

Code of Ethics

Primeur Group

Approved by the Board of Directors of Primeur Suisse SA

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PART ONE

INTRODUCTION

Preamble

Primeur Group (hereinafter also referred to as the "Group") sensitive to the need to ensure its compliance with certain ethical principles (honesty, fairness, transparency, integrity, consistency and confidentiality) in the conduct of its business and corporate activities, in order to protect its position and reputation, the expectations of its shareholders and the work of its employees and collaborators, has deemed compliant with its corporate policies to issue this Code of Ethics (hereinafter also referred to as the "Code"), the purpose of which is to define the guidelines and principles of conduct considered essential by the companies of Primeur Group for the performance of their business activities.

The adoption of this Code, therefore, represents an important step in a Corporate Social Responsibility (CSR) perspective aimed at attributing an ethical identity to the Group, making explicit its rights, duties and responsibilities towards its '*stakeholders*' (e.g. employees, suppliers, customers, PA, etc.), which must be respected in all the conducts of its officers.

In particular, this Code defines rules of conduct which the Recipients must comply with, regulates situations of potential conflict of interest and provides for appropriate corrective actions in the event of deviation from the directives and procedures approved by the top management, or breach of the regulations in force and of the Code itself.

This is not to be intended as an exhaustive guide to the applicable rules and regulations. Instead, its purpose is to provide a common understanding of the Group's ethical principles and to promote the conduct of business in accordance with these standards.

The Code also constitutes the plan adopted by Primeur Group to ensure effective prevention and detection of violations of laws and regulations applicable to its activities.

Part 1 of the Appendix contains the main (national and supranational) regulatory acts that have established the ethical and behavioural standards which Recipients must comply with: we invite you to read this Code of Ethics in relation to these regulations too.

Adoption and updating

The Code applies to Primeur Suisse SA and the other Group companies.

It enters into force for Primeur Suisse SA upon approval by the Board of Directors and for its subsidiaries upon approval of their own corporate bodies.

In the event of significant changes in the Group's structure, governance or activities, the Code will have to be reviewed, assessing the appropriateness of amendments, in order to ensure its constant alignment with the evolution of the business reality and the ethical principles expressed by the economic and social communities of reference.

The operational activities of updating, amending and revising the Code will be under the responsibility of Group HR, Organisation and Processes and Legal Affairs offices, while their approval will be up to the relevant corporate bodies.

Recipients

This Code is to bind the corporate bodies of Primeur Suisse SA and its subsidiaries, individual directors and auditors, management, all employees, without exception, and collaborators of companies belonging to the Group and, in general, of all those who act and operate in any form, directly or indirectly, in pursuit of the Group's mission and objectives, in all the countries in which it operates (hereinafter referred to as the "**Recipients of the Code of Ethics**" or more simply the "**Recipients**").

Its content must be made clearly available to the Recipients, and employees are requested to actively contribute to its careful observance, as far as they are concerned.

The Group commit to share the principles of the Code with its consultants, suppliers and any other parties which have an established business relations with the Group.

It is therefore forbidden to establish or otherwise continue business relations with anyone who does not expressly agree to abide by the principles of this Code.

The Group ensures:

- the adoption of all necessary measures to promote and disseminate its contents within its structure and towards its collaborators;
- the constant updating of the Code (for the incorporation of any organisational change, regulatory change, etc.) and the timely communication within the Group;
- compliance with it, through vigilance, prevention and, in the event of any violations, through appropriate reactions.

The Code is to be brought to the attention of all stakeholders within corporate offices, in the best possible way, in accordance with local regulations and is also available on the Group's website (www.primeur.com) and on the corporate intranet (MS Sharepoint), by which it can be freely downloaded.

A copy of the Code may also be requested to the Group's Human Resources Office, the Organisation and Processes Office or the Legal Affairs office.



Any behaviour in breach of the Code may lead to civil and/or criminal and/or administrative liability for Primeur Group under applicable law, resulting in the application of sanctions against it, as well as, for employees, disciplinary liability and, in the most serious cases, civil and/or criminal and/or administrative liability.

PART TWO

EMPLOYEES AND COLLABORATORS

Relationships with employees and collaborators

Primeur Group is committed to developing the skills and competencies of its managers and employees, protecting their rights and working conditions, both in terms of protecting their psycho-physical integrity and respecting their dignity.

Primeur Group promotes equal opportunities in employment, fostering working conditions that may allow the development and growth of a person's personality and expertise, irrespective of factors such as race, sex, gender, age, nationality, religion and beliefs.

The quality of its human resources constitutes an asset of fundamental importance for the life and development of the Group.

The management takes care of the constant updating of its acquired knowledge, also taking care of the professional and ethical training of its employees on the basis of the principles referred to in this Code.

Primeur Group recognises that the motivation and professionalism of its employees and collaborators are an essential factor in maintaining competitiveness, creating value for shareholders and satisfying customers.

