

# Modula S.p.A.

## Organizational, Management and Control Model *(adopted pursuant to Legislative Decree No. 231/2001)*

### Code of Ethics

Version no. 4

Document approved  
by resolution of the Board of Directors on 13 October 2020

## Table of Contents

<b>1. INTRODUCTION</b>	<b>3</b>
<b>2. VALUES</b>	<b>3</b>
<b>3. RECIPIENTS</b>	<b>4</b>
<b>4. BUSINESS CONDUCT POLICIES</b>	<b>4</b>
4.1 GENERAL PRINCIPLES	4
4.2 CONFLICT OF INTEREST	4
4.3 CONFIDENTIALITY OBLIGATION	5
4.4 GIFTS AND OTHER BENEFITS	5
4.5 COMPETITION	5
<b>5. EMPLOYEES</b>	<b>6</b>
5.1 GENERAL PRINCIPLES	6
5.2 EMPLOYEES IN MANAGERIAL POSITIONS	6
5.3 EQUAL OPPORTUNITY	6
5.4 HARASSMENT	6
5.5 WORK ENVIRONMENT	7
5.6 GIFTS OR OTHER BENEFITS	7
5.7 CORPORATE ASSETS	7
5.8 CORPORATE IT AND COMMUNICATIONS DEVICES AND SYSTEMS	7
5.9 COLLABORATION AND INFORMATION OBLIGATIONS	8
<b>6. EXTERNAL RELATIONS</b>	<b>8</b>
6.1 GENERAL PRINCIPLES	8
6.2 CUSTOMERS	8
6.3 SUPPLIERS	9
6.4 COMPETITORS	10
6.5 PUBLIC INSTITUTIONS	10
6.6 TRADE UNION ORGANIZATIONS AND POLITICAL PARTIES	10
6.7 COMMUNITY	11
6.8 CORPORATE COMMUNICATIONS AND INFORMATION	11
6.9 RELATIONS WITH THE MEDIA	12
<b>7. HEALTH, SAFETY &amp; ENVIRONMENT</b>	<b>12</b>
<b>8. ADMINISTRATION, FINANCE AND CONTROL</b>	<b>13</b>
<b>9. REPORTING VIOLATIONS OR REQUESTING INFORMATION</b>	<b>14</b>
<b>10. DISCIPLINARY PROCEDURE AND SANCTIONS</b>	<b>15</b>
<b>11. APPLICABLE LAW</b>	<b>15</b>

## 1. Introduction

Modula S.p.A. with a Sole Shareholder (hereinafter also “Modula” or the “Company”) is a company engaged in the design, manufacture and marketing of automatic vertical storage systems.

Due to the size and geographical extension of its activities, Modula and its subsidiaries (hereinafter the “Group”) play an important role in the economic development and well-being of the communities in which they are present.

For this reason, this Code of Ethics and Conduct (hereinafter the “Code”), which is part of a more complex Organizational, Management and Control Model pursuant to Italian Legislative Decree no. 231 of 8 June 2001 and subsequent amendments (hereinafter the “Decree”), is of fundamental importance both for the proper functioning and reliability of the Company, and for the protection of its prestige, image and know-how, all decisive factors for the successful achievement of the corporate object.

The Code contains a set of values and guidelines that must be observed by all those who come into contact with the Company or, more generally, are legitimate stakeholders in the Company.

The Company welcomes and encourages constructive contributions on the contents of the Code by both employees and third parties.

## 2. Values

The constant drive to offer state of the art products and services to its customers through the continuous improvement of existing products and the development of new ones as well as of new technologies, the improvement of the professional skills and the enhancement of its human resources, the promotion of a respectful attitude for all Stakeholders (Customers, Suppliers, Employees, commercial and financial partners, Shareholders, Members of corporate bodies, etc.), the attention to the environment and to health and safety in the workplace, are the core values of the Company.

All Modula activities, besides being carried out in compliance with the ethical principles referred to in this Code, whether in Italy or abroad, must be conducted in compliance with the law in force on a case by case basis and with loyalty, honesty, integrity, fairness, good faith, transparency, efficiency and openness to the market in accordance with the legitimate interests of all Stakeholders. All those who work and operate in and for the Group, without distinction or exception, are required to observe and enforce compliance with these principles within the scope of their functions and responsibilities.

