)**: Chairman of the Board of Directors, other members of the Board of Directors and/or Heads of Department.

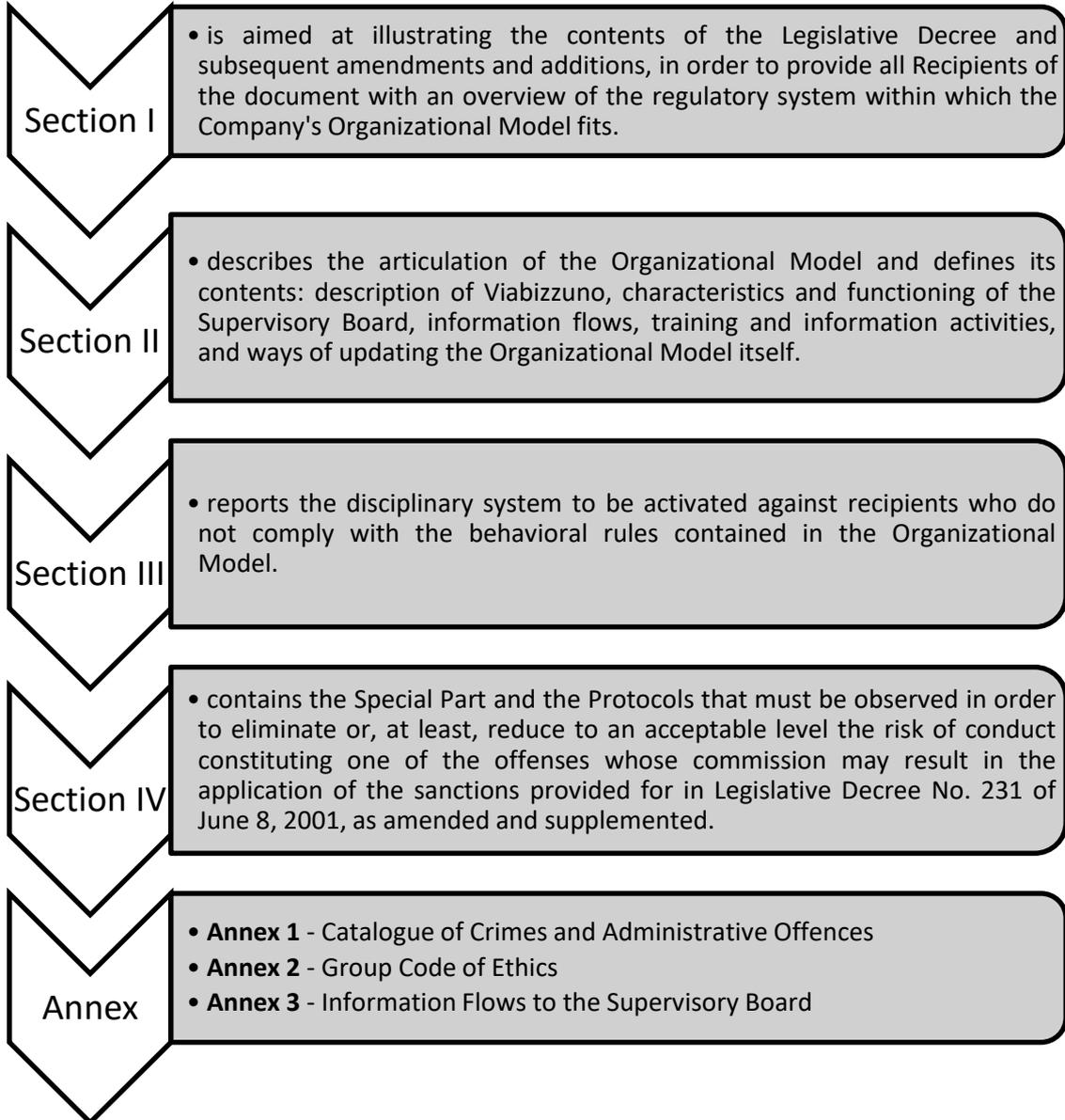
Terms defined in the singular are also understood in the plural if the context so requires and the other way around.

The definitions in this document also apply where used in the Special Section and Protocols.

## DOCUMENTO STRUCTURE

The purpose of this document is to illustrate the constituent elements of Viabizzuno's **Organizational Model**.

It consists of four sections, the contents of which are summarised below:



## SECTION I

### 1 LEGISLATIVE DECREE NO. 231/2001

**Legislative Decree No. 231 of 8 June 2001** introduced a system of administrative liability of **Entities** into the Italian legal system.

The enactment of the **Legislative Decree** is **part** of a national legislative context of implementation of international obligations.

The original text, which referred to a series of offences committed against the public administration, was supplemented by subsequent legislative measures that broadened the list of offences whose commission may entail the Entity's administrative liability. Moreover, Law 146/06 provides for the liability of the **Entity** in the event of the commission of certain offences (so-called Transnational Crimes).

The **liability of the Entity** - similar to criminal liability - arises as a result of the commission, by a person linked by a functional relationship with the **Entity** itself, of one of the **Offences** specifically provided for in the **Legislative Decree**.

The **Entity's** liability may exist if the **Crimes** are committed **in its interest or to its advantage**, while it isn't liable if the perpetrator has acted exclusively in its interest or in the interest of third parties.

The functional relationship linking the **offender** to the legal person may be one of representation, subordination or collaboration, within the limits provided for by the **Legislative Decree**.

Where the perpetrator of the **Offence** is a natural person who holds functions of representation, administration, management or control of the **Entity** or of one of its organizational units with financial and functional autonomy, as well as a person who exercises, even in fact, the management and control of the Entity, a presumption of liability is established against the latter, considering that the natural person expresses, represents and implements the management policy of the **Entity**.

There isn't a presumption of liability on the part of the **Entity** where the perpetrator of the **offence** is a person subject to the direction or supervision of one of the persons referred to in the preceding sentence. For this reason, in such a case, the act of the person subject to the direction or supervision of one of the persons referred to in the preceding sentence shall entail the liability of the **Entity** only if it is established that its commission was made possible by the failure to comply with the obligations of direction and supervision.

The (administrative) liability of the **Entity** is additional to the (criminal) liability of the natural person and not a substitute of it. From the substantial autonomy of this liability derives the circumstance that the **Entity** is called to answer for the offence even when the perpetrator has not been identified or cannot be charged, or when the offence is extinguished for reasons other than amnesty. The criminal liability of the natural person remains governed by ordinary criminal law.

The legislature has provided for a **system of sanctions** characterised by the application to the legal person of a pecuniary sanction.

In addition to the pecuniary sanction, disqualification sanctions may also be applied in certain cases, such as a ban on exercising the activity, the suspension or revocation of authorisations, licences or concessions functional to the commission of the offence, a ban on contracting with the Public Administration, exclusion from facilitations, financing, contributions or subsidies, the possible revocation of those already granted, and a ban on advertising goods or services.

In addition to these penalties - pecuniary and prohibitory - there is the confiscation (always ordered with the conviction) of the price or profit of the offence (also 'for equivalent') and, in certain cases, the publication of the conviction.