Primeur Group acts in full compliance with the relevant regulatory and contractual obligations to ensure that all workers have the same opportunities, making sure that everyone may enjoy fair working conditions in terms of applicable rules and salary, without any discrimination, also in compliance with the fundamental Conventions of the International Labour Organisation (I.L.O.).

Primeur Group is committed to the lawfulness and to the promotion of the highest standards within its value chain for all stakeholders, fostering a corporate growth focused towards diversity and inclusion, as well as continuous training and mutual collaboration.

Duties of employees and collaborators

The Code is an integral and substantial part of the employment or collaboration relationship of every person in the Group.

Consequently, Primeur Group requires all its employees and collaborators to strictly comply with the provisions of the Code. Any violation of the provisions of the Code is therefore dealt with firmly, by adopting any appropriate sanctioning measure.

Employees and collaborators are therefore required to:

- fully embrace the provisions and policies of the Code relevant to their specific job and/or role, including by participating in any training activity;
- adopt actions and behaviour consistent with the Code and refrain from any conduct that may harm the Group or compromise its honesty, impartiality or reputation;
- promptly report any violations of the Code in the manner set out in the "Reporting" section;
- comply with all internal provisions introduced by Group companies in order to comply with the Code or to detect violations of the Code;
- consult the relevant department (Legal Affairs and/or HR) for any clarification on the Code interpretation;
- fully cooperate with any investigations carried out in relation to violations of the Code, maintaining the strictest confidentiality regarding the existence of such investigations and actively participating, where requested, in any verification activity on the Code enforcement.

Positions of responsibility in the Group

All those who hold the position of head of function, manager or executive, as persons in charge of or otherwise involved in decision-making processes, or which have top management duties for one or more Group companies, are required, in addition to compliance with the Code, to strictly abide to the following prescriptions, while carrying out their activities:

- operate with honesty and integrity, avoiding any conflict of interest, even if only potential, arising from personal or business relationships;
- provide, in a timely manner, complete, accurate, objective and readily interpretable data and information to one's superior and, where applicable and required by one's role in the Group, to the auditing firm, the Board of Directors, the Board of Statutory Auditors and shareholders;
- report without delay any violation of the Code of which they had full knowledge or reliable evidence;
- act in such a way as to ensure complete, clear, accurate and comprehensible information in any document to be submitted or filed with public authorities, including regulatory supervisory authorities (and in all preliminary documents to such submission or filing) as well as in any other public disclosure;
- operate in full compliance with the rules and regulations which the Group companies involved are subject to;
- operate with the utmost professional objectivity, avoiding that their independent judgment may be unduly affected by external circumstances;



- abide to the utmost confidentiality in the use of non-public information which they may become aware of, as a result of one's role in the Group, avoiding any use of such information for one's own personal benefit or for the benefit of third parties;
- promote among its colleagues a behaviour inspired by the highest standards of integrity and fairness;
- use company assets and resources in the most fair and professional manner.

The aforementioned precepts form an integral and substantial part of the obligations arising from the position held in the Group.

In general terms, anyone in the role of head of function, manager or executive must stand as an example, providing leadership and guidance in accordance with the principles of business conduct contained in the Code, and, through her/ his behaviour, show to all the staff that compliance with the Code is a fundamental part of their work, making sure that they are aware that business results must be seen jointly with compliance with the principles of the Code.

In any case, all heads of function, managers and executives:

- must report any case of non-compliance with the Code;
- are responsible for ensuring the protection of those who have reported violations of the Code in good faith;
- are responsible for proposing to the HR Office, in consultation with the Legal Affairs, if necessary, sanctions proportionate to the violation committed and sufficient to constitute a deterrent to further violations.

PART THREE

CONDUCT POLICIES WITHIN BUSINESS

Primeur Group sets and develops its business activities by requiring all Recipients to adapt their behaviour to the values of conduct in business set out herein.

Aware of the need and importance of creating value in the medium to long term, business must therefore be inspired by the highest standards of transparency, fairness and sustainability, in accordance with the applicable law.

All Recipients shall pursue the Group's business activities by observing the following rules.

Accounting and Internal control

Primeur Group is committed to maximizing long-term value for shareholders and investors too.

In order to fulfil this commitment, the Group adopts high standards of financial planning and control, as well as accounting systems consistent with and appropriate to the accounting standards applicable to Group companies.

In carrying out this practice, everyone must operate with the utmost transparency, consistently with *best practices*:

- ensuring that all operations performed are duly authorised, verifiable, legitimate and consistent with each other;
- ensuring that all transactions are properly recorded and accounted for in accordance with best current practice and properly recorded;
- producing complete, accurate, reliable, clear and comprehensible periodic financial statements in a timely manner;
- raising awareness and informing employees and collaborators about the existence, purpose and importance of internal management control;
- analysing and managing with professional diligence the business risks associated with all the Group's activities;
- establishing business processes that ensure management decisions (including those related to investments and assignments) are based on sound economic analysis, including prudent risk assessment and guaranteeing that Group's assets are optimally employed;
- ensuring that decisions on financial, tax and accounting issues are taken at an appropriate management level.



