



# CODE OF ETHICS



YOUR GLOBAL PARTNER FOR RETAIL SOLUTIONS

## SUMMARY

### I. GENERAL PART

1. CORPORATE MISSION	2
2. RESPONSIBILITY AND CORRECTNESS	2
3. PRIVACY AND CONFIDENTIALITY	3
4. EXTERNAL RELATIONS	3
5. PROTECTION OF THE ENVIRONMENT	4
6. WORKFORCE ETHICS, PROTECTION AND SAFETY	4
7. PREVENTION OF CRIMINAL ACTIONS BY REPRESENTATIVES OF THE COMPANY (LEGISLATIVE DECREE 231/2001)	5
8. GENERAL PRINCIPLES OF CONDUCT IN AREAS AT POTENTIAL RISK OF COMMITTING TAX-RELATED OFFENCES (LEGISLATIVE DECREE 231/2001)	5
9. INTEGRATED COMPANY POLICY	6



## I. GENERAL PART

### Introduction.

*Arneg S.p.A. (hereafter also referred to as "Arneg" or the "Company") was formed in 1963 with the solid principles and moral values of popular culture in the Veneto region as its foundation. The Company's growth has been guided ever since by a growing belief in the effectiveness of developments in production based on the fundamental principles of environmental protection, energy saving and respect for the individual.*

*Arneg is an international leader in the design, production and installation of complete systems for the retail sector. The Company's business plan has evolved over the years to be highly sustainable, thanks partly to the development of smart technologies. This plan is designed to pursue economic objectives through interaction with the environment, the community and the Customers who benefit from the Company's activities.*

*Arneg's Integrated Management System, which covers Quality, Safety, the Environment, Energy and Information Security (in the Service context) is certified according to the reference standards ISO 9001, ISO 45001, ISO 14001, ISO 50001 and ISO/IEC 27001. The system ensures the Company's compliance with applicable standards governing quality, safety, the environment, energy and information security in all production processes and in relations with third parties. The system also ensures the implementation and maintenance of a process of continuous improvement.*

*Operating in accordance with the current Integrated Management System forms the basis of the Company's ethical principles.*

*This Code of Ethics regulates the set of rights and responsibilities expressly assumed by the Company towards those with whom it interacts in any form and way whatsoever in carrying on its activities. In complete accordance with the positions expressed and defined in its organisational model of management adopted in accordance with Legislative Decree 231/01, the Company is aware of contributing through its activity, with a sense of responsibility and moral integrity, to the process of developing the national and international economy in the sector in which it operates, according to principles of lawfulness and observance of correctness and good faith in contractual dealings. Furthermore, the purpose of the Code of Ethics is to introduce and make binding for the company the pertinent principles and rules of conduct designed for reasonable prevention of the criminal offences specified in Legislative Decree 231/2001.*

### 1. Corporate mission.

Arneg pays special attention to the satisfaction of its Customers, and is committed to supplying top quality, highly competitive and professional products to the sector it serves.

Arneg believes that its corporate objectives can only be achieved through the correct and impartial behaviour of its employees and collaborators and through respect for legislation governing environmental protection and occupational health and safety.

### 2. Responsibility and correctness.

Arneg is constantly committed to ensuring the highest level of integrity in the execution of all Company activities and in complying with the principles of respect for the community and the environment.

Working with a strong sense of integrity is crucial to maintaining the Company's credibility and the good faith of Customers, partners, employees and stakeholders.



Arneg takes great care to ensure that all individuals working within the organisation comply with the principles of correctness and diligence in fulfilling their roles. In no case are interests or advantages of the Company permitted to induce or justify illicit behaviour by employees, or behaviour that violates applicable law.

Arneg has given its management full responsibility for ensuring compliance with these principles and requires managers to demonstrate, through their own actions, the importance of conformity to Company rules.

Employees are required to inform their manager of conduct they believe to be in contrast with the law or with this Corporate Code of Ethics. If the manager is himself involved in such conduct, or is unable to or decides not to take action, the employee must report the matter to General Management and/or the Board of Directors, and to the Supervisory Body designated under the organisational model imposed by Legislative Decree 231/01.

Whenever Arneg undertakes work for third parties, it guarantees the correct behaviour of its employees as well as compliance with instructions received regarding working methods.

### **3. Privacy and confidentiality.**

Arneg operates in accordance with the principles established by current data privacy legislation, and respects the confidentiality of individuals' personal data. The Company's IT system is managed in a way that ensures maximum confidentiality and security for personal data revealed to and processed by the Company for any reason and/or cause. Given the continuing growth and criticality of information systems in corporate activities and constantly increasing risks to data confidentiality, integrity and availability, the Company has decided to implement an Information Security Management System (ISMS or SGSI), based on ISO/IEC 27001 standard, effectively applied across the entire organisation.

