



**CODE OF ETHICS**  
**OMCAP S.R.L.**

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**O.M.C.A.P. S.R.L.**



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# CODE OF ETHICS

## OMCAP S.R.L.

### 1. Introduction

O.M.C.A.P S.r.l.'s mission is to ensure quality standards, respect contractual deadlines, and continue to seek solutions that can ensure our Customers' needs and expectations are fully met.

With this in mind, the O.M.C.A.P. S.r.l.'s management has adopted this Code of Ethics, which reflects the Company's commitment to:

- maintain focus on how to manage ethical risk areas
- provide guidelines for our personnel to recognize and address ethical issues
- help maintain a culture of integrity, honesty, and responsibility within our company.

This document defines the values and principles of conduct for our proper functioning, reliability, compliance with laws and regulations, and O.M.C.A.P. S.r.l.'s image.

It contains the set of rights, duties and responsibilities of the stakeholders inside and outside the Company, which move beyond and are independent from regulatory provisions.

As such, all persons working for the achievement of the company's objectives, whether they are top management or employees, are required to comply with this Code of Ethics in the conduct of company business and activities.

O.M.C.A.P. S.r.l. also encourages and supports a culture of legality, not only among its employees and collaborators, but also among its suppliers and customers. The Code of Ethics has been designed to help all persons who have dealings with our company, in different roles and for different reasons, to better understand the content and practical implications of Italian legislation.

In keeping with this Code of Ethics, recipients must behave in compliance with the fundamental principles of honesty, moral integrity, correctness, transparency, objectivity, and respect for the individual personality, in the pursuit of the company's objectives and in all relations with persons and bodies inside and outside the Company.

In no case can the pursuit of O.M.C.A.P. S.r.l.'s interests justify any actions that do not comply with honest conduct.

Therefore, O.M.C.A.P. S.r.l. reserves the right not to undertake or continue any type of relationship with anyone who adopts behavior diverging from that established in the Code of Ethics.

### 2. General Ethical Principles

This Code of Ethics is intended to explain the ethical values of O.M.C.A.P. S.r.l., which are considered fundamental for the exercise of any business activity:

#### **Principle of Legality**



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The recipients are required to comply with the law or comparable regulations.

This principle also applies to the national legislation of any country with which the Company has commercial relations.

The recipients are also required to comply with the company provisions issued by O.M.C.A.P. S.r.l., considering that their specific purpose is to facilitate consistent compliance with legal provisions.

#### **Fairness**

Recipients are required to comply with the ethical and professional rules, with particular reference to the duties of diligence and expertise, applicable to the operations carried out on behalf of the Company.

#### **Transparency**

All activities carried out in the name and on behalf of Omcap S.r.l. are based on respect for the principles of integrity and transparency and are conducted with loyalty and a sense of responsibility, fairness, and in good faith. The Company undertakes to ensure correctness, completeness, accuracy, uniformity, and timeliness in managing and communicating company information, thus avoiding misleading behavior from which undue advantage can be taken.

### **3. Human Resources**

O.M.C.A.P. S.r.l. protects and promotes the value and development of human resources so as to foster their full professional achievement on the basis of merit.

The Company offers equal opportunities for employment and career advancement to all employees on the basis of their specific professional qualifications and performance capabilities, with no discrimination. Persons in hiring roles hire and manage employees on the basis of competence and merit without any consideration of race, religious belief, sex, age, or descent in compliance with the laws and regulations in force.

No form of irregular work is tolerated, which refers to, in addition to the lack of a regularization of the relationship, any type of use of labor services not established within a contractual and regulatory framework compliant with the relevant country.

Recruitment, transfer, and promotion practices may not be influenced in any way by offers or promises of sums of money, goods, benefits, facilitations, or services of any kind.

When the employment relationship is established, each employee receives accurate information regarding: the characteristics of their role; their responsibilities and tasks to be carried out; disciplinary standards with a legal, contractual, or regulatory source; regulatory and compensation factors, standards, and procedures to adopt to avoid behavior against legal standards and company policies.



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In managing relations that entail establishing hierarchical relationships, O.M.C.A.P. S.r.l. requires that authority be exercised fairly and correctly, prohibiting any behavior that could be considered detrimental to the dignity and autonomy of the employee.

Employee privacy is protected in accordance with Reg. EU 679/2016 – GDPR.

The competent professionals ensure that the work environment is, in addition to being adequate from the point of view of personal safety and health, free of prejudice and where every individual is treated respectfully, with no intimidation and with respect for their moral integrity, avoiding unlawful conditioning and undue inconvenience.

All Employees and Collaborators of O.M.C.A.P. S.r.l. should avoid offensive behavior towards their colleagues, especially attitudes that can discredit or marginalize them in the workplace.