Primeur Group recognises the primary importance of internal controls for good management and for the success of the Group itself, and is committed to putting in place processes to ensure that the employees and staff have the necessary training and experience to create and maintain an efficient and adequate internal control system.

Primeur Group considers transparency in the recording of any transaction within its accountancy to be of fundamental importance to its success. Therefore, true and accurate records must be kept of all financial transactions, together with adequate supporting documentation.

Irregular accounting record constitutes a violation of the Code and is considered illegal in almost all legal systems. It is therefore forbidden for all employees and collaborators to engage in both commissive and omissive behaviours that could lead to:

- the registration of fictitious transactions;
- the recording of transactions in a misleading or insufficiently documented manner;
- the failure to register pledges, even if only guarantees, from which may derive any liability or obligation to Group companies.

Statutory auditors and external auditors must have access to all data, information and documents necessary for the performance of their duties, within the limits and in full compliance with the provisions of applicable law on non-disclosure and personal data protection.

Employees and collaborators who are required to assist in the preparation and presentation of documents intended for supervisory authorities or public disclosure shall ensure, to the extent of their competence, that such documents are complete, accurate, reliable, clear and understandable.

Anti-corruption

Primeur Group rejects all forms of corruption of any kind, whether direct or indirect, in Italy and abroad as well. It undertakes to prevent and fight it by complying with all the anti-corruption regulations in force in all the countries in which it operates, also demanding compliance with such regulations by all its employees and those working in the name and on behalf of Primeur, requiring them to operate with transparency, honesty and integrity.

All corruption prevention measures are governed by the relevant policies available on the corporate intranet (MS Sharepoint).



Combating organised crime, money laundering and terrorism

As with corruption, Primeur Group is committed to avoid any involvement in any matter relating to money laundering related to illegal or criminal activities. Thus, it undertakes to comply with all applicable anti-money laundering law. Before establishing relations or entering into contracts, Primeur Group will take appropriate measures in order to investigate the reputation of the counterparty and comply with the guidelines of this Code and all internal policies on this subject matter.

Conflict of interest

Primeur Group endeavours to prevent and identify concrete or potential conflicts of interest in order to avoid situations and/or activities that could interfere with the ability to make impartial and ethical decisions in safeguarding its interests, image and reputation.

All business decisions and choices made on behalf of Primeur Group must be aimed to its best interests.

Therefore, Recipients must avoid any possible conflict of interest, with particular reference to personal or family interests (e.g. any financial or commercial holding within supplier's, customer's or competitor's activity; inappropriate advantages deriving from the role played within the Group; possession or negotiation of securities, etc.) that could influence the independence of judgement in deciding what is in the best interest of Primeur Group and the most appropriate way to pursue it.

Any situation that constitutes, generates or may imply a possible conflict must be immediately reported to everyone's direct manager. Each employee within Primeur Group must also inform his or her manager in writing of the existence of any employment on a permanent basis or any financial, commercial, professional, family or personal relationship with another company that could affect the impartiality of his or her conduct towards a third party.

Protecting Primeur Group's reputation

Image and reputation are values that must be preserved and protected as common heritage. In order to safeguard them, Primeur Group is committed to respecting the values, principles, ethical and behavioural values contained in this Code.

Corporate information

Primeur Group undertakes to correctly manage corporate information and, within the limits established by applicable law, to provide shareholders, customers, suppliers,



public supervisory authorities, institutions, bodies, entities and other stakeholders - in the performance of their respective functions - with the information, clarifications, data and documentation requested in a timely and complete manner.

All relevant corporate information must be communicated with absolute timeliness both to the corporate bodies in charge of controlling on corporate management and to the supervisory authorities.

Comprehensive and clear corporate communication is a guarantee of fairness within relationships:

- **with shareholders**, who must be able to easily access information data, in accordance with applicable law;
- **with third parties who get in touch with the company**, who must be able to have a representation of the company's economic, financial and asset situation;
- **with the supervisory authorities, auditing and internal control bodies**, which have to carry out control activities effectively;
- **with other Group companies**, in order to prepare the consolidated financial statement and other mandatory disclosures.

Environment

Primeur considers the protection of the environment as a primary duty, pursued through the procurement of recyclable materials and starting from the individual behaviour of employees, who are provided, where possible, with bins for the separate collection of waste, and who are asked, by means of brief notices posted at the premises, to adopt energy-saving practices.