The legislator has also provided that such prohibitory measures - where there are serious indications of the **Entity's** liability and there are well-founded and specific elements suggesting that there is a concrete danger that offences of the same nature may be committed - may also be applied, at the request of the Public Prosecutor, as a precautionary measure, already at the investigation stage.

On the specific occasions, the Judge, when applying a disqualification penalty that would lead to the interruption of the Entity's activity, has the power to appoint a commissioner to supervise the continuation of the activity itself, for a period corresponding to the duration of the disqualification penalty that would have been applied.

Foreign companies that operate in Italy are also subject to the regulations of the **Legislative Decree**, regardless of whether or not there are rules regulating the same subject matter in their country.

## **2 OFFENCES GIVING RISE TO THE ENTITY'S ADMINISTRATIVE LIABILITY**

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The crimes from which administrative liability for the entity may arise (so-called 'predicate offences') are expressly indicated in the **Legislative Decree** and in certain regulatory provisions that have broadened their scope:

- **undue receipt of funds, fraud to the detriment of the State, a public body or the European Union or for the purpose of obtaining public funds, computer fraud to the detriment of the State or a public body and fraud in public procurement** (Article 24 of Legislative Decree No. 231/2001);
- **Computer crimes and unlawful data processing** (Article 24-bis of Legislative Decree 231/2001);
- **organised crime offences** (Article 24-ter of Legislative Decree 231/2001);
- **embezzlement, extortion, undue induction to give or promise benefits, bribery and abuse of office** (Article 25 of Legislative Decree No. 231/2001);
- **forgery of money, public credit cards, revenue stamps and identification instruments or signs** (Article 25-bis of Legislative Decree 231/2001);
- **offences against industry and trade** (Article 25-bis.1 Legislative Decree 231/2001);
- **corporate offences** (Article 25-ter of Legislative Decree 231/2001);
- **offences for the purpose of terrorism or subversion of the democratic order** (Article 25-quater of Legislative Decree 231/2001);
- **female genital mutilation practices** (Article 25-quater.1 Legislative Decree 231/2001);

- **offences against the individual** (Article 25-*quiquies* of Legislative Decree 231/2001);
- **market abuse** (Article 25-*sexies* of Legislative Decree 231/2001);
- **culpable homicide and grievous or very grievous bodily harm committed in breach of the rules on accident prevention and the protection of hygiene and health at work** (Article 25-*septies* of Legislative Decree No. 231/2001);
- **Receiving stolen goods, money laundering and use of money, goods or benefits of unlawful origin as well as selflaundering** (Article 25-*octies* of Legislative Decree No. 231/2001);
- **offences relating to non-cash payment instruments** (Article 25-*octies.1* Legislative Decree 231/2001);
- **copyright infringement offences** (Article 25-*novies* of Legislative Decree 231/2001);
- **inducement not to make statements or to make false statements to the judicial authorities** (Article 25-*decies* of Legislative Decree No. 231/2001);
- **environmental offences** (Article 25-*undecies* of Legislative Decree 231/2001);
- **employment of third-country nationals whose stay is irregular** (Article 25-*duodecies* of Legislative Decree No. 231/2001);
- **racism and xenophobia** (Article 25-*terdecies* of Legislative Decree 231/2001);
- **fraud in sporting competitions, unlawful gaming or betting and gambling by means of prohibited devices** (Article 25-*quaterdecies* of Legislative Decree No. 231/2001);
- **tax offences** (Article 25-*quinguesdecies* of Legislative Decree 231/2001);
- **smuggling** (Article 25-*sexiesdecies* of Legislative Decree No. 231/2001);
- **offences against the cultural heritage** (Article 25-*septiesdecies* of Legislative Decree 231/2001);
- **laundering of cultural goods and devastation and looting of cultural and landscape assets** (Article 25-*duodicies* of Legislative Decree No. 231/2001).

Moreover, Law No. 146/2006, while not further amending the body of Legislative Decree No. 231/2001, extended the liability of entities also to cases of commission of so-called *transnational crimes*.

A description of the individual conduct relevant to criminal law is set out in **Annex 1 - Catalogue of Offences and Administrative Infringements**.

### **3 ORGANIZATION, MANAGEMENT AND CONTROL MODELS**

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The Legislative Decree provides for a **specific form of exemption from liability for the Entity** if:

- a) the management body has adopted and effectively implemented '*organization, management and control models*' suitable for preventing the **Offences**;
- b) the task of supervising the functioning of and compliance with the models as well as ensuring that they are updated has been entrusted to a body of the entity endowed with autonomous powers of initiative and control;

- c) the persons who committed the offence acted by fraudulently circumventing the aforementioned organization, management and control models;
- d) there wasn't or insufficient supervision by the body referred to in (b) above.

The **Organizational Model** is the set of rules, set out in the Special Section and in the Protocols, both of a behavioral nature ("*Principles of Conduct*"), and of control, compliance with which - in the performance of activities within the **Risk Processes** - makes it possible to prevent unlawful, improper or irregular conduct.

Failure by the **Recipients to** comply with the Principles of Conduct and operating procedures set forth in the Special Section and Protocols is punishable. To this end, the Organizational Model also includes a disciplinary system, provided for and illustrated in this document.

#### **4 THE CONFINDUSTRIA GUIDELINES**

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In preparing this document, Viabizzuno was inspired by the Confindustria Guidelines.

It is understood that the decision not to adapt the Organizational Model to certain indications of the Confindustria Guidelines doesn't invalidate its validity. The Organizational, Management and Control Models, in fact, having to be drafted with reference to the concrete reality of Viabizzuno, may well deviate from the Confindustria Guidelines because of their general scope.

## SECTION II

### 5 DESCRIPTION OF VIABIZZUNO

#### 5.1 HISTORY AND ACTIVITIES OF VIABIZZUNO

The company was founded in 1994 and operates in the high-end architectural and decorative lighting sector.

The company also organises exhibitions and events related to design and architecture.

#### 5.2 CODE OF ETICHS

On 26/05/2023, the Group's Code of Ethics (**Appendix 2**) was approved - replacing the previous Code of Ethics adopted on 31/01/2023 - which defines the values to which the Viabizzuno Group, and with it Viabizzuno S.p.A. itself, is inspired in the performance of its activities.

The Group's Code of Ethics contains the ethical principles and rules of conduct that the Top Management, Employees, Consultants, Collaborators, Suppliers and all those who work in the name of or on behalf of **Viabizzuno** are required to respect and/or share.

The provisions of the **Organizational Model** are inspired by the ethical principles and rules of conduct contained in the Group's Code of Ethics and are integrated and compatible with it.

#### 5.3 PURPOSE AND STRUCTURE OF THE ORGANIZATIONAL MODEL

The adoption of an **Organizational Model** in line with the provisions of the **Legislative Decree** and, in particular, of Articles 6 and 7, together with the issuance of the Group's Code of Ethics, was undertaken in the belief that such an initiative may also constitute a valid tool for raising awareness among the Recipients, so that they adopt correct and straightforward conduct in the performance of their activities, such as to prevent the risk of the commission of the predicate offences.