All Employees and Collaborators of O.M.C.A.P. S.r.l. must also observe respectful behavior towards the company property and not use it for reasons unrelated to the employment relationship.

The spread of company information to employees must be appropriate, correct, and complete.

#### **4. Conflicts of Interest**

Conflicts of interest must be avoided in the conduct of all business.

This means that Employees, with particular reference to personal or family interests, must avoid situations that could affect their independence of judgment regarding the interests of O.M.C.A.P. S.r.l. and the appropriate way to pursue it.

Any situation of conflict of interest affecting the Employee's conduct and free judgment should be communicated by the employee to their direct manager.

Employees must also refrain from making any decisions from a position of conflict of interest.

#### **5. Protection of Health and Safety in the Workplace**

O.M.C.A.P. S.r.l. is committed to pursuing objectives to improve workers' health and safety as an integral part of its operations and as a strategic commitment with respect to the Company's overall aims.

To these ends, the Company is committed to considering the safety aspects as essential factors when defining new activities and reviewing existing ones and to train, inform, and raise awareness of all workers so that they may carry out their duties safely and assume their responsibilities for the safety and health of workers and to achieve the safety objectives set by the company organization (managers, supervisors, employees, purchasing and maintenance services, workers, and so forth) according to their roles and responsibilities.



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To this end, O.M.C.A.P. S.r.l.'s management undertakes:

- that the production of products, workplaces, and operating methods are managed so as to safeguard the health of workers;
- to assess in advance risks to which our personnel is exposed for every new activity and process in order to adopt solutions that can prevent accidents, injury, and occupational diseases;
- to keep the management and surveillance procedures up to date for the consistent control our personnel's health and safety;
- to promote training, information, and awareness-raising activities, involving all company personnel, making them aware of their individual obligations and each individual action's importance to achieve the expected results;
- to communicate with stakeholders and involve them, activating suitable communication channels internally to ensure ongoing, effective dialogue with all personnel and externally;
- to encourage and involve suppliers to adopt suitable personnel management and training systems to establish mutual benefits both in terms of product quality and respect for workplace health and safety;
- to improve performance and achievement of excellence by continuously revising our processes.

Personnel shall take responsibility for their own health and safety, as well as that of others in the workplace who could be affected by their actions or omissions, in accordance with the training, instructions and equipment provided by the employer. The use of drugs, the abuse of alcohol or illegal drugs will, therefore, not be tolerated in the workplace.

### 6. Confidentiality and Privacy

All information that is not in the public domain, relating to the activity of which an Administrator, Employee, or Collaborator becomes aware based on their roles is the exclusive property of O.M.C.A.P. S.r.l. and may be used exclusively for conducting our business. The Administrators, Employees, and Collaborators will take full care to avoid the undue dissemination of this information unless expressly authorized.

Information held by O.M.C.A.P. S.r.l. is treated by the company in full respect of the privacy of the data subjects. Specific information policies and procedures are applied to these ends and regularly updated.



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### 7. Use of Company Assets and IT Systems

Documents, work tools, systems, equipment, and any other tangible and intangible assets (including intellectual property and trademarks) are owned by O.M.C.A.P. S.r.l. and used exclusively for the achievement of company ends as established by the Company; they may not be used for illegitimate uses and must be used and protected with the same diligence as one's own property.

Any unlawful use shall be punished, including through disciplinary actions, whether or not it constitutes criminal conduct punishable by law.

Computer and telematic tools (such as telephones and fax machines, electronic mail, Internet, intranet and provided hardware and software in general) made available to personnel are work tools and, therefore, must be used exclusively for company purposes; this applies to the use of personal computers as well as other tools, programs and services.

Personnel are specifically prohibited from:

- unauthorized access to IT or telematic systems
- unauthorized possession and unauthorized sharing of access codes to IT or telematic systems
- dissemination of IT equipment, devices, or programs intended to damage or disrupt an IT or telematic system
- interception, obstruction, or illicit disruption of IT or telematic systems
- damage to information, data, and computer programs and IT and telematic systems

Personnel may not upload borrowed, unauthorized, or unlicensed software onto company systems and may not make unauthorized copies of licensed software for personal, company, or third-party use.

### 8. Company Administration

As a rule, it is an obligation to maintain fair, transparent, and collaborative behavior, in compliance with the law and internal procedures, in all activities involved with preparing the financial statements and other company communications, so as to provide shareholders and the public with true and correct information on the Company's economic, equity, and financial situation.

Every operation and transaction must be exact, verifiable, and legitimate.

All O.M.C.A.P. employees involved for any reason in the preparation of the financial statements are required to comply with the rules relating to the veracity and clarity of data and valuations, as well as those relating to national accounting standards.