Governance

Primeur Group promotes the adoption of good governance practices, with an integrated compliance system, through the collaboration of several departments (Legal Affairs, IT Service, Organisation and Processes Office, Management Control), in order to constantly implement the most appropriate risk assessment and management methodologies, in line with the development of corporate strategies and operations. In order to comply to this, it also promotes the adoption and maintenance of recognised international standards and certifications such as ISO 9001 (Quality Management System) and ISO 27001 (Information Security Management Systems (ISMS)).



Cybersecurity

Primeur Group considers important cybersecurity in the highest regard, by virtue of the primary importance given to its customers, thus being engaged in the study, development and implementation of cybersecurity strategies, policies and operational plans, aimed at both preventing and overcoming any act, culpable or wilful, that could have a negative impact on both the company's tangible and intangible assets.

All Recipients are required to actively contribute to the conservation of an optimal corporate cybersecurity standard, following carefully the internal IT policies and procedures, refraining from unlawful or otherwise dangerous conducts, and promptly reporting to their superior or contact person, as well as to the IT Service, any criticality in this area that could potentially harm Primeur Group.

Embargo and export control laws

Primeur Group undertakes to ensure that the activities of its companies are carried out in such a way that they do not, under any circumstance, violate the national and international embargo and export control regulations and conventions in force in any concerned country.

Human rights

Primeur Group is committed to ensuring that its activities are carried out in a manner that does not violate internationally recognised human rights. Respect for the integrity of human rights is an absolute priority for Primeur Group in the conduct of its *business*.

In accordance with the fundamental Conventions of the International Labour Organisation (I.L.O.), Primeur Group does not employ child labour, so it does not employ persons younger than the age established for employment by the regulations of the place where the work is performed and, in any case, younger than fifteen years of age, subject to the exceptions expressly provided for by international conventions.

Further, Primeur Group also undertakes not to engage in relations with suppliers, partners and customers that employ practices related to human rights violations or abuses.

Therefore, Primeur Group requires its suppliers and subcontractors to contractually accept the Code of Ethics, in order to guarantee compliance with the same principles in the conduct of their activities.



Confidentiality

In carrying out its business activities, Primeur Group collects personal data and confidential information, which it undertakes to process in compliance with the relevant applicable law where it operates and with best practices for the protection of confidentiality.

Therefore Primeur Group guarantees a high level of security in the processing of data, networks, information systems and IT services, through the use of systems, rules and risk management measures suited to the purposes, also in compliance with ISO 27001 standards.

Health, safety and hygiene

Primeur Group pursues the objective of ensuring effective management of health, safety and hygiene within the workplace, which are considered key factors for its success.

Primeur Group complies with current regulations on safety and hygiene in the working environment, and each director, employee or collaborator must take the utmost care in carrying out her/his activities, strictly observing all the safety and prevention measures established, in order to avoid any possible risk for oneself, her/his colleagues and the community. In particular, all the provisions within Italian Legislative Decree no. 81 dated 09/04/2008) and any other national laws and regulations applicable to each of the companies of Primeur Group must be observed.

It is within the duties of each employee to comply with the instructions and directives provided by the persons to whom each of the companies of Primeur Group may have conferred appropriate powers for the fulfilment of obligations in the field of safety at work.

Equal opportunities

Primeur Group is committed, consistently with the role and function held, to offering equal opportunities in work and professional advancement to all employees.

Each line manager must ensure that for all aspects of the employment relationship, such as recruitment, training, remuneration, promotions, assignment of duties, responsibilities and objectives, performance assessment, transfers and resignations, employees are treated in a manner consistent with their ability to meet the requirements of the job, avoiding all forms of discrimination and, in particular, discrimination on the basis of race, sex, gender, age, nationality, religion and beliefs.



Working environment

Employees and collaborators must be committed to maintain a proper working environment, where a special focus is given to the respect for others' sensitivity and dignity.

Being under the influence of alcohol, narcotics or substances with similar effect, in the course of work and in the workplace, will be considered a conscious assumption of the risk of impairing these environmental characteristics.

The Code is an integral and substantial part of the employment contract of each employee; therefore, Primeur requires, from all employees, strict compliance with its provisions.

Mobbing and harassment at work

Harassment or any other attitude relating to intimidation practices are prohibited and condemned.

It is considered as such:

- making the working environment discriminatory against individuals or groups of workers;
- engaging in unjustified interference with the job performance of others;
- obstructing others' own growth expectations for personal competition reasons.

Any form of violence or harassment, whether physical, moral, verbal, of a sexual nature or referring to personal and cultural diversity is prohibited.

Corporate assets

Employees and collaborators are required to use corporate assets and resources to which they have access or of which they have the availability in an efficient manner and in a way that protects their value.

Distribution and assignment, even temporarily, of these assets and resources, for any reason whatsoever, whether professional or other, unrelated to the employment relationship with the Group, is prohibited, unless duly authorised and where a documented justification is given.

It is strictly forbidden to use such corporate assets and resources for any purpose that may conflict with current legal requirements, with those of this Code and thus with the interests of Primeur Group.