More specifically, the Model has the following aims:

- a) set up a **structured and organic system of prevention and control**, aimed at reducing the risk of commission of offences related to the company's activities and preventing/counteracting any unlawful conduct;
- b) determine, in all those who work in the name of and/or on behalf of Viabizzuno, especially in the "areas of activity at risk", the **awareness that in the event of breach of the provisions contained therein, they may incur in an offence punishable** by penal sanctions, including criminal sanctions, and which may also entail sanctions against **Viabizzuno**;
- c) inform the Recipients that violation of the provisions contained in the Model with which they are required to comply will result in the **application of appropriate sanctions and, in the most serious cases, termination of the contractual relationship**;
- d) reiterate that **Viabizzuno does not tolerate unlawful conduct of any kind** and for any purpose whatsoever, since such conduct (even if **Viabizzuno** were apparently able to profit from it) is in any case contrary to the ethical principles to which **Viabizzuno** itself intends to adhere.

The Organizational Model set up by **Viabizzuno** is aimed at defining a preventive control system, primarily aimed at planning the formation and implementation of **Viabizzuno's** decisions in relation to the risks/offences to be prevented, and consisting in particular of

- the Group's Code of Ethics, which identifies the primary values with which **Viabizzuno** intends to comply and therefore sets the general guidelines for the company's activities, both of the Company and of the other *entities* of the Viabizzuno Group;
- an up-to-date, formalised and clear Organizational system that guarantees an organic allocation of tasks and an adequate level of segregation of duties;
- formalised procedures aimed at regulating the performance of activities, particularly with regard to processes at risk, providing for appropriate control points, as well as the separation of duties between those who perform crucial phases or activities within these processes;
- a clear allocation of authorisation and signature powers, consistent with Organizational and management responsibilities;
- control measures, relating primarily to the potential commission of predicate offences, capable of providing timely warning of the existence and emergence of general and/or particular critical situations.

## 6 ADDRESSEES

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This **Organizational Model** is intended for:

- top management of the Company (e.g. Chairman and members of the Board of Directors, etc.);
- employees or other persons - regardless of their relationship with Viabizzuno - subject to the direction or supervision of the above-mentioned persons.

Compliance with the prescriptions dictated by the **Legislative Decree**, as well as compliance with the behavioural principles indicated in the **Group's Code of Ethics**, is also required of Third Parties operating for Viabizzuno by means of the provision - where possible - of specific contractual clauses.

## 7 ADOPTION OF THE ORGANIZATIONAL MODEL BY VIABIZZUNO

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Viabizzuno - as part of its existing preventive control system - has implemented the necessary activities to adapt this control system to the provisions of the **Legislative Decree**.

Viabizzuno, with the adoption of the **Organizational Model**, has set itself the objective of adopting a set of Principles of Conduct and operating procedures aimed at planning the formation and implementation of decisions in relation to the offences to be prevented, in compliance with the system of allocation of functions and delegation of powers, as well as internal procedures.

The Special Section and the Protocols, intended as rules to be complied with by the Addressees, are added to the entire Organizational complex of **Viabizzuno** (procedures, Organizational charts and power allocation system) and are integrated and compatible with it.

The **Organizational Model** was adopted by the Board of Directors of **Viabizzuno** on 31 January 2023.

Amendments or additions to the **Organizational Model** must be approved by the Board of Directors.

For non-substantial amendments, the Board of Directors shall appoint a delegated person who may consult the **Supervisory Board**. Such amendments shall be communicated to the Board of Directors and ratified or, if necessary, supplemented or amended by the Board of Directors at the first useful meeting. The pending ratification shall not invalidate the amendments adopted in the meantime.

## **7.1 IDENTIFICATION OF RISK PROCESSES**

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Article 6, paragraph 2, letter a) of the Legislative Decree expressly provides that the Organizational Model must '*identify the activities within the scope of which offences may be committed*'. Therefore, Viabizzuno has analysed the company's activities, the decision-making and implementation processes within the individual company areas as well as the internal control systems.

In particular, as part of the above activities, Viabizzuno, with the support of external consultants, carried out

- a) identify the activities within the scope of which the Offences could in abstract terms be committed;
- b) analysing the potential risks of wrongdoing as well as the possible ways in which it may be committed;
- c) identify the persons and corporate functions concerned;
- d) define and, if necessary, adapt the system of internal controls.

## **7.2 DETECTION AND IDENTIFICATION OF ACTIVITIES AT RISK**

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At the end of the checks referred to in paragraph 7.1 above, Viabizzuno has identified the corporate activities or the phases of the same in the context of which Offences and/or Administrative Infringements may theoretically be committed (hereinafter the 'Risk Processes').

In order to identify the Risk Processes, Viabizzuno - with the support of external consultants - carried out the following activities:

- a) Examination of Viabizzuno's official documentation;
- b) detailed mapping of the company's operations, articulated on the basis of Viabizzuno's Organizational units and carried out by means of interviews and survey questionnaires;
- c) detailed analysis of each individual activity, aimed at verifying the precise contents, the concrete operating methods, the division of responsibilities, and the existence or non-existence of each of the offence hypotheses indicated by the Legislative Decree.

Specifically, the **Risk Processes** in the context of which **offences may in** abstract terms be committed are set out below:

- *management of health, safety and hygiene in the workplace;*
- *purchasing management and supplier selection (raw materials, product processing);*
- *taxation management;*
- *management of financial flows;*
- *management of relations with the Public Administration and Inspection Authorities;*
- *litigation management;*
- *management of the environmental system;*
- *management of the corporate information system;*
- *management of shareholders' meeting activities and capital transactions;*
- *management of extraordinary operations;*
- *business management;*
- *preparation of the annual accounts;*
- *selection, personnel management and external consultants, training;*
- *laboratory (product certification);*
- *marketing, communication and events;*
- *production and assembly management;*
- *trademark and patent management;*
- *management of design activities;*
- *relations with certification bodies.*

In the current version of the **Organizational Model**, the areas of activity referring to the following categories of predicate offences are identified as **Risk Processes** in relation to the **Legislative Decree**, and consequently regulated for the purpose of preventing the commission of **Offences**:

- **offences committed in relations with the Public Administration** (Articles 24 and 25);
- **Computer crimes and unlawful processing of data** (Article 24-bis);
- **organised crime offences** (Article 24-ter);
- **forgery of money, public credit cards, revenue stamps and identification instruments or signs** (Article 25-bis);
- **offences against industry and trade** (Article 25-bis.1);
- **corporate offences** (Article 25-ter);
- **culpable homicide and grievous or very grievous bodily harm committed in breach of the rules on accident prevention and health and safety at work** (Article 25-septies);
- **Receiving, laundering and using money, goods or benefits of unlawful origin, as well as selflaundering** (Article 25-octies);
- **offences relating to non-cash payment instruments** (Article 25-octies.1);
- **copyright infringement offences** (Article 25-novies);
- **inducement not to make statements or to make false statements to the judicial authorities** (Article 25-decies);
- **environmental offences** (Article 25-undecies);
- **crime of employment of third-country nationals whose stay is irregular** (Article 25-duodecies);
- **tax offences** (Art. 25-quinquiesdecies);

- **smuggling** (Article 25-sexiesdecies);
- **transnational crimes** (Law 146/2006).

Viabizzuno undertakes to continuously monitor its activities, both in relation to the offences listed above and in relation to possible amendments and additions to the **Legislative Decree**.

