

Organisational Model

under Italian Legislative Decree 231/01

Code of Ethics

JULY 2019 Edition

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1. Introduction

Italgraniti recognises the importance of ethical and social values in work and business and therefore undertakes to ensure the sound, responsible, management of its operations and stakeholder relations, with respect for the community to which it belongs.

This commitment is the foundation for this Code of Ethics, issued for the following purposes:

- to define Italgraniti's core ethical principles;
- to establish the rules of conduct to be followed by those working with and for it;
- to encourage dialogue with and the engagement and agreement of the above;
- to set out the bases for a voluntary agreement for the ethical regulation of relations between Italgraniti and its stakeholders;
- to provide the foundations for the adoption of an Organisational Model under Italian Legislative Decree 231/2001 with regard to the administrative responsibility of organisations.

Italgraniti considers unethical all conduct intended:

- to gain benefits or the assistance of others through positions of power or force;
- to evade relevant laws, regulations and standards;
- to interfere with the accuracy and truthfulness of financial reporting data;
- to hinder the control functions of the relevant Public Authorities.

The rules of conduct, values and principles set forth below, which form part of the Italgraniti Governance System, establish the Company's commitment to restrict its freedom to operate in merely opportunistic terms and to guarantee all stakeholders opportunities for participation and dialogue.

The Italgraniti Governance System guarantees the effective management of the Company's operations and a system of internal and external controls capable of covering its operating risks.

In pursuing its corporate mission, Italgraniti will strive to ensure that the principles of this Code of Ethics are embraced and shared by the top management, associates (shareholders and non-shareholders), customers and suppliers and the community in general.

This Code of Ethics consists of:

- values and principles of a general nature, which underlie the Code and which Italgraniti intends to protect and to share with its stakeholders;
- general rules of conduct for all Code Addressees;
- rules for the implementation of the Code and for verifying compliance with it.

The document is approved by the Board of Directors, which will arrange for its dissemination to all those concerned. The Company is committed to ensuring that the activities for the provision of its services are undertaken in compliance with the law, with honesty, integrity

and ethics and in good faith, with respect for the legitimate interests of customers, employees, associates and contractual partners.

This Code of Ethics specifically refers to the minimum contents set out in section III of the “Guidelines for the construction of organisation, management and control models” under Legislative Decree no. 231 of 8 June 2001, approved by Confindustria on 7 March 2002 and updated in March 2014.

Specifically, this Code of Ethics contains all the minimum contents recommended by the above Guidelines.

2. ADDRESSEES

The addressees of the Code of Ethics are:

- the members of the company's governing bodies (chairman, directors and statutory auditors);
- the employees (managers, executives, office and production workers);
- the Company's suppliers and other associates who enter into direct or indirect, temporary or permanent relationships with Italgraniti, within which they work to pursue its corporate objectives.

Italgraniti undertakes to disseminate this Code of Ethics to all interested parties, to ensure the correct interpretation of its contents and to provide tools to facilitate its application.

Italgraniti relies on Code addressees to behave in compliance with the Code's values and principles and to bring it to the knowledge of customers, suppliers and the community.

Italgraniti also adopts the necessary measures for the verification and monitoring of the Code's application, with penalties enforced if it is breached. A specific internal body has been created tasked, amongst other things, with overseeing the application of the Code.

3. VALUES AND PRINCIPLES

3.1 Values

Italgraniti takes as its guide the central values of civil society and democracy contained in the Constitutions of the Italian Republic and the European Union and in the United Nations Universal Declaration of Human Rights, considering dignity, freedom, equality, solidarity and justice to be the founding values of civil society.

In particular, it fully embraces article 41 of the Italian Constitution, under which private economic enterprise "*may not be carried out against the common good or in such a manner that could damage safety, liberty and human dignity*".

Italgraniti takes the principles contained in this Code as its guide in its activities, and reserves the right not to enter into or continue any relations with parties who prove that they do not share its contents and spirit, and/or who violate its principles and rules of conduct.

Its governing bodies, their members, and its managers, employees and associates are obliged to comply with this Code.