Privacy protection

In accordance with and in compliance with applicable law, Primeur undertakes to protect information relating to its employees and collaborators, and in general to all third parties, generated or acquired within business relations, and to avoid any improper use of such information.

Process of Personal data must be performed lawfully and fairly and, in any case, only on those data that are necessary and for specified, explicit and legitimate purposes.

Data must be stored only for the period strictly necessary for the purposes of collection.

Primeur also undertakes to adopt adequate security measures for all databases in which personal data are collected and stored, in order to avoid the risks of destruction and loss or unauthorised access or processing.

The company employees and collaborators are bound to absolute confidentiality on all facts and documents they become aware of in the course of their work, with reference to both customers and Group companies.

Primeur Group adopts appropriate procedures, regulations and instructions aimed at ensuring that the values affirmed herein are reflected in the conduct of all employees, providing for specific systems of sanctions for any violations.

Recruitment

As with the business conduct policy on bribery and illicit payments, the acceptance or solicitation of promises or payments of money or goods or benefits, pressure or services of any kind that may be intended to promote the hiring of a person or his or her transfer or promotion is prohibited in the area of employee recruitment or management.

Rewarding system

Where provided for by applicable contractual system, for certain categories, the gross annual remuneration comprises a variable part (hereinafter 'bonus') linked to the achievement of both Group and personal goals, of a quantitative and qualitative nature, in order to avoid any discrimination.

PART FOUR EXTERNAL RELATIONS

Primeur Group and Recipients are required to maintain and develop their relationships with all categories of stakeholders acting in good faith, with loyalty, fairness, transparency and with due respect for Group's core values.

Relations with customers

Primeur Group aims to fully meet the expectations of its customers and considers treating them always fairly and honestly as essential. It therefore requires to its employees and collaborators that every relationship and contact with customers is characterized by honesty, professional correctness and transparency.

Employees and collaborators must follow internal procedures aimed at achieving this goal by developing and maintaining profitable and lasting relationships with customers, offering security, service, quality and value supported by continuous innovation.

Group companies shall avoid unfair discrimination in their dealings with customers. Furthermore, Group companies shall observe truthfulness in advertising, commercial or other communications in their relations with customers or potential customers.

In the realization of its products, Primeur Group always starts by verifying market requests, not just applying standard offer templates. These requirements are then translated in order to develop the best solution to meet individual customer's needs.

Within this purpose, one of Primeur's objectives is to maintain the ISO 9001 Certification of the company's quality system over time. Periodic goal reviews are therefore defined and delivered to every person involved, for the continuous improvement of the system.

The aim of these targets requires not only the utmost support from management, but the involvement and active collaboration of all personnel too, in order to increase the growth and development of both Primeur Group and its people.

Primeur also promotes the strict application and observance by its personnel of both applicable law and of the principles set out in the Code.

Relations with Suppliers

The supplier management system plays a key role in improving the competitiveness of Primeur Group.



In order to constantly ensure the highest level of satisfaction of its customers and *stakeholders*, Primeur Group chooses its suppliers on the basis of their ability to offer the best in term of quality, reliability, costs and services.

Considering the priority set by Primeur Group for sharing with its partners the values of the Code and their strict compliance with applicable law, the Group's employees and collaborators are also required to select Group suppliers according to appropriate and objective methods, taking into consideration, in addition to quality, reliability, costs and services offered, the requirements of integrity, respectability, professionalism, registration on lists/associations as well as the absence of any past or present suspicion of involvement in terrorist activities or subversion of public order (verifying the absence of registration in the reference lists for subjects linked to international terrorism, i.e. in the so-called Black Lists issued by the European Community, the US Treasury Department and the UN to support the prevention of and fight against money laundering and the financing of international terrorism).

Primeur Group therefore prefers vendors applying social responsibility standards (CSR) and in particular:

- that they act with fairness and transparency towards all stakeholders. The supplier's behaviour must not give rise to ambiguities or raise doubts about its integrity. Acts of corruption or bribery in any form are unacceptable practices;
- ensuring respect for the fundamental human rights of their employees;
- respecting the environment and complying with all applicable regulations and taking all reasonable measures to prevent environmental damage.

Before entering into a contract, the selected vendor must therefore expressly commit to the values set out in this Code.

Finally, it is forbidden for employees and collaborators of Primeur Group to make payments, in cash or any other service, to suppliers, consultants and partners of any kind, which are not adequately justified in the context of the contractual relationship established with them.

In order to optimise the supply chain, employees and collaborators of Primeur Group are also invited to establish and maintain stable, transparent and cooperative relations with suppliers.

Relations with public entities

Relations with public entities must be managed in a transparent manner and inspired by Group values.



Gifts or courtesies (where permitted by applicable law) to representatives of public entities must be of modest value and proportionate to the case and, in any case, such that they cannot be interpreted as aimed at acquiring undue advantages for the Group, in line with its specific policies (GEAB).