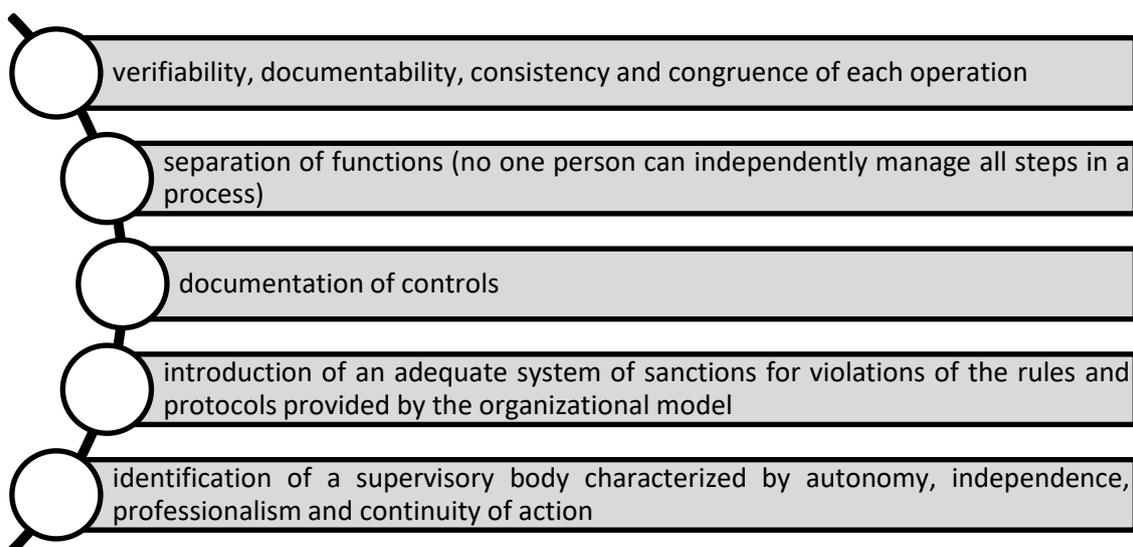
### 7.3 DESIGN OF ORGANIZATIONAL AND PROCEDURAL SAFEGUARDS

Pursuant to Article 6(2) of the Decree, the **Organizational Model** must, among other things, 'provide for specific protocols aimed at planning the formation and implementation of the entity's decisions in relation to the offences to be prevented'.

The aforementioned provision emphasises the need to establish - or improve where they exist - appropriate mechanisms for proceduralising management and decision-making, in order to make the various stages of each business process documented and verifiable.

It is therefore clear that the set of Organizational structures, activities and operating rules applicable - as instructed by *management* - within the company must be preordained to this specific objective, with the intention of guaranteeing, with reasonable certainty, the achievement of the purposes falling within an adequate and efficient risk monitoring system, including that of incurring the sanctions provided for by the **Legislative Decree**.

The Organizational set-up in place is inspired by the following principles:



It should be noted that Viabizzuno has obtained **ISO 9001:2015 Certification**, therefore, the Organizational and procedural safeguards set forth in the Model are to be understood as integrated and aligned with those set forth in the Quality Management System Procedures already in force at the Company.

## 8 DISSEMINATION, COMMUNICATION AND TRAINING

Adequate training and constant/periodic information of personnel on the principles and prescriptions contained in the **Organizational Model** are factors of great importance for the correct and effective implementation of the company's prevention system.

The **Addressees** are required to be fully aware of the objectives of fairness and transparency to be pursued with the **Organizational Model** and of the methods by which **Viabizzuno** intended to pursue them, by setting up an adequate system of procedures and controls.

### 8.1 THE INITIAL COMMUNICATION

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The adoption of this **Organizational Model** is communicated to the **Addressees by means of the** delivery of a copy of the same (in paper and/or electronic format), which must be accompanied by a signature of receipt, and through the posting of the document in a place accessible to all **Addressees**. Furthermore, Viabizzuno shall see to the publication of the Model on the corporate *intranet*.

New employees will be informed of the adoption of the **Organizational Model** by receiving a copy of it and of the **Group's Code of Ethics** (in hard copy and/or electronic format).

### 8.2 THE COMMUNICATION OF ANY CHANGES TO THE ORGANIZATIONAL MODEL

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Any amendment to the Organizational Model must be communicated to the **Addressees**, with an illustration of the amendments themselves, by means of mechanisms - including computerised ones - designed to prove the effective and conscious receipt of the communication.

### 8.3 TRAINING

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The training activities aimed at disseminating knowledge of the regulations set forth in the **Legislative Decree** are differentiated, in terms of content and delivery methods, according to the Recipients' qualification, the risk level of the area in which they operate and whether or not they have a representative role in **Viabizzuno**.

In particular, the level of training and information of **Viabizzuno's** personnel will be more thorough with regard to those who work in areas of activity at risk.

In addition to specific courses, training also includes the use of dissemination tools, such as occasional update e-mails or internal information notes.

In any case, following the formal adoption of the **Organizational Model** by the Board of Directors, a general introductory course will be held with the aim of illustrating the reference regulatory framework, the reference principles of the Organizational Model, the disclosure obligations and the rules of conduct to be followed in areas at risk.

Il programma di formazione potrà essere realizzato con modalità che permettano, tra l'altro, di aggiornare tutti **Destinatari** in merito alle novità, alle integrazioni della normativa e del **Modello Organizzativo**.

The training programme may be carried out in such a way as to, inter alia, bring all **Addressees** up to date on new developments, additions to the legislation and to the **Organizational Model**.

Compulsory participation in the training sessions will be formalised by requesting, also electronically if necessary, an attendance signature.

Within the scope of its powers, the **Supervisory Board** may provide for specific controls aimed at verifying the quality of the content of training programmes and the actual effectiveness of the training provided.

Failure to participate without a justified reason may be assessed by **Viabizzuno** as a violation of the **Organizational Model**.

**Viabizzuno** promotes the knowledge and observance of the **Organizational Model** also among the External Collaborators and other third parties identified by the Supervisory Board. These will therefore be provided with specific information on the principles, policies and procedures which **Viabizzuno** has adopted on the basis of this Model, as well as the texts of the contractual clauses which, in line with the principles, policies and Protocols contained in the **Organizational Model** as well as in the Group's Code of Ethics, will be adopted by Viabizzuno.

## 9 SUPERVISORY AND CONTROL BOARD

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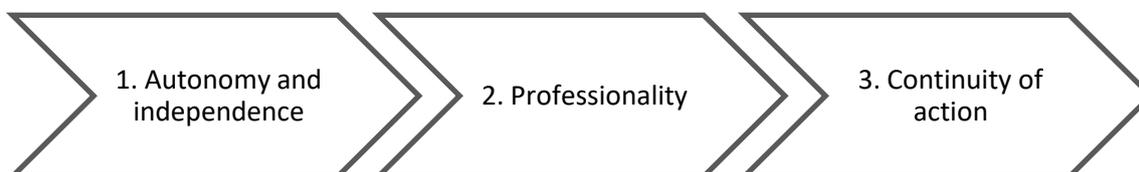
### 9.1 ROLE OF THE SUPERVISORY BOARD

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**Viabizzuno's** Board of **Directors**, in implementation of the provisions of the Legislative Decree, has set up **the Supervisory and Control Body (SB)**, which is entrusted with the task of **supervising the operation of and compliance with the Organizational Model**, as well as **taking care of its updating**. Viabizzuno's Supervisory **Board** is therefore responsible for the supervision and control activities provided for by the **Organizational Model**.