The Company also operates within the framework of the principles established for the protection of human freedom and dignity by the United Nations Universal Declaration of Human Rights as well as the fundamental Conventions of the International Labor Organization.

### 3. Recipients

The Code must be observed by all Directors, Statutory Auditors, external Auditors, Employees, Collaborators (to be understood as consultants, agents, managers, partners, collaborators in general), hereinafter collectively the "Recipients".

The Code is also brought to the attention of all those with whom the Group has business relations.

The Company condemns any conduct that conflicts with the values, principles and provisions laid down by the Code, even where such conduct is supported by the presumed belief to be acting for the benefit or in the interest of the Group or its individual companies.

Compliance with the rules of the Code must be deemed an essential part of the contractual obligations of all Recipients.

The violation of the rules of the Code may constitute a breach of the obligations of the employment relationship or misconduct, with all the consequences envisaged by the law which may also entail a claim of compensation for damage.

As per the Code, each Recipient may contact the hierarchical superior and/or the Supervisory Body (hereinafter also "SB") established by the Company pursuant to the Decree, at the addresses and with the methods referred to in paragraph 9 below.

### 4. Business conduct policies

#### 4.1 General principles

The Company's management of business and business relations are based on the aforementioned principles of legality, loyalty, honesty, integrity, fairness, good faith, transparency, efficiency and openness to the market and compliance with all the provisions of law and regulations in force in the countries in which it operates.

In particular, every operation and transaction must be properly recorded, authorized, verifiable, legitimate, consistent, and appropriate.

The Recipients whose actions in relations with third parties may be in some way related to the Company, must behave according to this Code of Ethics when conducting the affairs of the Company and the Group, irrespective of the competitiveness of the market and the importance of the matter being negotiated.

Economic resources, as well as the assets of the Company, must not be used for illegal, improper or even dubious purposes. The Company may not benefit in any way from illegal practices, illegitimate economic benefits, or the like.

#### 4.2 Conflict of interest

All business decisions and choices made on behalf of the Group must be in its best interests.

The Company acknowledges and recognizes the right of Directors and Statutory Auditors to participate in business or other activities other than those carried out in the interest of the Company, provided that they are activities permitted by law, not

in conflict with the activities carried out for the benefit of the Company, and compatible with the legal obligations and those undertaken towards the Company.

Employees must comply with the obligations established by law and by applicable (collective and individual) employment contracts and, in particular, comply with the obligation of loyalty towards the Company by refraining from conducting business on their own or on behalf of third parties in competition with Company, and refrain from disclosing information relating to the Company as established in paragraph 4.3 below.

Any situation constituting or generating a potential conflict must be reported immediately to their superior in writing.

### **4.3 Confidentiality obligation**

The knowledge developed by the Company constitutes a fundamental resource that all Recipients must protect. The protection of the confidentiality of the data and information of third parties collected by the Company is of primary importance for the reputation of the Company and the trust that its customers place in it.

All news, information and other material pertaining to the business organization, negotiations, financial and commercial transactions (contracts, instruments of any kind, reports, notes, studies, drawings, photographs, software) and in general all information relating to the Group and its know-how, design, production, sales, strategic planning, advertising dissemination, and product pricing criteria and in general any element concerning the activities carried out by the Group as well as any information obtained from third parties (customers, suppliers, employees, etc.) in carrying out the Company's business interests (hereinafter "Information"), obtained by a Recipient in relation to his/her work for the Company, is the exclusive property of the Company or of the third party who communicated it to the Company.

Therefore, Recipients are required not to communicate, disclose or use such Information except for the performance of the duties or tasks entrusted to them. The confidentiality obligations referred to in the Code remain valid even after the termination of the relationship with the Group until the Information becomes public for reasons not attributable to the Recipient.

### **4.4 Gifts and other benefits**

It is forbidden to give or offer, directly or indirectly, gifts, money, or benefits of any importance to customers, suppliers, public officials or third parties in general, during the execution of work activities or while representing the Company, even if not for the purpose of obtaining a profit or an advantage.