Primeur Group representatives must act in full cooperation with regulatory and governmental institutions within the context of their legitimate sphere of activity. Should one or more Group companies be subject to legitimate inspections by public authorities, the Group shall fully cooperate.

Whether a public entity is either a customer or supplier of a Group company, the latter must act in strict compliance with the laws and regulations governing the purchase or sale of goods and/or services to that particular public entity.

Any intervention promoting the Group's interests may only be carried out where permitted and in strict compliance with applicable laws and, in any case, in accordance with the Code and any procedures specifically prescribed by the Group.

Relations with Supervisory and Control Authorities

The Group carefully observes the regulations in force in any field related to its own activities and the provisions issued by any competent Supervisory and Control Authorities, promptly complying with all their requests and avoiding obstructive behaviour.

Relations with organisations, associations and political parties

Any relationship of Primeur Group with organisations, associations, political parties and their representatives or candidates must be based on the highest principles of transparency and fairness.

Financial contributions by the Group are permitted only if they are imposed or expressly permitted by law and, in the latter case, authorised by the competent corporate bodies of each Group company.

Relations with communities

Primeur Group and its employees and collaborators are committed to adopt a socially responsible conduct, as well as playing an active role in creating value and caring for the communities in which they operate, respecting the crucial values of a clean environment and a healthy and safe workplace, and ensuring that the cultures and traditions of each country in which it operates are observed and respected.



Primeur Group also undertakes to promote, evaluate and contribute, where possible, to the implementation and promotion of social programs and projects.

Media and social media relations

Communication through the media plays an important role in promoting the image of Primeur Group; therefore, all information concerning the Group must be provided truthfully and consistently and only by the functions and personnel appointed for such purpose.

Any conduct that may involve passing on to media representatives some information relating to the Group of confidential or otherwise non-public nature must therefore be avoided. Any questions that may be raised by the media must be reported to the appropriate function in order to prepare an official response.

Primeur also promotes the communication of its messages via the *social media* employed from time to time. The information conveyed through these media must also follow the principles defined in the Code.

PART FIVE

FINAL PROVISIONS

Applicability and publication

This Code applies to the whole Primeur Group and is available on the corporate intranet (MS Sharepoint) by all Group companies, as well as on the website www.primeur.com, for the benefit of all *stakeholders*.

All Recipients must adopt this Code and make sure that its provisions are respected by all levels within the Group, notwithstanding any social, economic and cultural diversity and variety of applicable law.

Whether applicable law requires higher standards than those set out in this Code, the former shall always prevail on the latter. If, on the other hand, the Code provides for more restrictive standard, the latter shall prevail.

Reporting a concern

If a reasonable and legitimate suspicion arises about an alleged violation of this Code that may be associated to Primeur Group, all Recipients who become aware of it must promptly report it, in order to protect the Group's *stakeholders*, referring it to their Line Manager or, if the suspicion concern their Line Manager, to their further hierarchical superior, avoiding both investigations or seeking evidence aimed at supporting the report. Where the report is based on a reasonable and legitimate suspicion, no adverse consequences shall result for the whistleblower, even though the suspicion turns out to be unproven.

It is forbidden any form of reprisal, discrimination or penalisation against anyone who reported a breach of the Code in good faith and, in any case, confidentiality on both the identity of the reporter and the information spread must be safeguarded, without prejudice to legal obligations and to the protection of the rights of the Group company involved or of the persons wrongly accused and/or accused in bad faith.

Examples of situations to be reported:

- general speaking, violations of applicable law (civil, administrative and criminal), such as:
 - Data Breach;
 - fraud or accounting offences;
 - tax fraud;
 - collusion or corruption;

- human rights abuses and violations (including modern slavery, forced labour, child labour and any form of discrimination in the business or supply chain of Primeur Group);
- acts of partiality or discrimination based on race, colour, nationality, ethnicity, gender, sexual orientation, religion, or which otherwise have the intent or effect of preventing or impairing the recognition or exercise, on an equal footing, of human rights and fundamental freedoms in the political, economic, social, religious and cultural fields and in any other area of life;
- violation of Primeur Group policies and procedures;
- situations endangering health, safety or the environment;
- bullying and harassment;
- conduct that compromises or risks compromising the reputation or financial health of Primeur Group and its companies;
- concealing any of the above abuses, irrespective of whether the information is confidential or not.

Reports must refer to conduct adopted by Recipients, as well as by Primeur Group suppliers.

Consequences of violating the Code - penalty system

It is a violation of the Code, in addition to any violation of the principles and policies of conduct contained herein, to retaliate against anyone who has in good faith reported possible violations of the Code or requested clarification on how the Code is applied. It is also a violation of the Code for anyone to accuse others of violating the Code in the knowledge that such a violation does not exist.