The appointment of the Supervisory Board, as well as any dismissal (for just cause), is the responsibility of the Board of Directors. The Supervisory Board reports directly to the Board of **Directors**.

According to the provisions of the Decree (Articles 6 and 7) and the indications contained in the Accompanying Report to the Legislative Decree, the characteristics of the SB must be



#### 1. Autonomy and independence

The requirements of autonomy and independence guarantee the effective fulfilment of the tasks and functions assigned to the SB. To this end, it is necessary that the SB is not directly involved in the management activities that constitute the object of its control activities, nor is it hierarchically subordinate to those who carry out these activities.

These requirements can be achieved by guaranteeing the highest hierarchical independence for the Supervisory Board, by providing for *reporting to the* Top Management, i.e. to the Managing Director and the other members of the Board of Directors.

#### 2. Professionalism

The Supervisory Board must possess technical and professional skills appropriate to the functions it is called upon to perform. These characteristics, together with independence, guarantee objectivity of judgement.

### 3. Continuity of action

The Supervisory Board must:

- 1 constantly work on the supervision of the Organizational Model with the necessary powers of investigation, also with the support of external consultants;
- 2 see to the implementation of the Organizational Model and ensure that it is constantly updated;
- 3 not to perform operational tasks that may affect the overall view of the company's activities required of them.

## **9.2 COMPOSITION AND APPOINTMENT OF THE SUPERVISORY BOARD**

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**Viabizzuno** has opted for a multi-subjective body. At the time of appointment, the Board of Directors obtains evidence of the requirements of independence, professionalism and honourableness pursuant to Article 109 of Legislative Decree No. 385 of 1 September 1993 ("*Requirements of professionalism and honourableness of company representatives*").

The Supervisory Board remains in office for the period defined by the Board of Directors in the deed of appointment. Its replacement before the expiry of the term of office may only take place for just cause or justified reason, by way of example:

- voluntary renunciation by the Supervisory Board;
- incapacity due to natural causes;
- failure to meet the requirements of good repute;
- failure to inform the Board of Directors of the occurrence of a cause for disqualification as referred to in paragraph 9.3 below;
- the occurrence of one of the grounds for suspension or revocation referred to in paragraph 8.3 below.

The Board of Directors of **Viabizzuno** establishes the annual remuneration due to the **Supervisory Board for the** entire term of office.

In the event of the expiry of a member of the **Body**, the Board of Directors shall reinstate its composition; the newly appointed member shall remain in office for the entire term of office of the other members.

For all other operational aspects, the **Supervisory Board** will provide for self-regulation by means of a specific regulation, accompanied by rules aimed at ensuring its better functioning. The adoption of these regulations shall be brought to the attention of the Board of Directors at its first meeting.

## **9.3 CAUSES OF (IN)ELIGIBILITY, REVOCATION, DISQUALIFICATION AND SUSPENSION OF THE SUPERVISORY BOARD**

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In order for the Board of Directors to be able to assess whether or not there are grounds for incompatibility with the function or conflict of interest, the **Supervisory Board** must inform the Board of Directors when it examines the appointment proposal:

- conflicts of interest, even potential ones, with **Viabizzuno**;

- direct or indirect ownership of significant shareholdings for **Viabizzuno** within the meaning of Article 2359 of the Italian Civil Code;
- administrative functions with delegated or executive powers at **Viabizzuno**;
- pending, in Italy or abroad, criminal proceedings or convictions, even if not final, or application of the penalty at the request of the parties ("*plea bargaining*"), without prejudice to the effects of rehabilitation or extinction of the offence.

It will be the duty of the **Supervisory Board** to promptly notify any changes that may occur during the term of office.

It is up to the Board of Directors, upon receipt of such notification, to assess the requirements of honourableness and compatibility.

#### **Revocation**

**Viabizzuno's** Board of Directors may revoke the **Supervisory Board in the event of** significant breaches with respect to the mandate conferred, with respect to the tasks indicated in the **Organizational Model; in the event of** violation of the obligations set forth in the **Supervisory Board** Regulation, as well as when the Board of Directors becomes aware of the aforesaid causes of ineligibility, which predate the appointment of the **Supervisory Board** and are not indicated in the self-certification; when the causes of disqualification specified below occur.

#### **Forfeiture**

The **Supervisory Board** ceases to hold office when, after its appointment:

- is in one of the situations contemplated in Article 2382 of the Civil Code '*Causes of ineligibility and disqualification*';
- the requirements of good repute are no longer met.

#### **Suspension**

They constitute grounds for suspension from the function of **Supervisory Board**:

- the application of a personal precautionary measure;
- the provisional application of one of the preventive measures provided for in Article 10(3) of Law No. 575 of 31 May 1965 '*Provisions against the Mafia*', as replaced by Article 3 of Law No. 55 of 19 March 1990, as amended and supplemented.

### **9.4 ACTS TO VERIFY THE EFFECTIVENESS AND ONGOING ADAPTION OF THE ORGANIZATIONAL MODEL AND PLAN OF INTERVENTIONS**

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The **Supervisory Board**, in coordination with the heads of the Organizational units concerned from time to time, must periodically verify the effectiveness and suitability of the **Organizational Model** to prevent the commission of the offences referred to in the **Legislative Decree**. In particular, it shall:

- 1 **checks on individual acts.** For this purpose, it will periodically carry out an audit of the acts and contracts relating to the processes at risk, in accordance with procedures identified by its;
- 2 **verification of the Special Section and Protocols.** To this end, it will periodically review the effectiveness and implementation of the Special Section and Protocols of this Organizational Model;

- 3 **checks on the level of knowledge of** the Organizational Model also through the analysis of requests for clarification or reports received;
- 4 **periodic updating of** the Risk Assessment activity aimed at reviewing the map of activities potentially at risk, in particular in the event of changes in the organisation or business of Viabizzuno, as well as in the event of additions or amendments to the Legislative Decree.

For the purpose of a planned exercise of its assigned supervisory powers, the **Supervisory Board** annually submits its **Plan of Action** to the Board of Directors, informing it of the activities it plans to perform and the areas that will be subject to checks. The **Supervisory Board** may in any case carry out, within the scope of sensitive corporate activities and if it deems it necessary for the performance of its functions, checks not envisaged in the Plan of Intervention (so-called 'surprise checks').

In the implementation of the Plan of Interventions, the **SB** adopts useful procedures for the performance of supervisory and control activities, which will be communicated to the functions concerned, and may set up working groups on particular issues. In the event of special circumstances (e.g. the emergence of previous violations or high turnover), the **SB** will take care to apply systematic procedures to research and identify the risks under analysis.

In particular, it may request to consult the documentation relating to the activities carried out by individual Offices or Organizational Units and by the persons in charge of the processes at risk subject to control and/or verification, extracting a copy thereof if necessary, as well as conducting interviews and requesting, where appropriate, written reports. During such operations, the Head of the Office or Organizational Unit concerned must be kept constantly informed.

The **Supervisory Board**, following the checks carried out, may report any observations and/or suggestions to the Head.