3.2 Full, transparent disclosure

Italgraniti undertakes to provide clear, transparent disclosure to the relevant stakeholders regarding its situation and performance, without favouring any interest groups or individuals.

Financial, accounting and performance data and all other forms of reporting meet the requirements of truthfulness, completeness and accuracy.

Italgraniti recognises the fundamental value of correct disclosure to shareholders, governing bodies and the competent functions with regard to the significant events in its corporate and accounting management. It also recognises the fundamental importance of correct disclosure to third parties during Advisories or public offerings, both for itself and for its customers. In this case, Italgraniti complies with Best Practices or may use the services of third parties to guarantee an impartial, coherent opinion.

3.3 Regulatory and legal compliance

Italgraniti views strict compliance with all current laws and the measures issued by the Supervisory and Control Authorities as an essential principle. The Company adopts internal procedures and organisation and control models to prevent and combat any behaviour in conflict with the principle of legality, and promotes an “internal control culture” with all addressees.

Italgraniti makes every effort, as far as is within its power, to combat corruption, terrorism, money laundering and every form of crime, and intends to pursue its interests through honest conduct in accordance with the law.

The Company undertakes to adopt all useful and appropriate measures to ensure that all Code addressees embrace and implement this obligation of legal compliance and ethical behaviour.

Each addressee is therefore responsible, for their areas of competence, for ensuring that their activities comply with the principles of the Code and for the adoption of the company’s control system; in particular, within the context of their role and competence, every employee is responsible for the effective operation of the internal control system.

3.4 Ethical operation and use of resources

Italgraniti pursues its corporate purpose in compliance with the law and its Articles of Association, ensuring the correct functioning of its corporate bodies and the protection of the financial and participatory rights of its shareholders, and safeguarding the company’s equity and assets. The company’s resources are used with the utmost transparency, with regular reporting to the competent internal and external controlling bodies.

3.5 Relations with Public Authorities

Everyone working in the name and/or on the behalf of Italgraniti must never engage in conduct intended to persuade Public Authorities to violate their principles of good administration and impartiality.

The people assigned by the Company to handle negotiations and/or relations with Public Authorities must never, for any reason, engage in conduct intended to exert unlawful influence over their decisions in order to obtain unlawful or unfair advantages or benefits for Italgraniti.

Italgraniti prohibits and condemns any behaviour on the part of those working in its name and on its behalf:

- involving the direct or indirect promise or offer of cash or other benefits to Public Officials and/or Public Service Providers with the aim of obtaining an unlawful or unfair advantage or benefit for Italgraniti;
- intended to obtain subsidies, funding or other revenues from Public Authorities via falsified or counterfeit declarations and/or documents, or through the failure to provide information, or by means of deception or deceit in general intended to mislead the funding Authority;
- intended to use grants, subsidies or other funding obtained from Public Authorities, even for small amounts, for purposes other than those for which they were awarded.

3.6 Safeguarding and fulfilment of personnel

Italgraniti recognises the central importance of human resources and the importance of establishing and maintaining relations with them based on honesty and mutual trust. All those who work for Italgraniti, even under forms of contract other than direct employment, are defined as human resources.

All internal and external human resources undertake to work honestly to comply with the obligations arising from their employment contract, if they are company employees, and from the provisions of the Code of Ethics, fulfilling their duties and meeting their commitments, also if they become aware of conduct in breach of the provisions of the Code by other addressees.

Labour relations management is based on respect for people, on fairness and equal opportunities, without any discrimination on the basis of gender, race, religious beliefs, political opinions, age or health. All forms of discrimination against people are prohibited.

All staff are employed under formal contract: no form of “informal” or illegal employment is permitted.

The decision to recruit a staff member or award a contract must be made on the basis of the correspondence between the candidates’ profile and their specific skills with the company’s needs, with respect for the equal opportunities of the candidates. The information requested must be strictly related to verification of the professional and mental-skills profiles required, with respect for the candidate’s privacy and political and social opinions.

At the start of their employment, employees receive full information regarding the characteristics of their duties and function, regulatory matters and pay, and the regulations and rules for the management of health and safety risks.