Tokens of appreciation in the business context, such as gifts or forms of hospitality, are only allowed when they are of limited value and do not compromise the integrity or reputation of either party, and cannot be interpreted, by an impartial observer, as aimed at obtaining undue advantage. In any case, this type of expense must always be authorized by the competent company function and adequately documented.

### **4.5 Competition**

In line with the general principles set out above, the Company acknowledges the fundamental importance of a competitive market and pursues its success in its own

particular way by offering innovative products, technologies and services.

Therefore, all Recipients undertake to comply with the rules of competition applicable where they operate, avoiding practices (creation of cartels, division of markets, limitations on production or sale, conditional agreements, etc.) that could represent a violation of competition laws and the values set out in this Code.

## 5. Employees

### 5.1 General principles

The Company recognizes that the motivation and professionalism of its employees (hereinafter "Employee(s)") are a critical factor for maintaining competitiveness, creating value for shareholders, and customer satisfaction. All Employees have the right to work in an environment free of any discrimination based on race, ethnic or national origin, disability, language, religion, class, age, sex, sexual orientation, membership in a trade union or political party, or the like.

The Company is committed to developing the aptitudes and potentials of each Employee in carrying out his/her work and encourages participation in refresher courses and training programs as part of the achievement of the company object.

The Company protects the psycho-physical integrity and well-being of all Employees, respect for their personality, preventing them from being subject to illegal conditioning or undue distress; therefore, the Company undertakes to guarantee its employees and collaborators compliance with the regulations in force and working conditions (including remuneration and working hours) respectful of personal dignity.

Employees are hired solely on the basis of regular employment contracts, as no form of unlawful work situations are tolerated. The candidate must be made aware of all the characteristics relating to the employment relationship.

### 5.2 Employees in managerial positions

Managers at all levels must set an example and provide leadership and guidance in accordance with the principles of business conduct contained in the Code.

The decisions taken by Employees in managerial positions must be based on principles of sound and prudent management, through the careful evaluation of potential risks, well aware that their choices must contribute to the achievement of positive company results.

Managers at all levels are responsible for ensuring the protection of those who have reported violations of the Code in good faith.

### 5.3 Equal opportunity

The Company offers all Employees the same opportunities ensuring that each individual enjoys equal treatment based on merit, without discrimination of any kind.

### 5.4 Harassment

The Company does not accept or tolerate any type of harassment or hostile behavior

such as that related to race, sex or other personal characteristics, which have the purpose and effect of violating the dignity of the individual to whom such harassment or behavior is directed, whether inside or outside the workplace.

### 5.5 Work environment

Employees must strive to maintain a respectable work environment where everyone's dignity is respected. In particular, every Employee:

- must carry out his/her work absolutely free from the influence of alcohol, drugs or substances having similar effects;
- must strictly comply with the ban on smoking in the workplace and, in places where smoking is not prohibited by law, must be sensitive to the needs of those who may experience physical discomfort due to the effects of "passive smoking";
- must not engage in harassing, offensive or discriminatory behaviors towards colleagues or subordinates.

### 5.6 Gifts or other benefits

Employees are prohibited from accepting, even indirectly, money, gifts, benefits or the like, except those which are tokens of appreciation of modest value and in any case such as not to compromise the integrity or reputation of the Company in ongoing relationships with third parties, given with the goal of influencing decisions, obtaining more favorable conditions or undue advantage, or for any other purpose.

Employees who receive offers of the aforementioned items, not directly attributable to normal acts of courtesy, must refuse them and promptly inform their superior and/or the SB.

### 5.7 Corporate assets

Corporate assets consist of tangible assets, such as, for example, property and furnishings, infrastructure, equipment, vehicles, machinery, and computers as well as intangible assets, such as confidential information, know-how, technical knowledge developed and disseminated to and from Managers and Employees, license rights, trademarks and patents.

Security, meaning the protection and preservation of these assets, represents an important factor for the safeguarding of the Company's legitimate interests.