The activities performed by the **SB** must be documented, also in summary form. The relevant documentation must be kept by the **SB** itself, so that confidentiality is ensured, also in compliance with personal data protection regulations.

The **Supervisory Board**, following the audits carried out, the regulatory changes that have occurred from time to time, and the possible emergence of new risk processes, proposes to the Board of Directors the adjustments and updates to the **Organizational Model** that it deems appropriate.

For its verification activities, the **Supervisory Board** may avail itself of the support of external consultants with adequate expertise in the field.

For the specific purpose of performing the assigned functions, the Board of Directors, also taking into account the activities of the **Supervisory Board**, assigns it a *budget* for the performance of its activities, in order to ensure adequate economic and managerial autonomy, except in the case of documented urgency for which the **Supervisory Board** may incur expenditure, informing the Chairman and notifying the first useful Board of Directors.

#### 9.5 **WHISTLEBLOWING AND REPORTING OBLIGATIONS TO SUPERVISORY BOARD**

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On 29 December 2017, Law No. 179 of 30 November 2017 on "*provisions for the protection of the authors of reports of crimes or irregularities of which they have become aware in the context of a public or private employment relationship*" (so-called *Whistleblowing*) came into force.

In particular, Article 2 of the above-mentioned law profoundly amends Article 6, Decree 231, by adding three new paragraphs.

Pursuant to this legislative reform, Organizational Models must now provide for the activation of one or more channels enabling the transmission of circumstantiated reports of unlawful conduct or violations of the Model - necessarily relevant and based on precise and concordant factual elements - in order to protect the integrity of the entity itself.

These channels must guarantee the confidentiality of the reporter's identity in the management of the report. The regulation also provides that at least one alternative reporting channel must be set up to ensure, by computerized means, the confidentiality of the reporter's identity.

Furthermore, the Models must provide for the prohibition of retaliatory or, in any case, discriminatory acts against the *Whistleblower*. In fact, the person making the report may not be dismissed, demoted or transferred if such measures turn out to be retaliatory or discriminatory because of the report.

Any discrimination against whistleblowers can be reported to the Labour Inspectorate. The latter will be called upon to take measures within its competence.

Lastly, the legislative reform also affected the system of sanctions: the Models, in fact, must provide in the disciplinary system for sanctions against those who violate the measures for the protection of whistleblowers, as well as those who make reports that turn out to be unfounded with malice or gross negligence.

Most recently, the European Union issued the European Whistleblowing Directive (2019/1937), effective on 17 December 2021, which provides for new standards of protection for *whistleblowers*.

Viabizzuno has therefore aligned itself with the principles and operating rules contained in l. 179/2017 and EU Directive 2019/1937.

For this reason, the **Recipients of this Organizational Model** are obliged to promptly report the following information to the Supervisory Board:

- 1 the commission or attempted commission of unlawful conduct covered by the **Legislative Decree**;
- 2 any violations of the behavioural and operational procedures laid down in the **Organizational Model** of which they have become directly or indirectly aware;
- 3 in any case, any act, fact, event or omission detected or observed in the exercise of the responsibilities and duties assigned, with a profile of criticality with respect to the rules of the **Legislative Decree**;
- 4 observations on the adequacy of the system, highlighting emerging needs.

The above-mentioned reports - **based on precise and concordant factual elements** - must be submitted electronically to the Supervisory Board at the e-mail address [organismodivigilanza@viabizzuno.com](mailto:organismodivigilanza@viabizzuno.com) or also in paper form to the following address Viabizzuno, to the attention of the Supervisory Body, via Luciano Romagnoli no. 10, 40010, Bentivoglio (BO).

The Supervisory Board, and anyone who receives reports, shall act with the utmost confidentiality, so as to guarantee the persons making the report against any retaliatory, discriminatory and/or penalising behaviour, connected - directly or indirectly - to the report itself, which is expressly forbidden and subject to the sanctions laid down in the **Disciplinary System**, ensuring the secrecy of the identity of the person making the report (except in the event of any legal obligations).

The **Supervisory Board**, on the basis of information/knowledge at its disposal, may, in response to a report

- 1 not to carry out further investigations and checks, if necessary by informing the reporting person;
- 2 carry out all the inspection and control activities to ascertain the existence of the reported fact and may summon, if it deems it appropriate, both the reporter to obtain further information, ensuring the necessary confidentiality, and the alleged perpetrator of the violation, also carrying out all the investigations that are necessary to ascertain the merits of the report.

To this end, every report/communication sent to the **SB** is kept by the **SB** itself in a special computer and/or paper file kept in compliance with the provisions on the protection of personal data. It should be noted that only the members of the **SB** will have access to these communications, who undertake to use them solely for the inspection and verification purposes proper to the function they hold.

In any case, the **Supervisory Board** is called upon to assess the appropriateness of informing the General Management of the reports received.

In the event of **Reports concerning unlawful conduct or violations of the Model** made by **members of the Supervisory Board**, the same shall be forwarded to the above-mentioned mail address, to the attention of the **Chairman of the Board of Directors**. The latter shall verify and file the Report in accordance with the provisions of paragraphs 9.5 and 9.6.

In addition to what has been stated above with regard to the obligations to report to the Supervisory Board, **top management** is required to inform the **Board**:

- a. any changes affecting both the system of delegated powers and the Organizational structure of **Viabizzuno**;
- b. each new business activity or opening of a location;
- c. any information relevant to compliance with, operation and updating of the **Organizational Model**.

The methods and timing of *ad hoc* information flows to the **Supervisory Board** for specific areas of activity with a potential risk of offence are set out in detail in **Annex 3 - Information Flows to the Supervisory Board**.

Any omission or delay in communicating the above information flows to the **Supervisory Board** shall be considered a violation of the **Organizational Model** and may be sanctioned in accordance with the provisions of the Disciplinary System set out in paragraph 11 below.

## 9.6 HANDLING OF ALERTS

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The **Supervisory Board** assesses all reports of violations received or breaches of the **Organizational Model** detected in the course of its activities.

The **Addressees** are required to cooperate with the **SB, in order to** allow the collection of any further information deemed necessary by the **SB** for a correct and complete assessment of the report. Any consequent measures shall be applied in compliance with the provisions of the Disciplinary System set out in paragraph 11 below.

The **Supervisory Body shall** report, without prejudice to what is set out *in section 9.5*, to the hierarchical manager of the person who committed the violation and to the Chairman of the Board of Directors any **non-compliance with the Organizational Model** detected in the performance of its activities or reported by other corporate Organizational Units (after verifying their grounds), for the purpose of applying, against the person responsible for the violation, the proceedings pursuant to the Disciplinary System set out in paragraph 11 below.

If the breach is particularly serious or concerns the Top Management, the **Supervisory Board shall** inform the Board of Directors.

All information sent to the **Supervisory Board** is processed and stored by the **Supervisory Board** in a special computer and/or paper file kept in accordance with the provisions of European Regulation 2016/679 on the protection of personal data (GDPR).

## 9.7 INFORMATION FROM THE SUPERVISORY BOARD TO THE CORPORATE BODIES

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The **Supervisory Board** reports directly to the Board of Directors on issues concerning the **Organizational Model**.