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It is forbidden to prevent or hinder in any way the performance of control activities legally attributed to shareholders or other corporate bodies.

It is forbidden to engage in simulated or fraudulent conduct aimed at influencing the shareholders' meeting in order to obtain an unfair advantage for oneself or others.

All collaborators must ensure their utmost timely collaboration with all of the company's internal and external auditing entities for the best performance of their tasks.

Employees and Collaborators of O.M.C.A.P. S.r.l. who should gain knowledge of any irregularities in its administration have the duty to report this to the responsible agency.

#### **9. Institutional Relations**

All relationships with state institutions must be connected to forms of communication aimed at evaluating administrative and legislative implications in relationship to O.M.C.A.P. S.r.l. and to respond to informal requests and acts of inspection of the Company.

To this end, O.M.C.A.P. S.r.l. is committed to representing the company's interests and positions in a transparent, meticulous, and consistent manner and to cooperate during any inspection procedures involving it.

In order to ensure full clarity in its relationships, contact with institutional figures will be made exclusively through persons who have been given an explicit mandate from the company's president.

It is not allowed to adopt deceitful conduct that could lead the Public Administration to err. Specifically, false documents or statements, or those attesting to untrue things, are not allowed. In other words, information may not be omitted to pursue an advantage or interest for the company, contributions, funding and other disbursements, however denominated, granted by the state, a public entity, or the European Union.

It is forbidden to use contributions, funding, or other disbursements, regardless of how they are denominated, given by the state, a public entity, or the European Union to purposes other than those for which they were allocated.

If there is a commercial relationship with the Public Administration, including participating in public tenders, it is required to act with respect for the law and correct commercial practices.

#### **10. Gifts and Contributions**

Administrators and Employees do not ask for nor accept gifts or other benefits for themselves or others, except for those of modest value, from suppliers, contractors, competitor companies or anyone interested in the company supplies and contracts.



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Employees do not accept benefits due to the purchaser for personal use, nor hold or use in a personal capacity, regarding the purchase of goods or services for office purposes.

The collaborators of O.M.C.A.P. S.r.l. who receive gifts or benefits, except for those of modest value, are required to notify the supervisory body, which will evaluate their appropriateness.

O.M.C.A.P. S.r.l. does not tolerate any donation of any form or value to public officials or other figures connected to them to some extent.

The Company does not allow any donations to public bodies or individuals within them, except for gifts of modest value established in commercial practice and usual courtesy.

O.M.C.A.P. S.r.l. makes no direct or indirect contributions to support in any way political parties, movements, political and trade union committees and organizations, or their representatives.

**Commentato [MH1]:** This seems vague. Is it the connection that is to a certain extent or the policy?

#### 11. Suppliers

Purchase processes are oriented to seeking the greatest competitive advantage for O.M.C.A.P. S.r.l., while giving equal opportunity, loyalty, and impartiality to each supplier.

The Employees of O.M.C.A.P. S.r.l. are required to not preclude any qualified individual the chance to compete for contracts, using objective, documentable criteria to select from the list of candidates.

All Employees are required to maintain stable, transparent, and cooperative relationships with the Suppliers.

O.M.C.A.P. S.r.l.'s suppliers must not be involved in unlawful activities and must ensure their employees work conditions based on respecting basic human rights, international conventions, and laws in force.

The company suggests that its suppliers refrain from offering goods or services to employees of the company, especially in the form of gifts that exceed normal courtesy practices. It prohibits its employees from offering goods or services to personnel of other companies or entities to obtain confidential information or direct or indirect related benefits, for themselves or for the company.

If the principles of legality, fairness, transparency, confidentiality, or respect for personal dignity should be violated, O.M.C.A.P. S.r.l. is entitled to take appropriate measures, including the termination of its relationship with the supplier.

#### 12. Customers

Professionalism, competence, responsiveness, respect, and fairness are the guiding principles and kind of conduct to be adopted in customer relations.



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As such, it is essential that customer relations are based on full transparency and fairness, compliance with the law, and free from all types of conditioning, whether internal or external.

Contracts and communications with customers must be:

- clear and simple
- compliant with the regulations in force, without adopting practices that are evasive or unfair in any way
- in compliance with the company's commercial policies and the parameters set therein
- complete, in order to include all the elements that customers need to make a decision

In commercial relations with customers, it is forbidden to engage in conduct that could damage consumer confidence while jeopardizing market transparency and security.

### 13. Orders

Activities for acquiring orders must be pursued in respect with fair economic principles in a regular market context and in fair competition with competitors, while always observing applicable laws and regulations.

Customer relations are based on a sense of responsibility and collaboration.