Managers and Employees are personally responsible for implementing security measures, through compliance and dissemination of company directives on the matter, and preventing the fraudulent or improper use of company assets.

The use of corporate assets by Managers and Employees must be functional and exclusively aimed at supporting the conduct of the company business or for those purposes authorized by the competent company functions.

### 5.8 Corporate IT and communications devices and systems

All Employees are required to safeguard and protect the IT and communications devices and systems provided by the Company, using the resources entrusted to them

with care and responsibility, in compliance with the policies in force, avoiding any improper use that could cause damage or the reduction of efficiency or value, or in any case in contrast with the interests of the Company and the law. All Employees are also responsible for protecting such assets against loss, theft and unauthorized use or disposal.

In specifying that corporate IT and communications devices and systems including e-mail accounts are work tools, all Recipients must keep in mind that the use of those assets must always be guided by the principles of lawfulness, diligence, and fairness. In particular, those Recipients who use the company IT and communications systems must implement the additional internal rules aimed at preventing improper conduct, whether they are aware and/or unaware, which may cause damage to the Company, to other Recipients, to business partners or third parties in general, in compliance with the instructions provided by the competent corporate function.

Corporate network systems are strictly intended for the sharing of business and professional information and may not be used for any other purposes.

The Company reserves the right to proceed with the removal of any file or application that it deems dangerous for the security of its IT infrastructure that is, acquired or installed in violation of this Code and the policies in force.

Since, in the event of contractual and legal violations, both the Company and the individual Recipient who uses the Company's and/or the Group's IT systems are potentially punishable with sanctions, including of a criminal nature, the Company will verify, within the limits permitted by legal and contractual regulations, compliance with the rules and the integrity of its IT system, also adopting measures to prevent the connection of company systems to sites containing material deemed indecorous, offensive or illegal.

## 5.9 Collaboration and information obligations

All Employees are required to:

- provide their cooperation in order to verify possible violations of the Code;
- contact their hierarchical superior and/or the SB directly for clarification on the implementation of the Code;
- promptly report any information, identified directly or reported by others, regarding possible violations of the Code, as well as any request to violate the Code, to their hierarchical superior and/or directly to the SB.

## 6. External relations

### 6.1 General principles

The Company undertakes to promote and request compliance with the laws in force and the principles of this Code by any third party with which it has a legal relationship.

### 6.2 Customers

The Company pays very close attention to the quality of the relationship with all those

who purchase or commission the creation of products or services from the Company (hereinafter “Customer(s)”) and to its continuous improvement. Customers are an integral part of the Company’s corporate assets.

Employees and Recipients represent the Company in their relations with Customers. For this reason they must behave professionally treating the information acquired during their work activities as confidential, and always comply with the provisions of law on the protection of personal data.

The Company deems it essential that its Customers are always treated fairly and honestly. Therefore, it requires that all relations or contacts with its Customers be handled in full compliance with the Company’s values by Recipients of the Code.

In particular, Employees are required to:

- diligently observe all internal rules and procedures when managing relations with Customers;
- provide accurate and exhaustive information about products and services offered by the Company;
- diligently and professionally fulfill the provisions of the contracts stipulated by the Company in order to satisfy the reasonable expectations and needs of the Customers;
- oppose and reject any conduct aimed at obtaining confidential information in compliance with current antitrust and fair competition legislation;
- safeguard the intellectual property rights of the Company and others, including copyrights, patents, trademarks and distinctive signs, by complying with the policies and procedures established for their protection.

### 6.3 Suppliers

The Company acknowledges that the careful selection and control of all suppliers of products and services to the Company, including consultants (hereinafter “Suppliers”) is an essential factor for the provision of quality, safe and competitive products to the market.

Employees and Recipients also represent the Company in their relations with Suppliers. For this reason they must behave professionally with respect to the confidentiality of the information acquired during their work activities, and always comply with the provisions of law on the protection of personal data.

The Company deems it essential that its Suppliers are always treated fairly and honestly. Therefore, it requires that all relations or contacts with its Suppliers be handled in full compliance with the Company’s values by Recipients of the Code.