The **Supervisory Board informs the Board of Directors**, also in writing, on the application and effectiveness of the Organizational Model at least once every six months (indicating in particular the controls carried out and their outcome, as well as any updates of processes at risk), or at different times with reference to specific or significant situations.

The **Supervisory Board may be summoned by the Board of Directors** to report on its activities and may ask to confer with it. The **Supervisory Board may** also request to be heard by the Board of Directors whenever it deems it appropriate to promptly report on violations of the **Organizational Model** or to request attention to critical issues relating to the functioning of and compliance with the **Organizational Model**. In the event of necessity and/or urgency, the **Supervisory Board** may confer directly with the Chairman of the Board of Directors.

The **Supervisory Board** is competent to provide appropriate clarifications in the event of interpretation problems or questions concerning the **Organizational Model**.

## 10 WAYS OF MANAGING FINANCIAL RESOURCES

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Article 6(2)(c) of the **Legislative Decree** requires the identification of methods for managing financial resources that are suitable for preventing the commission of offences.

Therefore, **Viabizzuno** has deemed it appropriate, as a supplement to the **Organizational Model**, to issue a *Protocol PT1 - Management of Relations with the Public Administration* and a *Protocol PT2 - Management of Financial and Monetary Flows*, which regulate, for each individual type of transaction, the persons involved and their powers, the tools adopted and the links with the administrative/accounting system.

## SECTION III

### 11 DISCIPLINARY SYSTEM

#### 11.1 GENERAL PRINCIPLES

This disciplinary system is adopted pursuant to Article 6, paragraph 2, letter e) and Article 7, paragraph 4, letter b) of the **Legislative Decree**.

The system is aimed at penalising non-compliance with the Principles of Conduct laid down in the Special Section and in the Protocols of the **Organizational Model**, in accordance with the relevant legislation and the reference CCNL, where applicable.

The imposition of disciplinary sanctions for violation of the Principles of Conduct indicated in the Special Section and in the Protocols of the **Organizational Model** is irrespective of the possible institution of criminal proceedings and of the outcome of the consequent judgement for the commission of one of the offences set forth in the **Legislative Decree**.

#### 11.2 SCOPE OF APPLICATION

The disciplinary system applies to all Recipients of the Organizational Model, and in particular to

- Employees (Middle Managers and Clerks);
- Managers;
- Top Management;
- Third Parties.

#### 11.3 BREACHES OF THE ORGANIZATIONAL MODEL

Sanctions may be applied in the case of substantial violations:

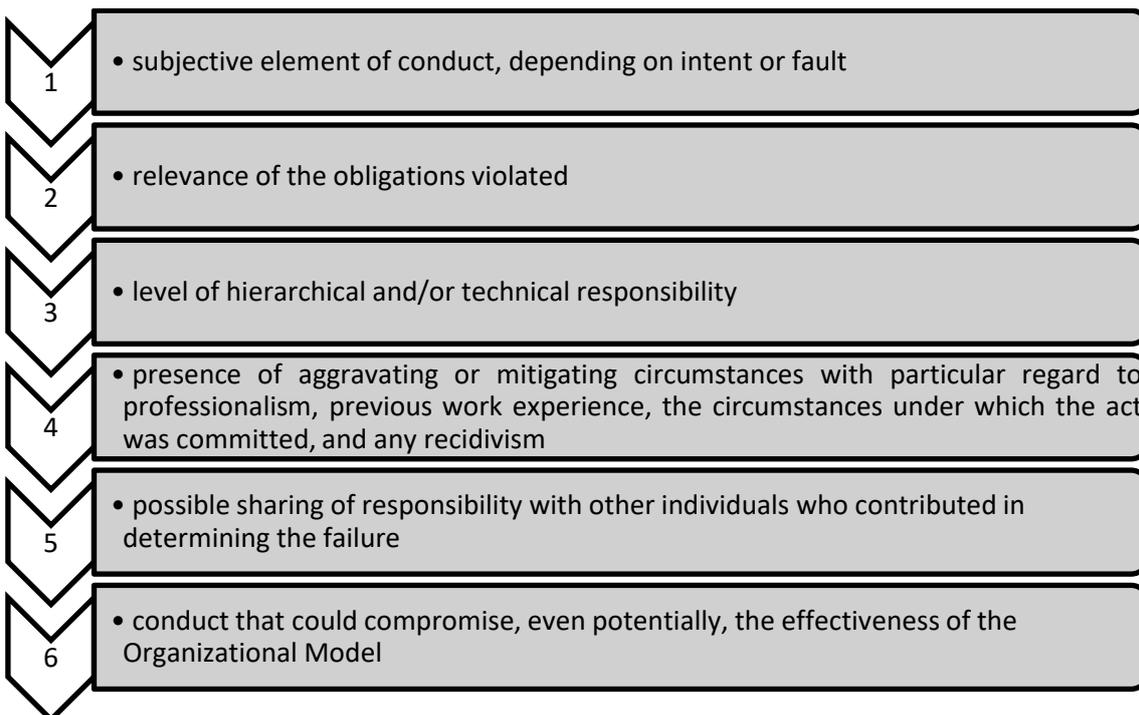
- a) failure to comply with the provisions contained in the **Organizational Model**, including the principles of conduct contained in the **Protocols** and/or in the **Group Code of Ethics**;
- b) in conduct integrating, directly or indirectly, the offences referred to in the **Legislative Decree**;
- c) failure to participate, without a justified reason, in the training provided on the subject of the **Legislative Decree, the Organizational Model** and the **Group's Code of Ethics**;
- d) in the absence or untruthfulness of evidence of the activity carried out with regard to the manner in which documents are documented, stored and controlled, so as to prevent the transparency and verifiability thereof;
- e) in the violation and/or circumvention of the control system, effected through the removal, destruction or alteration of support documentation, or in the performance of activities aimed at preventing the persons in charge and the **Supervisory Board** from controlling or accessing the requested information and documentation;
- f) non-compliance with the provisions on signatory powers and the delegation system;
- g) violation of the obligations to provide information to the **Supervisory Board**;
- h) in conduct constituting a breach of the measures for the protection of the **Whistleblower referred to in** paragraph 9.5 of the **Organizational Model**;
- i) in conduct constituting wilful misconduct or gross negligence in making serious **Reports referred to in** paragraph 9.5 of the **Organizational Model** which proved to be unfounded.

The list of cases is by way of example and not exhaustive.

#### 11.4 GENERAL CRITERIA FOR IMPOSING SANCTIONS

Any breaches and/or violations of the **Organizational Model** are reported by the **Supervisory Board not only to** the hierarchical superior of the person concerned, but also to the Chairman of the Board of Directors responsible for imposing the sanctions provided for by law.

In individual cases, the type and extent of specific sanctions will be applied in proportion to the seriousness of the misconduct and, in any case, in consideration of the elements listed below:



If several infringements, punishable by different penalties, are committed in a single act, the most serious penalty shall be applied.

Any imposition of the disciplinary sanction, regardless of the possible institution of proceedings and/or the outcome of any criminal trial, must be inspired by the principle of timeliness, as far as possible and compatible with the applicable CCNL.