All decisions taken with regard to the management and development of human resources are based on considerations of merit and/or correspondence between job descriptions and the abilities of the people concerned. The same applies to transfers to different roles or posts.

General and individual budget targets for employees or associates must be objectively feasible in relation to the time available for their achievement and the resources available.

Italgraniti facilitates the growth of professional skills through training activities and knowledge sharing, in the belief that individual and group inputs to working processes are essential for their development and for personal fulfilment.

In the management of hierarchical relations, authority is exercised fairly and ethically, avoiding all abuse of power. Requesting personal favours or services as due to a hierarchical superior, or any behaviour in breach of the Code of Ethics, constitutes abuse of a position of authority.

In case of corporate and/or production reorganisation, the value of human resources is safeguarded, through training and/or retraining if necessary.

Italgraniti recognises and respects the role of trade unions and their full right to fulfil their function of representing workers, and promotes the adoption of a correct system of industrial relations, also by reinforcing the participation of workers and the trade union in the company's development.

3.7 Health and Safety

For Italgraniti, the physical and cultural protection of its people is a key ethical value: Italgraniti is committed to guaranteeing occupational health and safety, and to the highest ethical standards in the management of employment relations, in accordance with the relevant contracts and laws.

Italgraniti systematically complies with all measures envisaged by current occupational health and safety legislation.

The Company informs, encourages and motivates all staff to ensure that its organisational efforts are not overturned by carelessness or negligence. Employees and all company associates of all kinds are required to comply strictly with the safety instructions received.

Italgraniti implements methods to ensure that all safety procedures are systematic and monitored, and systematically oversees the correct adoption of the safety measures in place.

3.8 Social and environmental responsibility

In the conviction that the company's profitability and compliance with ethical values and environmental protection are not incompatible, Italgraniti pursues the aim of encouraging the cultural and moral as well as the economic growth of the community. It invests in energy saving and pays attention to the environmental impact of its operations, taking care over waste disposal, energy use and the emissions generated.

In fact, Italgraniti cares about the concept of the local community, meaning the combination of geographical location, people, workers, traditions and public and private institutions which make up the social and geographical fabric to which Italgraniti belongs. The environment is

a primary component of this fabric and its protection from potential pollution problems is, and must continue to be, a key consideration for Italgraniti and everyone who works with it. Italgraniti promotes the dissemination of a culture of solidarity, safety and prevention.

All those tasked with purchasing any goods and/or services must apply principles of ethics, value for money and quality and work with due diligence, verifying compliance with the principles of the Code of Ethics on the part of suppliers, with particular reference to the protection of workers' rights and the environment.

3.9 Protection of the company's image

Italgraniti's reputation is a priceless intangible asset which enables it to build trust-based relationships with its stakeholders. This reputation depends on the image which the company has built up over time, which is intrinsically very open to harm.

The company's image depends in turn on many different factors, first and foremost the ethical conduct of Italgraniti staff and associates in all circumstances, and especially in external relations.

Italgraniti relies on all addressees to represent it with professionalism, honesty, integrity and ethics and to work to protect its image.

3.10 Fair competition and ethical advertising

Italgraniti promotes the culture of fair competition on the markets where it works, and acts in accordance with the relevant national and EU antitrust legislation in relations with customers, suppliers and competitors. The Company's advertising is transparent, ethical and truthful and is not intended to mislead its target or harm competitors.

Through the people acting on its behalf, Italgraniti does not offer or accept money or goods in any form to promote or encourage the conclusion of deals to its advantage in breach of laws, current regulations or free and fair competition. Courtesy gifts are permitted provided they are of modest value and cannot be interpreted as a means of seeking favours or privileges, in breach of current law or fair competition.

3.11 Protection and confidentiality of personal data and information

In accordance with current legalisation, personal data concerning customers, employees, associates and suppliers are processed with the greatest respect for the dignity of data subjects and their right to confidentiality and the protection of their personal data.

Italgraniti undertakes to process these data lawfully and fairly, only collecting the relevant data and not exceeding the purposes for which they are collected.