Breaches of the Code may lead to the adoption of disciplinary measures and result in the termination of the fiduciary relationship between Primeur Group and the person involved, resulting in the withdrawal/termination of the relationship, without prejudice to the right of the Group company concerned, where applicable and in compliance with applicable law, to take legal action for compensation for any damages caused and/or resulting from such violation.

Sanctions for breaches of the Code by employees are adopted by HR Office, after consulting the line managers and, where appropriate, the Legal Affairs, in accordance with applicable law and with the relevant national or company labour contracts, and must be appropriate and proportionate to the type of breach of the Code, including the possible judicial relevance (civil, administrative and/or criminal) of the conduct (commission or omission) carried out.

Whether the breach is attributable to external parties (consultants, suppliers, customers, etc.), this may lead to failure to establish or the termination of contractual relations.

APPENDIX

PART ONE APPLICABLE LAW AND REGULATIONS

Primeur Group employees must comply with the prescriptions of applicable law. The main rules to be read in relation to this Code of Ethics include:

- Primeur Group Policies & Procedures (see Appendix – Part Two).

International ISO standards

- UNI EN ISO 9000 (2015)
- UNI EN ISO 9001 (2015)
- UNI EN ISO 9004-2018
- UNI ISO 19011_2018
- ISO/IEC 27000:2018 Information technology — Security techniques — Information security management systems — Overview and vocabulary
- ISO/IEC 27001:2013 Information technology — Security techniques — Information security management systems — Requirements
- ISO/IEC 27002:2022 Information security, cybersecurity and privacy protection — Information security controls
- ISO/IEC 27005:2018 Information technology — Security techniques — Information security risk management
- ISO/IEC 27035-1:2016 Information technology — Security techniques — Information security incident management — Part 1: Principles of incident management
- ISO 22301:2019 Security and resilience — Business continuity management systems — Requirements
- ISO 31000 RISK MANAGEMENT
- IEC 31010:2019 Risk management — Risk assessment techniques

EU law

- EU Regulation No. 679/2016 'General Data Protection Regulation'.
- Council Directive 2008/114/EC of 8 December 2008 on the identification and designation of European Critical Infrastructure and the assessment of the need to improve their protection.
- Directive 2009/140/EC of the European Parliament and of the Council of 25 November 2009 amending Directives 2002/21/EC on a common regulatory framework for electronic communications networks and services, 2002/19/EC on access to, and interconnection of, electronic communications networks and associated facilities, and 2002/20/EC on the authorisation of electronic communications networks and services.

- Directive (EU) 2016/680 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data by competent authorities for the purposes of the prevention, investigation, detection or prosecution of criminal offences or the execution of criminal penalties, and on the free movement of such data, and repealing Council Framework Decision 2008/977/JHA.
- Directive (EU) 2016/1148 of the European Parliament and of the Council of 6 July 2016 concerning measures for a high common level of security of network and information systems across the Union.
Regulation (EU) 2019/881 of the European Parliament and of the Council of 17 April 2019 on ENISA (the European Union Agency for Cybersecurity) and on information and communications technology cybersecurity certification and repealing Regulation (EU) No 526/2013 (Cybersecurity Act) (Text with EEA relevance).

International agreements

- United Nations (UN) International Charter of Human Rights:
 - a) Universal Declaration of Human Rights, 1948;
 - b) International Covenant on Civil and Political Rights, 1976;
 - c) International Convention on Economic, Social and Cultural Rights, 1976.
- European Convention on Human Rights, 1950;
- UN Convention on the Rights of the Child, 1989;
- International Labour Organisation Declaration (ILO) on Fundamental Principles and Rights at Work, 1998;
- Fundamental Conventions of the International Labour Organization (ILO): e.g., No 29/1930, 87/1948, 98/1949, 100/1951, 105/1957, 111/1958, 135/1971, 138/1973 on the minimum age for employment, 182/1999 on the prohibition of the worst forms of child labour;
- European Parliament resolution of 10 March 2021 with recommendations to the EU Commission on due diligence and corporate responsibility.
- Protocol of Amendment to Convention 108 - Protocol of Amendment to the Convention for the Protection of Individuals with regard to the Processing of Personal Data (so-called Convention 108+) signed on 5 March 2019.

Current regulations in the Italian Republic

- Legislative Decree 231/2001 "Administrative Liability of Entities".
- Legislative Decree 196/2003 'Personal data protection code' and subsequent amendments and additions.
- Legislative Decree 81/2008 "Health and Safety of Workers".