In particular, while selecting a Supplier, objective and transparent evaluations of its performance, company structure, quality, price, methods of manufacturing or providing the service, as well as the delivery schedules, will be taken into account with the aim of obtaining the best possible conditions in terms of safety, quality and costs of the products and/or services offered. Furthermore, their appreciation on the market, their ability to meet the confidentiality obligations imposed by the nature of the service offered, as well as the social responsibility criteria and their compatibility

and adequacy to the size and needs of the Company will be evaluated.

Employees must maintain a frank and open dialogue with Suppliers, in line with good business practices, requiring them to carry out their business following standards of conduct consistent with those indicated in the Code. In particular, they must ensure professionalism in business relations, respect for the rights of their workers, investments in quality, and responsible management with regard to the environmental and social impact of their business.

#### **6.4 Competitors**

The Company pursues its business success on the market by offering innovative and competitive products and services in compliance with all national and international regulations established to protect fair competition.

In particular, within the framework of the current national and international rules and regulations on competition, the Company's activities and the conduct of the Recipients must be based on the utmost autonomy and independence from the conduct of competitors in the relevant markets, in compliance with the values set out in the Code.

#### **6.5 Public institutions**

In relations with Italian or foreign Authorities and Public Institutions, with their executives and employees, with public officers and individuals in charge of public services, the Recipients must always behave in full compliance with the principles of this Code, all applicable legislation, and in any case with fairness and transparency.

Relations with Authorities and Public Institutions must be managed exclusively by specially appointed functions and Employees.

In relations with Authorities and Public Institutions, without prejudice to tokens of appreciation within the limits of what is established in point 4.4 above, Recipients are prohibited from promising or offering, directly or through third parties, gifts (including goods, money, and intangibles) or benefits of any nature to public officers, individuals in charge of public services, or to employees in general, in order to promote or favor the interests of the Company when undertaking commitments and/or managing relations of any nature. Likewise, it is forbidden to give or promise money or other benefits to a third party, or to an individual related to the latter, in order to generate undue advantages in favor of the Company thanks to the intermediation of that subjects with public officers or individuals in charge of public services by virtue of existing (public and well-known) or purported relationships.

The Company must collaborate in full, transparently and actively, with the Authorities and Public Institutions in the conduct of their regular inspection and control activities.

Recipients are required to verify that public grants, contributions or subsidized loans in favor of the Company are used to carry out the activities or the initiatives for which they were granted; any use other than that for which they were provided is prohibited.

#### **6.6 Trade union organizations and political parties**

Any relationship the Company maintains with trade unions and political parties and/or their representatives or candidates must be based on the highest principles of transparency and fairness. These relationships must aim to favor fair and honest communications, without any discrimination or diversity of treatment, as well as a climate of mutual trust.

Relations with trade unions and political parties must be managed exclusively by specially appointed functions and Employees.

Economic contributions by the Company are allowed only if expressly permitted by law and if authorized by the competent corporate bodies.

Any contributions by individual Employees, as well as the activities performed by them, are to be understood as exclusively granted on a personal and voluntary basis.

### **6.7 Community**

The Group and its Employees are very committed to engaging in socially responsible behaviors, in full compliance with the values of a clean environment and a healthy and safe workplace, and ensuring that the cultures and traditions of each country in which the Company operates are observed and respected.

In accordance with the fundamental ILO Conventions, the Group does not employ child labor, that is, it does not employ people under the age established for starting work by the regulations of the place where the work is performed and, in any case, not less than fifteen years of age, subject to the exceptions expressly provided for by international conventions and possibly by local legislation. The Group also undertakes not to establish business relationships with suppliers who employ child labor, as defined above.

### **6.8 Corporate communications and information**

The Company recognizes the primary role of clear and effective communication in internal and external relations. In fact, communication and external relations influence, directly and indirectly, the development of the company.

It is therefore necessary for these activities to be organized according to clear and homogeneous criteria, which take into account both the needs of the different business lines and the economic and social role of the Group as a whole.

Information shared outside the Group must in any case be timely and coordinated at the Group level, in order to draw all the benefits resulting from the size and potential of the Group itself.