Italgraniti has also analysed the possible risks involved in the processing of the data and has upgraded its paper and digital information systems to minimise the risk of harmful events; Italgraniti undertakes to keep these systems constantly updated in response to changes in laws, regulations and technologies, and has also extended the relative responsibilities to all its internal and external associates, introducing monitoring of them.

3.12 Transparency in relation with the Supervisory and Control Authorities

Italgraniti's disclosure to the Supervisory and Control Authorities and to the public is exhaustive, not misleading, clear and timely, and is only made by the company's governing bodies and its mandated functions. Transparency of disclosure is safeguarded by compliance with the relevant law and internal procedures.

3.13 Associations and politics

Italgraniti's actions are only governed by the principles of its Articles of Association and Regulations, in an environment of respect for all opinions.

Italgraniti may contribute to the funding of associations and to the support of political parties and/or their publications, committees, organisations or political candidates in compliance with the Articles of Association and current law.

Italgraniti may engage in normal business or juridical relations with these entities in compliance with the law, the current regulatory framework and this Code of Ethics.

3.14 Conflict of interest

Code addressees must not undertake actions in which they have even an indirect interest in potential conflict with those of Italgraniti or the group in general, such as personal or family interests of a financial or commercial nature with customers, suppliers or competitors.

A conflict of interest occurs if a director, executive, employee or associate pursues or attempts to pursue, for themselves or others, an objective different from that pursued by Italgraniti, or intentionally obtains or attempts to obtain a personal benefit for themselves when engaging in activities undertaken in the interest of Italgraniti, or obtains or attempts to obtain one for third parties. Therefore, all practices of bribery, unlawful favours, collusion, or requests, direct and/or through third parties, for personal and career benefits for self or others, and other similar conduct, are prohibited.

Italgraniti's Management, employees and associates do not give and/or receive gifts of any kind and value in the context of working relationships, except for those of symbolic value which conform to usual business practices, and take particular care over relations with the employees of Public Authorities.

Italgraniti customers and suppliers are requested not to give gifts which may persuade Code addressees to engage in conduct in conflict with the moral and other interests of the Company.

Italgraniti recognises and respects the right of its employees and associates to participate in investments, business or other activities apart from those undertaken in its interest, provided these activities are permitted by the law, contract and the Articles of Association, and are compatible with their obligations as shareholders, employees or associates.

Any situation which may constitute or lead to an even potential conflict of interest must be disclosed to the Supervisory Authority and the person's line manager without delay for the appropriate measures. In particular, all Italgraniti shareholders, employees and associates are required to avoid conflicts of interest between their personal and family business

activities and their duties within the organisation. For example, the following are some situations which constitute conflict of interest:

- Occupation of leading roles (managing director, director, function manager) or holding of significant economic or financial interest within suppliers, customers, competitors or business partners of Italgraniti or the group, also through family members;
- Use of position within Italgraniti or the group, or of the information acquired through work there, in a manner which may create conflict between personal interests and those of Italgraniti and the group;
- Work of any kind for customers, suppliers or competitors;
- Acceptance or offering of money, favours or benefits from people or companies which do or intend to do business with Italgraniti or the group.

3.15 Use of IT tools

Italgraniti prohibits any practice which may violate the confidentiality of its own IT systems or those of public or private sector third parties, or in any way damage them, or which is intended to falsify a public or private IT document considered valid as evidence.

Italgraniti demands compliance with the current legislation on personal data processing and the implementation of the company's regulations with regard to data and the relative documents when using the company's IT tools.

3.16 Mass media

Relations with the mass media shall only be conducted by the specifically assigned departments and managers. Italgraniti's external disclosure is truthful and transparent.

Shareholders, employees and associates do not provide information to the outside, or undertake to do so, without the authorisation of the competent functions.

Shareholders, employees or associates do not offer payments, gifts or other benefits, in any way or form, which are, or may reasonably be interpreted as being, intended to influence the professional activities of the mass media.

4. RULES OF CONDUCT

4.1 General regulations

Italgraniti urges Code addressees to behave in a responsible manner appropriate to the achievement of the company's goals and consistent with the values and principles set forth.

Every operation and/or transaction must be lawful, documented, recorded and verifiable at any time.