#### 11.5 SANCTIONS FOR EMPLOYEES (MANAGERS – CLERKS)

Ai sensi del combinato disposto degli artt. 5, lettera b) e 7 del **Decreto Legislativo**, ferma la preventiva contestazione e la procedura prescritta dall'art. 7 della legge 20 maggio 1970 n. 300 (c.d. Statuto dei Lavoratori) nonché dal CCNL applicabile al personale dipendente di Viabizzuno, le sanzioni previste nel presente paragrafo potranno essere applicate, tenuto conto dei criteri generali di cui sopra, nei confronti di quadri ed impiegati:

##### a) Verbal reprimand

The sanction of a verbal reprimand may be imposed in cases of a minor culpable breach of the Principles of Conduct laid down in the Organizational Model or procedural errors due to negligence that is not serious. It does not require prior notification.

**b) Reprimand written**

The measure of a written reprimand shall apply in the event of repeated infringement by the employee of infringements that have already given rise to a verbal reprimand under (a) or in the event of the commission of infringements.

**c) Fine up to a maximum of 4 hours' pay**

In addition to cases of recidivism in the commission of offences which may lead to the application of a written reprimand, a fine (equivalent to a maximum of **four hours' pay**) may be applied in cases where, due to the level of hierarchical or technical responsibility, the culpable and/or negligent conduct is of such seriousness as to compromise, even potentially, the effectiveness of the Organizational Model.

**d) Suspension from pay and service**

The sanction of suspension from pay and service (maximum **10 days**, graduated according to the seriousness of the facts committed) may be imposed in the event of serious breaches of the Principles of Conduct and Protocols, such as to expose Viabizzuno to liability towards third parties, as well as in the event of recidivism in the commission of offences which may lead to the application of a fine. In addition, a fine may be imposed in the event of violation of the measures for the protection of the reporter as set out in paragraph 9.5 of the Model - General Section - or in the event of making, with wilful misconduct or gross negligence, serious reports which later prove to be completely unfounded.

**e) Dismissal with notice**

The sanction of dismissal with notice shall be inflicted in the event of repeated repetition of the breaches provided for in the previous point. In addition, it may be imposed in cases where the breach of the Principles of Conduct and Protocols has been committed with wilful misconduct or gross negligence and concerns aspects that are crucial for Viabizzuno, to the extent that the imposition of the sanction of suspension referred to in the previous paragraph is not sufficient.

**f) Dismissal without notice**

The sanction of dismissal without notice with immediate termination of employment may be imposed for misconduct so serious as to break the fiduciary relationship with Viabizzuno and therefore not to allow the continuation, even provisional, of the employment relationship, such as, by way of example but not limited to

- i. Violation of the Principles of Conduct and Protocols having external relevance and/or fraudulent evasion thereof, carried out with a conduct aimed at committing an offence relevant under the Legislative Decree;
- ii. violation and/or circumvention of the control system, carried out by removing, destroying or altering documentation or by preventing the persons in charge and the Supervisory Board from controlling or accessing the requested information and documentation.

If the employee has committed one of the offences punishable by dismissal without notice, Viabizzuno may order the precautionary suspension of the employee with immediate effect.

If Viabizzuno decides to proceed with the dismissal, it will take effect from the day on which the precautionary suspension began.

If the above-mentioned employees have power of attorney with authority to represent Viabizzuno externally, the imposition of the sanction may lead to the revocation of the power of attorney.

#### **11.6 SANCTIONS FOR MANAGERS**

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Pursuant to the combined provisions of Articles 5(b) and 7 of the Legislative Decree and the applicable legal and contractual provisions, the sanctions indicated in this point may be applied against executives, observing the general criteria for inflicting them, including formal ones (written dispute and request for justification):

##### **(a) Written warning**

The sanction of a written warning may be imposed in cases of culpable violation of the Principles of Conduct and Control Protocols indicated in the Special Section of the Organizational Model. Furthermore, it may be imposed in the event of violation of the measures for the protection of whistleblowers set out in paragraph 9.5 of the Model - General Section - or the malicious or grossly negligent making of serious reports that turn out to be completely unfounded.

##### **(b) Dismissal without notice**

The sanction of dismissal without notice may be imposed in cases where a breach of the relationship of trust arises to such an extent as not to allow the continuation, even provisional, of the employment relationship, such as but not limited to

- i. the violation of the Principles of Conduct and Protocols having external relevance and/or the fraudulent evasion of the same carried out with a conduct aimed at committing an offence relevant under the Legislative Decree;
- ii. the violation and/or circumvention of the control system, effected through the removal, destruction or alteration of documentation or in preventing the persons in charge and the Supervisory Board from controlling or accessing the requested information and documentation.

If the manager has committed one of the offences punishable by dismissal, Viabizzuno may order his precautionary suspension with immediate effect.

If Viabizzuno decides to proceed with dismissal, this will take effect from the day on which the precautionary suspension began.

Where executives have power of attorney with authority to represent Viabizzuno externally, the imposition of a written reprimand may also entail the revocation of the power of attorney.

#### **11.7 SANCTIONS FOR THE MANAGEMENT**

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Violations of the **Organizational Model** and/or the **Group's Code of Ethics** by **top management** are reported to the Board of Directors, which will take the most appropriate measures.

The sanctions applicable to **Top Management include**: revocation of the delegation of authority, power of attorney and/or assignment conferred on the person concerned and, if he/she is also linked to the Company by an employment relationship, the sanctions referred to in paragraphs 11.5 and 11.6 above may be imposed.

Regardless of the application of the protective measure, this is without prejudice, however, to the **Company's** right to bring liability and/or compensation actions.

## 11.8 VIOLATIONS AND SANCTIONS FOR THE THIRD PARTIES

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**Viabizzuno** believes that any conduct by Consultants, Suppliers or other persons having business relations with Viabizzuno (also '**Third Parties**') that may entail the risk of commission of one of the **Offences** is to be censured.

Therefore, Third Parties who have:

- a) violated the principles contained also in the **Group's Code of Ethics** relating to the subject matter of the assignment or have engaged in conduct aimed at committing an offence relevant under the **Legislative Decree**;
- b) infringed and/or eluded **Viabizzuno's** control system, also through the removal, destruction or alteration of the documentation pertaining to the assignment or have prevented the persons in charge and the **Supervisory Body from** controlling and/or accessing the requested information and documentation;
- c) failed to provide Viabizzuno and/or its supervisory bodies with the documentation attesting the activity carried out, or provided it incomplete or untrue, thus preventing the transparency and verifiability thereof;
- d) violated, including through omissive conduct, rules, regulations and/or other company provisions on the protection of health and safety at work, in relation to environmental issues;

shall be deemed to be in breach of their contractual obligations, with all legal consequences; this may entail - in the most serious cases and in accordance with the contractual provisions - termination of the contract and/or revocation of the assignment as well as compensation for any damages suffered by the **Company**.

## 12 ANNEX

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- "**PT1 - Management of relations with the Public Administration**";
- "**PT2 - Management of financial and monetary flows**";
- "**PT3 - Accounting management, preparation of financial statements and tax fulfilment**";
- "**PT4 - Management of productive activities**";
- "**PT5 - Business Relationship Management**";
- "**PT6 - Management of occupational health and safety and environmental protection**";
- "**PT7 - Human Resources Selection and Management**";
- "**PT8 - Information System Management**".