### **4. External relations.**

All suppliers of goods and services are required to apply the principles of this Code of Ethics and must agree to do so.

Relations with third parties are managed according to principles of maximum cooperation, helpfulness, professionalism and transparency.

Suppliers of goods or services are selected not only on the basis of an economic evaluation of their offering but on the basis of an analysis of their reliability and technical competence. Products and services supplied must conform to Arneg's technical requirements.

Arneg may use third parties, even on a continuous basis, to perform certain activities or provide certain services. In either case, relations are regulated by the general conditions of supply that third parties must declare to have read in full. Such conditions expressly require suppliers to use only personnel who are legally employed and paid according to the relevant national labour contract. Third parties must provide Arneg with the documentation listed in the general conditions of supply to permit verification of their technical and professional suitability as well as documentation proving the conformity of the safety equipment used to applicable safety standards, documentation proving the professional qualification of the personnel involved, and all information useful to documenting respect for legislation governing occupational health and safety



and environmental protection. Third parties must further refrain from divulging confidential information or data acquired during the course of the working relationship.

Contracting or sub-contracting parties may not cede their work contract to others, nor sub-contract its execution without written authorisation from Arneg S.p.A. If sub-contracting is authorised, contractors are directly responsible for the work performed by sub-contractors and all other technical or auxiliary suppliers, for the compliance of sub-contractors with all legal requirements, and for their fulfilment of all obligations deriving from the contract.

## **5. Protection of the environment.**

Arneg promotes and raises awareness about themes related to environmental protection by managing activities entrusted to the Company in an ecologically compatible manner and in conformity to applicable legislation, at the Company's own premises and at other sites where activities are carried out.

Arneg constantly strives to minimise the impact of its activities on the environment.

Arneg's environmental objectives are:

- To respect legal requirements relevant to the environment
- To continuously improve environmental performance
- To raise the environmental awareness of all employees
- To reduce energy consumption
- To reduce unjustified wastage of resources
- To collaborate with suppliers in order to prevent environmental risks

Employees and suppliers are required to deal with environmental aspects in a professional manner, by helping to generate and seize economic opportunities that contribute to the creation of a more sustainable society.

## **6. Workforce ethics, protection and safety.**

Arneg respects and promotes the fundamental human rights of all those who work for the Company (employees, suppliers, contractors and sub-contractors), and acts to ensure that they do not suffer any physical or psychological injury through their work.

All Arneg employees are free to join peaceful and legal associations of their choosing and also have the right to negotiate collectively.

Arneg does not accept and obviously does not exploit child labour in any form other than those permitted by national and international law.

No employee must suffer discrimination as a result of race, colour, sex, sexual preferences, marital status, pregnancy, maternity or paternity, religion, political opinion, nationality, ethnic or social origin, social status, invalidity, age, or union membership.

All employees are fully informed of the terms and conditions of their employment.

Maximum priority is always given to the health of workers and to safety in the workplace, even when, because of the nature of the Company's services, work has to be performed outside the Company.

Arneg guarantees occupational health and safety according to the following principles and criteria:

- a) Avoid risks.
- b) Evaluate risks that cannot be avoided.

- c) Counter risks at source.
- d) Adapt work to human needs, especially by designing work stations and selecting equipment and working and production methods that attenuate the monotony of repetitive jobs and reduce the effects of such jobs on workers' health.
- e) Monitor developments in technology.
- f) Replace anything hazardous with non-hazardous or less hazardous alternatives.
- g) Focus on risk prevention by defining a set of standards and rules to integrate best practices, the organisation of work, working conditions and social relations.
- h) Prioritise collective protection measures over individual protection measures.
- i) Ensure adequate and constant information, training and development of workers.

## **7. Prevention of criminal actions by representatives of the Company (Legislative Decree 231/2001).**

In response to the introduction in law of corporate responsibility for offences against the environment and for offences leading to death or serious injury in the context of occupational health and safety, committed by managers or others under their control in the interests of or to the advantage of a company, Arneg S.p.A. has adopted an organisational model that prevents such crimes from being committed, in accordance with articles 6 and 7 of Legislative Decree 231/2001. The organisational model adopted also conforms to the requirements of article 30 of Legislative Decree 81/2008.

The present Code of Ethics is therefore also managed and applied through the rules of conduct established by the organisational model, to which all persons working in areas/functions considered at risk of criminal actions must conform.