Italgraniti condemns any conduct, on the part of anyone, intended to interfere with the accuracy and truthfulness of the data and information contained in its financial statements or legally required corporate reporting or disclosure.

Addressees must behave ethically and transparently in the performance of their functions, especially with regard to any request made by the Shareholders, the Board of Statutory Auditors, or the Public Authorities responsible for checks and/or inspections, and be willing to assist and provide full cooperation at all times.

The dissemination, both internally and externally, of false information regarding Italgraniti and its employees and associates, is prohibited.

In particular, addressees who, by reason of their posts or duties, have access to confidential information or data relating Group companies:

- do not disclose the said information or data to third parties and do not use them for purposes unrelated to their posts;
- do not undertake operations on the financial securities of the companies concerned on the basis of the said information or data, directly or indirectly, or on their own behalf or that of others.

With regard to commercial practices, all members of the Italgraniti organisation, or persons working for it as external associates, shall not in any way offer or promise money or other benefits to potential customers or other partners of the company to persuade them to choose Italgraniti as a new supplier.

The above also applies in full even if intermediaries are used.

4.2 Corporate bodies

The authority, professionalism, diligence and independent judgement of Italgraniti's Chairman, CEO, Directors and Statutory Auditors guarantee the achievement of the corporate purposes and the protection of stakeholders' interests.

The governing body promotes a culture of legality and oversees the full compliance of the company's activities with laws, regulations and the company's own procedures; it also promotes a culture of internal control, and guarantees control staff the utmost independence and autonomy of action.

Executive directors fulfil their functions in accordance with the contents and limits of the mandates awarded by the board of directors, to which they are answerable for their actions.

The Company's Directors shall not engage in any conduct which may be detrimental to its corporate worth.

The Directors shall not engage in any kind of corporate operation which may be harmful to the interests of creditors.

With regard to conflict of interest, directors operate in accordance with the provisions of the law and the relative internal guidelines: any conflicts are managed with complete transparency and in a manner which safeguards the interests of Italgraniti.

Any other conduct which breaches the relevant law with regard to corporate crimes is prohibited.

4.3 Employees

Commitment and sense of responsibility

Italgraniti employees perform their duties with commitment, sense of responsibility, loyalty, integrity and propriety, in accordance with the law and the relative contracts, and the company's instructions. Italgraniti also relies on all those with leadership functions to behave with courtesy and respect in relation to their staff and to promote their professional growth.

Contractual and regulatory compliance

In particular, all employees are required to know and adhere to their obligations arising from compliance with the provisions of:

- The relevant national employment contract;
- The company's regulations;
- Company procedures deriving from the management systems applied.

With regard to the last two points, both managers and employees, each within their areas of responsibility, shall:

- comply/ensure compliance with the procedures for the methods for the performance of activities established by the company procedures issued;
- report any changes made, to ensure that the documentation is always up to date;
- assess and promote suggestions for improvements from their staff;
- manage the corrective and preventive actions assigned;
- issue/order the issue of the reports and calculate/order the calculation of the indicators under their jurisdiction;
- manage the projects assigned to them.

Safekeeping of the company's infrastructures, property and equipment

Employees are responsible for the safekeeping and protection of the infrastructures (such as the canteen, washrooms, workshops and offices) and the property and equipment (such as machinery, computers, telephones and motor vehicles) which Italgraniti makes available to them for the correct performance of their tasks, and shall not misuse them for non-work activities.

With regard to Italgraniti's property, every employee or associate shall, in particular:

- avoid misuse which may cause unnecessary costs, damage or reduction in efficiency, or any use in conflict with the interests of Italgraniti;
- strictly comply with the provisions of the procedures, in order to avoid impairing the functionality, protection and security of Italgraniti's IT systems, equipment and plants;
- always work in compliance with the safety regulations enforced by the Law and internal procedures, to prevent all possible damage to property or the environment, and personal injury;

- use the said property, of any type or value, in accordance with the law and the internal regulations;
- use the said property solely for purposes related to and useful for the performance of their duties;
- unless specifically authorised, never allow the use of the said property by, or transfer them to, third parties, even temporarily;
- make every effort to reduce the risk of theft, damage, tampering or other threats to the said property, informing the relevant functions without delay in case of any anomalies.