Employees appointed to disclose information to the public relating to companies or sectors of the Group, business lines or geographical areas, in the form of speeches, participation in conferences, publications or any other form of presentation, must comply with the specific provisions issued by the Group and receive, where necessary, the prior authorization of the Managing Director.

Communications to the economic and financial markets and supervisory bodies must always be provided promptly and in an accurate, complete, correct, clear and

understandable manner and, in any case, in compliance with the laws applicable in the jurisdictions concerned.

This form of communication must be managed exclusively by the functions and Employees specifically vested with responsibility for communications to the economic and financial markets and to the supervisory authorities.

### **6.9 Relations with the media**

Communication to the media plays an important role in creating the Group's image. Therefore, all information regarding the Group must be provided in a truthful, accurate and consistent manner in compliance with company policies and programs.

Relations with the press and other mass media are reserved for the designated corporate bodies and functions.

The promotion of the Company respects the ethical values referred to in this Code, repudiating the use of vulgar or offensive messages. The Company manages the information published on the institutional website in order to make it a complete, effective tool in line with market expectations.

## **7. Health, Safety & Environment**

The Company's objective is to protect human resources and safeguard the environment by continuously seeking the necessary synergies both internally and externally with customers, suppliers, sub-suppliers, business partners and companies involved in the Group's activities.

The Company therefore undertakes to comply with the legislation and regulations in the field of health, safety and the environment, to involve all stakeholders in matters related to these issues, with particular, but not limited attention, to the improvement of health and safety conditions in the workplace so as to prevent accidents or occupational diseases, and to respect the principles of minimizing the environmental impact and optimizing the use of resources.

The Company undertakes to produce and sell, in full compliance with legislative and regulatory requirements, products that meet the highest standards in terms of environmental performance and safety.

The Company informs all Employees about the specific tasks assigned and requires them to make the maximum effort to achieve the objectives mentioned above.

No Employee should expose other Employees to unnecessary risks that could cause damage to their health or physical safety.

Every Employee is required to:

- correctly use the equipment, vehicles, and other work equipment, as well as the safety devices in an appropriate manner;
- report any defects or deficiencies in the vehicles, equipment and devices, as well as any other hazardous conditions which come to their attention, taking direct action in an emergency, considering their skills and capabilities, to eliminate or reduce the defect or hazard;

- not remove or alter any safety, warning or monitoring devices without authorization;
- not carry out operations on their own initiative that are not within their competence or that may compromise their own safety or that of other workers or the surrounding environment;
- undergo medical examinations and health checks provided for by current legislation.

Every Employee must take care of his/her own safety and health and that of others present in the Company's workplaces, whether they are in the Company's facilities or external locations; in the latter case, every Employee must also ensure that the risk of interference is properly managed and that situations of potential danger in the surrounding environment are prevented, which can be affected by the effects of his/her actions or omissions.

## 8. Administration, Finance and Control

The Company is committed to maximizing long-term value for shareholders.

To comply with this commitment, the Company adopts high standards of financial planning and control as well as accounting systems coherent with and adequate to the accounting principles applicable to the Companies of the Group.

In carrying out this practice, the Company operates with the utmost transparency in line with the best business practices.

The principle of transparency as regards the accounting records not only concerns the work of the Management and the Employees assigned to the administrative offices, but applies to each member of the Management and all Employees, in any company environment in which they operate.

Accounting transparency is based on the truth, clarity and completeness of the basic information for the related accounting records.

The Management and the Employees are therefore required to collaborate so that the affairs of the company are correctly and promptly represented in the accounts.

All operations carried out must be duly authorized, verifiable, legitimate and consistent with each other.

Each transaction must have adequate supporting documentation in order to:

- facilitate bookkeeping;
- understand the different levels of participation in decision making and implementation activities;
- enable the attributability of the transaction;
- enable all transactions to be reliably reconstructed, which also helps reduce the likelihood of misinterpretation.

Each record must reflect the information contained in the supporting documentation. It is the duty of all Management and Employees to ensure that the documentation is easily traceable and stored according to logical criteria and according to the

procedures established by the Company.

All accounting or financial documents and in particular those intended for Public Authorities or to be disclosed to the public must be complete, accurate, reliable, clear and understandable.