No claims will be made against clients unless considered legitimate and well-founded.

### 14. Payments and Money Transfers

O.M.C.A.P. S.r.l. is committed to the utmost transparency in its commercial transactions and prepares the most appropriate instruments in order to combat phenomena of receiving, laundering, and using money, goods or benefits of illegal origin.

The Company ensures the full traceability of incoming and outgoing financial flows.

O.M.C.A.P. S.r.l. does not effect payments or cash movements if not in full compliance with regulations in force.

Lawful and duly authorized payments must be made promptly and on correct due dates, without discriminating to favor some creditors over others.

### 15. Community

O.M.C.A.P. S.r.l. and its employees are fully committed to socially responsible behavior, respecting the essential values of a clean environment and a healthy and safe workplace.



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Where the opportunity arises, O.M.C.A.P. S.r.l. provides support and collaborates with social and cultural initiatives in the community.

In accordance with the principles stipulated in the Conventions of the International Labor Organization (ILO) and in the Universal Declaration of Human Rights, O.M.C.A.P. S.r.l. does not use child labor, i.e. it does not employ people under the age established to work by the laws of the place where the work is performed, except for exceptions expressly provided for by international conventions and by local legislation, if relevant.

O.M.C.A.P. S.r.l. also undertakes not to establish business relationships with suppliers that employ child labor as defined above.

### 16. Environmental Protection

O.M.C.A.P. S.r.l. is committed to the continuous improvement of its environmental performance, developing increasingly sustainable products and processes.

O.M.C.A.P. S.r.l. has also established as an essential condition for its production to follow and comply with all laws and regulations in force applying to industrial businesses, in order to integrate its production plant in the local area with the least possible bother to the community.

### 17. Compliance with the Code of Ethics

O.M.C.A.P. S.r.l. has adopted an internal control model to ensure that social activities comply with internal and external regulations governing them. This entails a collection of rules for behavior, procedures, and methods that let it adequately combat errors, fraud, and risk factors for infractions in pursuing the company's activities.

The observance of this Code by employees and collaborators and their commitment to comply with the general obligations of loyalty, fairness, and execution of the work contract in good faith should be considered an essential part of the contractual obligations, including on the basis of and for the effects of Art. 2104 of the Italian Civil Code.

Violation of the rules of the Code of Ethics will lead to the disciplinary sanctions provided for by the current CCNL of the sector, depending on its severity, and possible criminal and civil actions.

In the event of a violation of the Code of Ethics by one or more members of the Company's Board of Directors or by the members of the Board of Statutory Auditors, appropriate measures will be taken consistent with the severity of the violation committed and in accordance with the powers provided for by law and/or by the Articles of Association.

Compliance with the Code of Ethics by third parties (suppliers, consultants, and so forth) entails the obligation to fulfill the duties of diligence and good faith in negotiations and in the execution of existing contracts with the Company. Violation of the rules of this Code of Ethics damages the



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relationship of trust established with the Company and may lead to disciplinary actions and damages.

#### 18. Responsibility for Applying the Code of Ethics

All must have read, understand, and comply with this policy. Anyone with doubts or concerns should contact their manager for the necessary support.

The prevention, detection, and reporting of corruption and other forms of wrongdoing are the responsibility of everyone who works for O.M.C.A.P. S.r.l. or under its control. Any activity should be avoided that might result in or suggest a breach of this policy.

Anyone who believes or suspects that a violation or conflict with this Code of Ethics has occurred must notify his or her manager as soon as possible or, if no response is received, to the email address: [segnalazioni@ntaplicate.it](mailto:segnalazioni@ntaplicate.it)

An example of this would be if a customer or potential customer were to offer something to gain a business advantage with our company or suggests a gift or payment would be necessary to secure its business.

O.M.C.A.P S.r.l. protects anyone who decides to report a violation with respect for Leg. Dec. of March 10, 2023, no. 4 that implements EU Directive 2019/1937 of October 23, 2019 about protecting people who report violations of EU law and contains provisions to protect persons who report violations of national regulatory provisions, i.e. whistleblowing laws.

#### 18. Dissemination and Updating of the Code of Ethics

O.M.C.A.P. S.r.l. commits to support and ensure proper knowledge of the Code of Ethics, disseminating it to its Recipients through effective, appropriate informational and communication activities.

The current Code of Ethics is displayed in the company noticeboards and on the website <http://www.ntaplicate.it/>

The Company also undertakes, in addition, to updating this content if needed due to changing context, relevant legislation, the environment, or should the company organization make it appropriate or necessary.

The company's management is responsible for making modifications or integration to this Code of Ethics.

Venaria (TO), 18/01/2024

O.M.C.A.P S.r.l.



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Management

*Guido Granchi*