Rules of conduct for line managers

Managers must execute, and ensure the execution of, the activities assigned to them in an effective, efficient manner, in order to achieve the company's goals.

Managers must behave with integrity, respect and propriety in relation to their superiors, colleagues and staff.

Using the established procedures, managers must provide all information relating to products, services associated to the product, production and other technologies, materials, customers, competitors and the market which may come to their knowledge during the performance of their duties.

In particular, managers must:

- contribute to the definition of the profiles of the staff required;
- participate in the recruitment of the staff required;
- inform and train/contribute to the training of new staff, providing all necessary information (for example in terms of company rules, use of company infrastructures/equipment/property, working methods, safety and environment, etc.);
- inform the top management and the relevant functions in advance of all reasons which prevent the performance of an activity delegated to their department/function;
- provide cooperation and support to all related company functions;
- compile and pursue the budget for the cost items under their jurisdiction in terms of resources (human, financial and technical) with the aim of improving the efficiency and efficacy of their areas.

Moreover, in relation to their internal and external staff, line managers shall:

- verify compliance with contracts, regulations and rules of conduct;
- monitor any behavioural nonconformities and report them to the Top Management (for example with regard to company rules, use of company infrastructures/equipment/property, working methods, safety and environment, etc.);
- organise the resources under their jurisdiction;
- ensure the optimal use of the resources assigned to them (staff, property, equipment, financial allocations, etc.) and the correct management, in accordance with the rules specified for each type of device, of the end-of-life of equipment;

- monitor the correct use of the company's infrastructures (canteen, bathroom, lights, etc.) and its equipment and property (computers, mobile phones, machinery, motor vehicles, etc.);
- make every effort to create the best conditions, in terms of climate and motivation, within the area under their jurisdiction;
- report their own training needs and those of their staff to the HR Management;
- guarantee continuity and the correct performance of the activities within their area, regardless of which staff are present;
- never create conditions of dependency on their staff within their area;
- comply and ensure compliance with any instructions the company has supplied in accordance with the current regulatory framework regarding occupational health and safety and waste management;
- enforce compliance with the ban on smoking on the company's premises. This implies the obligation to:
 - formally reprimand anyone breaching the smoking ban, using the relative report form;
 - in case of failure to comply with the reprimand, report the conduct of the offender(s) to the police (in Italy, both local and national corps) whose duty is to officially record the offence.
 - report the offence to the Top Management

Rules of conduct for employees

Employees are required to:

- execute the activities assigned to them in an effective, efficient manner;
- comply with their line manager's instructions;
- behave with respect and courtesy in relation to both their line manager and their colleagues;
- contribute to the updating of the company's database for the matters under their jurisdiction;
- inform their line manager, by the established procedures, of any noncompliance or nonconformities with working procedures on their own part or that of others which may come to their knowledge during the performance of their duties;
- comply strictly with the company's regulations regarding occupational health and safety and environmental management;
- treat the personal data and information processed as strictly confidential.

Non-disclosure obligations

Employees designated to process data must conserve and protect personal data in an appropriate manner, in accordance with the relevant instructions issued by the company. Everyone is required to comply strictly with the confidentiality of data and information acquired during the conduct of their duties, especially regarding the technical and/or patented solutions adopted by Italgraniti.

Duty of truthfulness

Each company function is responsible for the truthfulness and originality of the documentation and information provided during the performance of its activities.

Conflict of interest

Every employee complies with the specific company regulations regarding conflict of interest and informs their line manager in case of operations in which they would have an even indirect interest potentially in conflict with those of the company.

4.4 Associates

Italgraniti values the important contribution made by associates and consultants to the Company's daily operations, and asks them to work with honesty, diligence and integrity and in compliance with the instructions provided for their appointments.

Italgraniti manages relations with its associates on a basis of fairness and mutual respect.

Associates do not seek personal gain from the working relationship and act solely in the interests of Italgraniti. They ensure the adequate safekeeping and protection of the Italgraniti property and personal data provided to them for their assigned activities, under the same regulations as set out for employees in the previous point.