All payments must be made in full compliance with the laws in force and internal procedures and properly recorded and documented.

The Company must implement rigorous business processes to ensure management decisions (including those relating to investments and disposals) based on sound economic analyses that include conservative assessments of risks and guarantee that company assets are used in the best possible manner.

The Company ensures that decisions on financial, tax and accounting issues are taken at an adequate managerial level.

Directors, Management and Employees who become aware of omissions, falsifications, or negligence related to the accounting or the documentation on which the accounting records are based, are required to report the facts to the relevant superior (if any) and/or to the Supervisory Body.

## 9. Reporting violations or requesting information

The Code and its updates are brought to the attention of all Recipients (internal and external) through appropriate communication and dissemination activities so that the values and principles contained therein are known and applied.

The Code of Ethics must be published on the corporate website and its access must be unrestricted.

Any information regarding the possible violation of the principles established by this Code or by the spirit of the same must be immediately reported to the competent functions, in the manner described in this paragraph.

Any report from Recipients regarding the violation of the rules and principles of this Code, and/or request for clarifications regarding it, must be promptly addressed in writing as follows:

- if it comes from Employees, to their hierarchical superior through the standard internal reporting procedures; if it comes from middle management, to the Managing Director of the Business Unit involved or directly to the SB;
- for any other Recipient, directly to the SB.

The SB can be contacted as follows:

- e-mail: **odv@modula.com**
- telephone: **+39 02 76008869**
- postal addresses: **Ufficio dell'Organismo di Vigilanza  
c/o Modula S.p.A.,  
Via San Lorenzo n. 41  
42013 Casalgrande (RE)**

However, in the case of reports received from Employees, the hierarchical superior is obliged to inform the Supervisory Body without delay about such reports, the progress of any investigations, and any measures taken.

The report can be made by any means, either by sending a letter by postal service, internal mail, or by e-mail addressed to the e-mail address of the hierarchical superior or to that specifically made available and reserved for the SB. Anonymous reports are accepted although the identification of the reporting person is encouraged in order to facilitate the better collection of information and understanding of the reported situation. In any case, these reports will be handled in absolute confidentiality; in fact, the reporting parties will be guaranteed the confidentiality of their identity, without prejudice to the legal obligations and the protection of the rights of the Company or of persons accused erroneously or in bad faith.

Any form of retaliation, discrimination or penalization against those who have, in good faith, submitted reports of possible violations of the Code or requests for clarification of the implementation of the Code shall constitute a violation of the Code itself. The behavior of those who accuse other Employees of violating the Code with the knowledge that such a violation does not exist also constitutes a violation of the Code.

Each Recipient is encouraged to request further information or clarifications regarding the principles of this Code when needed.

## 10. Disciplinary procedure and sanctions

The violation of the rules of the Code by Employees, meaning as such the commission or omission of actions, or conduct that does not comply with the provisions of this document, may constitute a breach of the obligations of the employment relationship, with all consequences provided for by the regulations in force and by collective agreements, where present, also in relation to the termination of the employment relationship itself, without prejudice to the Company's right to claim for compensation of damages.

The types of sanctions are provided for by the regulations or collective bargaining agreements in force. Sanctions must be proportionate to the seriousness of the violation and never such as to harm the dignity of the sanctioned party.

The sanction is determined by the competent corporate function.

As for the failure to comply with the provisions of this Code of Ethics by the other Recipients, the related sanctions will be those provided for by law and/or stipulated in the relevant legal relationships in force with the Company.

In any case, reference is made to the provisions of the Sanctioning System, specifically issued by the Company, which is an integral part of the Company's management Model.

## 11. Applicable Law

Modula S.p.A. is a company established and governed by Italian law. However, the

Company and the Group operate in an international context and therefore many of its activities are subject to the jurisdiction of other legal systems as well as to that of applicable international conventions.

In the event that the provisions of this Code are found to be in conflict with the legislation of other legal systems, the Recipient must immediately contact the hierarchical superior and/or the Supervisory Body at the addresses and in the manner referred to in paragraph 9 above, in order to obtain the necessary instructions.