## **8. General principles of conduct in areas at potential risk of committing tax-related offences (Legislative Decree 231/2001).**

Arneg behaves in compliance with tax regulations and their correct interpretation to minimise the risk of accusation of tax default, maintaining a collaborative and transparent relationship with the Authorities to truthfully and fully provide the necessary information for compliance and control of tax obligations and executing tax compliance within the times and methods set out by the law and by the tax authority.

To this end the Company and its internal and external employees and collaborators refrain from adopting activities and behaviours designed to pursue evasion of income tax or value added tax, or other taxes in general, neither in the interest of or to the advantages of the Company nor in the interest of or to the advantages of third parties and in particular:

- it does not introduce fictitious liabilities, using invoices or other documents for non-existent operations, in declarations relating to such taxes and in their predisposition.
- it checks that the invoices and accounting documents received refer to work effectively carried out by the issuer and effectively received by the Company.
- it does not register invoices or other documents for non-existent operations in the obligatory accounting entries, nor retain them as for presentation as proof to the tax authority.
- it checks correct application of value added tax.
- it refrains from effecting simulated transactions objectively or subjectively and also from using false documents or other fraudulent means suitable for obstructing verification and misleading the tax authority.
- it refrains from indicating on income tax and value added tax returns active elements for an amount lower than the actual amount or fictitious liabilities or fictitious credit or deductions.
- it refrains from emitting or issuing invoices or other documents for non-existent operations with the



purpose of allowing third parties to evade tax on income or on added value.

- it refrains from hiding or wholly or partially destroying accounting entries, or documents whose preservation is obligatory, in order to not allow reconstruction of income or volume of business, with the purpose of avoiding income or added value tax, or allowing third parties to avoid tax.
- it refrains from simulated disposal or committing other fraudulent acts involving its own property or that of others to render wholly or partially ineffective the procedure of enforced collection by the tax authority, with the purpose of avoid payment of tax on income or added value or of interest or administrative fines relating to the said taxes.

Arneg expects its executive managers, directors, area managers, general staff and external partners, based on the attributions and role performed, to fulfil the obligation to:

- a) adopt transparent and correct behaviour, ensuring compliance with the laws and regulations and internal corporate procedures, in all operations enacted for preparation of income tax and value added tax returns, preparation of budget, reporting or social communications required by law and, more generally, of any legally relevant document in which economic, asset-related and financial elements of the company may appear;
- b) preserve accounting, administrative and tax documentation with precision and diligence, allowing full access by the relevant departments, internal control departments and in the course of possible verifications by the Tax Authority.
- c) adopt transparent and correct behaviour, ensuring compliance with laws and regulations in performing extraordinary operations relating to sale and transfer of company assets.
- d) adopt transparent and correct behaviour, ensuring compliance with laws and regulations on management of tax transactions.

Arneg prohibits Executive managers, directors, area managers, general staff and external partners, based on the attributions and role performed, from:

- a) issuing, calculating and subsequently entering in income tax or value added tax returns invoices addressed to subjects other than the real recipients, or for amounts not corresponding to the transaction described in the document;
- b) paying, calculating and subsequently entering in income tax or value-added tax returns invoices or other documents for operations even partially non-existent;
- c) effecting simulated transactions objectively or subjectively and also from using false documents or other fraudulent means suitable for obstructing verification and misleading the tax authority;
- d) wholly or partly concealing accounting entries or documents whose conservation is obligatory;
- e) effecting transactions operations of simulated disposal or any other fraudulent act on Company assets suitable for rendering wholly or partially ineffective the procedure of enforced collection;
- f) providing false information — in particular, assets for amounts lower than the actual amount or fictitious liabilities — in transactions and operations relating to tax matters.

## 9. Integrated Company Policy.

The founding principles and objectives expressed above are clarified and summarised in Arneg's Integrated Policy Document, which is reproduced below.

As a prominent international company, Arneg is aware of the impact that its activity has on its employees, on the environment, on local communities and on the customers with which it interacts.

This awareness has led to its determination to define its social and environmental responsibility ensuring that its long-term development is sustainable and that it reflects the values and expectations of its employees, of the company, of its customers and of the stakeholders in general.

Arneg also recognizes the security of information assets as a factor instrumental to the support of its business activity, and needed in order to consolidate its competitive advantage in dealings with customers, as well as to attain its stated economic and business objectives.

Consequently, Arneg assigns to Information Security the responsibility for protecting its information assets, understood as the totality of information and the tangible and intangible tools used to process that information, and has defined a series of organizational, legal and technical measures for protection, control and verification, based on conformity to the following fundamental requirements:

- Confidentiality
- Integrity
- Availability

Arneg has identified the main social and environmental trends likely to impact on its activities in the coming years and to which it aims to respond as a responsible business.