Italgraniti requires its external associates to comply with the ethical principles set out herein, considering this of fundamental importance for the creation or continuation of a business relationship.

4.5 Suppliers

Italgraniti requires its suppliers to comply with the ethical principles set out herein, considering this of fundamental importance for the creation or continuation of a business relationship. Every supplier, business partner or external associate must be informed of the existence of the Code of Ethics and the undertakings required of them under its terms.

The processes for the procurement of goods and services seek to achieve competitive advantage, grant every party involved equal opportunities, and comply with principles of good faith and impartiality.

Supplier selection and the setting of purchase conditions are based on criteria of:

- objective assessment of quality and the ability to supply and guarantee goods and services of an appropriate level;
- the suitably documented access to financial and other resources, organised structures, technical know-how, skills and resources appropriate to the items purchased;
- professional standing of the counterparty.

In the context of tender contracts for the supply of works and goods, and for the supply of goods and services in general, Italgraniti shareholders, employees and associates shall:

- adopt objective, transparent assessment criteria when selecting suppliers;

- not preclude anyone who meets the necessary prerequisites from bidding for the contract;
- comply with the specified contractual conditions;
- maintain a frank, open dialogue with suppliers, in line with good commercial practice.

The signing of a contract with a supplier and the management of the relative relationship are based on principles of extreme clarity and mutual fair dealing.

5. COMPLIANCE WITH THE CODE

Italgraniti undertakes to disseminate the Code of Ethics to all addressees.

5.1 Compliance with the provisions of the Code of Ethics

Every addressee of this Code of Ethics is obliged to be familiar with the rules which it contains and the regulatory framework which governs their activities within their function, derived from the Law and/or from Italgraniti's internal regulations, procedures and instructions.

Every addressee must also explicitly agree to their obligations deriving from the Code of Ethics.

Specifically, addressees shall:

- not engage in conduct in breach of the provisions of the Code;
- contact their superiors, or the Supervisory Body referred to in point 5.2, if they require explanations on the procedures for the application of the said provisions;
- report any information, obtained directly or via others, with regard to possible violations of the said provisions, or any request to violate the same which they have received, to their superiors, or the Supervisory Body referred to in point 5.2;
- cooperate with the functions responsible for investigating possible violations;
- adequately inform all third parties with whom they come into contact during their work regarding the existence of the Code and the commitments and obligations which it imposes on external parties;
- demand compliance with the obligations which directly concern their activities;
- take suitable internal and, if under their jurisdiction, external measures in case of breach by third parties of the obligation to comply with the provisions of the Code.

5.2 Supervisory Body

An appropriate Supervisory Body is established with the following tasks:

- to monitor the application of the Code of Ethics by the parties concerned through the application of specific organisational rules, and to respond to any whistleblowing on the part of internal and external stakeholders;
- to report regularly to the Board of Directors on the findings of its activities, reporting any significant violations of the Code of Ethics;
- to issue opinions regarding the review of the main policies and procedures, in order to guarantee their consistency with the Code;

- to issue proposals for the regular review of the Code of Ethics if necessary.

5.3 Violations and penalties

Compliance with the Code of Ethics is an integral part of addressees' contractual obligations.

Violations on the part of Italgraniti's Directors, Managers, Employees and Associates are governed by the current company disciplinary system, as envisaged by the relevant National Employment Contracts. Any conduct in breach of the Code will be punished, with respect for the right to defence, in proportion to the gravity of the offence, on the basis of the provisions of the law and the contract, and may constitute grounds for the termination of the contractual relationships with addressees if the necessary trust is no longer present, or in case of a serious breach of the duties of honesty and good faith in execution of the contract.

Any violations of the Code on the part of employees are subject to the company regulations on disciplinary measures and, where applicable, to the specific provisions of the Organisation and Management Model adopted pursuant to Legislative Decree no. 231 of 8 June 2001.

6. AMENDMENTS AND SUPPLEMENTS

The Code of Ethics may be amended and supplemented by a resolution of the Company's Board of Directors, on the basis of experience in application or on the proposal of the Supervisory Body.