- Artt. 2103, 2106, 2118, 2119 Italian Civil Code (articles inserted in BOOK FIFTH / Title II / Chapter I / Section III - entitled "Employment Relations").
- Article 2391 of the Civil Code (entitled "Directors' Interests").
- Art. 7 of Law 300/1970 - Workers' Statute (heading "Disciplinary Sanctions").
- CCNL - National Collective Bargaining Agreement for Metalworkers - Rules applicable to relations between companies and non-managerial employees.
- National Regulatory and Economic Agreement for Managers.
- Law No. 604/1966 on individual dismissals
- Legislative Decree 231/ 2007, anti-money laundering legislation
- Legislative Decree No. 109 of 22 June 2007, Regulations to Combat the Financing of Terrorism and the Activities of Countries that Threaten International Peace and Security.
- Legislative Decree No. 61 of 11 April 2011 - Implementation of Directive 2008/114/EC on the identification and designation of European Critical Infrastructure and the assessment of the need to improve their protection.
- Legislative Decree No 70 of 28 May 2012 - Amendments to Legislative Decree No 259 of 1 August 2003 on the electronic communications code implementing Directives 2009/140/EC on electronic communications networks and services and 2009/136/EC on the processing of personal data and the protection of privacy.
- Decree-Law No. 21 of 15 March 2012 - Rules on special powers over corporate structures in the defence and national security sectors, as well as for activities of strategic importance in the energy, transport and communications sectors.
- DPCM of 24 January 2013 - Directive containing guidelines for national cyber protection and information security
- DPCM of 27 January 2014 - Adoption of the National Plan for Cyber Protection and Security
- Legislative Decree No. 51 of 18 May 2018 - Implementation of Directive (EU) 2016/680 of the European Parliament and of the Council of 27 April 2016 on the protection of individuals with regard to the processing of personal data by competent authorities for the purposes of prevention, investigation, detection or prosecution of criminal offences or the execution of criminal penalties, and the free movement of such data, and repealing Council Framework Decision 2008/977/JHA.
- Legislative Decree No. 65 of 18 May 2018 - Implementation of Directive (EU) 2016/1148 of the European Parliament and of the Council of 6 July 2016 laying down measures for a common high level of security of networks and information systems in the Union.
- DPCM of 17 February 2017 - Directive containing guidelines for national cyber protection and cybersecurity.
- DPCM of 31 March 2017 - Adoption of the National Plan for Cyber Protection and Security.

- Ministerial Decree 12 December 2018 - Security and Integrity Measures for Electronic Communication Networks and Notification of Significant Incidents.
- National Cybersecurity and Data Protection Framework
- Law No. 133 of 18 November 2019 - Conversion into law, with amendments, of Decree-Law No. 105 of 21 September 2019, containing urgent provisions on the national cybersecurity perimeter.
- Decree-Law No 82 of 14 June 2021 - Urgent provisions on cybersecurity, definition of the national cybersecurity architecture and establishment of the National Cybersecurity Agency.
- Legislative Decree No 82 of 7 March 2005 - Digital Administration Code.

Current regulations in the Kingdom of Spain

- Article 31a of the Spanish Penal Code, on the criminal liability of legal persons.
- Organic Law 3/2018, of 5 December, on Data Protection and the Guarantee of Digital Rights (LOPDGDD)
- Law 10/2010 of 28 April 2010 on the prevention of money laundering and terrorism financing

Current regulations in the Tunisian Republic

- Act No. 2004-63 of 27 July 2004 on the Protection of Personal Data
- Organic Law No. 2015-26 of 07 August 2015 on Combating Terrorism and Prohibiting Money Laundering.

APPENDIX

PART TWO

List of Primeur Group Policies and Procedures

1. POLICIES

1. Administration, Finance and Controlling area

- Outsourcing and supplier

2. HR area

- Car
- Got a Talent
- Agile o Smart Working
- Management By Objectives (MBO)
- Organizational chart
- Performance
- Travel & Expenses
- Welfare

3. IT Service

- Business Continuity Plan (BCP)
- Cloud, e-mail and file sharing
- Encryption
- Information Security
- IT Asset Management
- Password
- Physical Access Control Management
- Information Security Incident Management

4. Legal Affairs

- Data Subject's Rights
- Data Protection Impact Assessment

6. Purchase Office

- Procurement

7. Risk Management area

- Risk Management

2. PROCEDURES

1. **Administration, Finance and Controlling area**

- Management of purchase of goods services or open orders
- Management of the passive invoicing cycle - Italian suppliers
- Management of the passive invoicing cycle - Foreign suppliers

2. **Customer Care & Satisfaction area**

- Voice of the Customer management

3. **Help Desk area**

- Product Help Desk Support Procedure

4. **HR area**

- Car fleet
- Human Resources Management
- Joiner – On-boarding hired person
- Joiner – On-boarding Employees
- Leaver – Management of the resigning employee's departure from the company
- Mover – Managing change of worker's role
- Payroll
- Reimbursement of expenses

5. **IT Service**

- Access Control Management

6. **LAB area**

- Release Communication Process
- Licence Order Management
- Software Order Management

7. **Legal Affairs**

- Data Breach management

8. **Sales area**

- Offer Request Management