Consequently Arneg has set out to integrate within its Quality System a number of objectives of an environmental and energy-related nature and as well as relating to the protection of workers' health and safety to be achieved, consolidated within the Integrated Management System.

Arneg has formalised the context analysis process in order to better understand the expectations of those concerned, at the same time performing the risk assessment aimed at understanding threats and opportunities to achieve expected results in order to increase desired effects, and simultaneously hinder or reduce undesired effects with a view to continuous improvement.

Considering the market context within which Arneg operates and the distinctive characteristics of the services provided by Business Unit Service, an Information Security Management System conforming to ISO IEC 27001:2013 has also been put in place for this specific area.

Arneg promotes and supports the approach based on the risk analysis as an essential element for maintenance of its integrated management system implementing all necessary action in order to guarantee updating of the system over time.

Arneg insists that its policy is documented, implemented, maintained and communicated to all staff that work for and on behalf of the organisation, that it is regularly revised and updated and that it is made publicly available on the website and on the corporate intranet.

The policy of Arneg S.p.A. therefore aims to achieve the following objectives:

- Customer Satisfaction
- The motivation and development of Human Resources
- Protection of its own and its customers' information and data through conformity to the requirements of Confidentiality, Integrity and Availability;
- Dissemination among all its employees of the culture of quality, safety, environment and energy while promoting responsible behaviour
- Assurance that the policy is appropriate to the nature, size and the impact of its organisation and is applied to all the aspects in which it is involved relating to quality, safety, the environment and energy.
- Assurance in all the processes of compliance with the limits defined or prescribed by current regulations relating to the environment, to energy and the protection of health and safety together with those applicable and defined by its own organisation, while at the same time ensuring the continuous improvement of significant environmental and energy related aspects and measures for the prevention and protection from risks in the workplace.
- The promotion of mutually beneficial relations between the Organisation and its Suppliers.



To this end, the General Direction of ARNEG S.p.A. promotes, develops and supports:

- The direct involvement of the customer in developing its products with particular attention to the consequences of their environmental/energy impact and on the safety of the end user.
- The implementation of a structured Information Security Management process designed to safeguard intellectual property and to protect the business against attacks intended to be detrimental to production capacity, product quality or customer satisfaction.
- The direct involvement and the informing of suppliers, both of goods and services, on all the activities that impact on the integrated management system by promoting and encouraging the purchase of safe, high energy efficiency and low environmental impact equipment, and by promoting respect for the requirements of Confidentiality, Integrity and Availability of shared information assets.
- The organisation of the company procedures to improve efficiency and effectiveness according to the ever evolving needs of the Customer.
- The organisation and monitoring of business processes that have a direct influence on the environment, on energy and on safety in order to reduce their impact and to minimise risk.
- The monitoring of company procedures, the definition of control instruments and analysis of the results.
- The initiatives aimed at reducing the environmental and energy impact such as for example emissions into the atmosphere, the consumption of water and energy resources, noise, vibrations, the safe management of chemical products and careful differentiated management of waste enabling its recycling, by means of the continuous provision of information to relevant staff concerned and specific investments within the infrastructures, defining objectives and specific indicators to be monitored with defined frequency and providing the resources necessary to achieve them.
- The management of its activities with the aim of preventing injury, accidents, occupational diseases and damage to the environment.
- Various activities and projects of an organisational and technological nature designed to ensure information security in accordance with the requirements of Confidentiality, Integrity and Availability.
- The definition of rules of conduct, with the relevant sanction-oriented framework, relating to aspects of safeguarding health and safety in the workplace and of the environment (disciplinary rules for Safety and the Environment) and of information security that all individuals involved in the business context must comply with.
- The management and monitoring of all the company's activities, including research, design and production with particular focus on the observance of statutory and regulatory requirements applicable to the product, on health and safety in the workplace and on environmental protection and energy saving.
- The attention to human resources, defining tasks and responsibilities and offering information and training aimed at achieving the objectives set within the context of a stimulating work environment that ensures appropriate motivation and involvement.
- The synergy with suppliers to identify and achieve mutually beneficial common goals requiring that contractors that operate on behalf of the company adopt policies for the protection of the health and safety of workers that mirror those of the organisation.
- Internal communications between the various levels and departments of the organisation with regard to the aspects that relate to the Integrated Management System and promoting the involvement of and provision of information to all members of staff of the organisation; external communications to provide adequate responses to third party queries. Note: General Management has decided not to provide external communications concerning its environmental and energy performance unless expressly requested by external parties and approved in advance by the Heads of the Environment Management System and Energy Management System.



- The Integrated Management System (IMS) Team, ensuring the same full and active support in order to ensure management of the improvement plans.
- A culture of ongoing improvement, both within the organisation and with its suppliers.

