

**ORGANISATION MODEL,  
MANAGEMENT AND CONTROL**

**Pursuant to Legislative Decree 8 June 2001, n.**

**231**

**Code of Ethics**

**Tastitalia S.r.l.**

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## 1. Code of ethics

This Code of Ethics, (hereinafter referred to as the Code), is a document that expresses the values and principles of behaviour that TASTITALIA S.r.l (hereinafter: TASTITALIA) follows in the management of its business activities and in its relations with all those who interact with it.

In order to regulate mutual cooperation, the Code indicates behavioural standards aimed at Recipients, whether internal or external to the Company:

- The corporate bodies (Board of Directors, Sole Auditor, Members' Meeting);
- Executives (if any) and employees;
- Employees, even temporary;
- Consultants and collaborators of any title;
- Interest parties in general (i.e. the Stakeholders);

and any other person who can act in the name and on behalf of TASTITALIA.

With particular reference to Legislative Decree 231/2001, the purpose of the Code and, furthermore, the definition of legal obligations, the clarification of the behaviour resulting from the aforementioned obligations and the identification of the responsibilities of each person who collaborates in any capacity with TASTITALIA.

For all those who work in favour of TASTITALIA and for all third parties, adherence to the ethical principles set forth in the Code is a necessary condition for the continuation of the relationship with the Company itself: the Code is an integral part of the signed contract.

**2. Dissemination of the TASTITALIA code** in compliance with Legislative Decree 231/2001, disseminates the Code in particular to:

internal staff, through posting it in the workplace and presentation it during specific training sessions, to promote awareness and good practice of the behaviours indicated therein;

external collaborators, suppliers and other third parties who carry out activities in the name of and on behalf of TASTITALIA, by means of an appropriate and clear informative communication, paper and / or electronic, so as to place its Recipient in the conditions to fully understand its content and to undersign it consciously. To obtain the maximum dissemination of the Code, it is published on the company's website.

**3. Obligations of recipients** All Recipients are required to read and accept the Code, i.e. to know and learn the rules of behaviour contained therein as well as all the behavioral rules that regulate the various company activities.

In particular, internal Recipients are required to:

- Contact their superiors, or company contacts, in the event of a request for clarification on the modality of application of the rules contained in the Code;
- promptly report to their superiors / company contacts, in a non-anonymous form, or to the Supervisory Body (deputed to oversee the functioning and effective implementation of the Organisation and Management Model pursuant to Legislative Decree 231/2001 and s.m.i) any news, of direct detection or reported by others, regarding possible violations or attempts at behavioural violations;
- collaborate with the departments responsible for verifying possible behavioural violations;
- adequately inform each third party, with whom they come into contact in the workplace, on the existence of the Code and on the commitments and obligations set by the same to external parties.

Furthermore, every company manager is required to:

- represent, with their behaviour, an example to the staff;
- to emphasise to them that compliance with the Code is an essential part of providing work;
- carry out, where appropriate, a control function on the correct implementation of the Code;
- adopt, when required by the context, immediate corrective measures;
- prevent any kind of retaliation.

#### 4. Violations of the Code

The violations committed by the Employees with respect to the behavioural standards, procedures and operating instructions, which derive from the general guidelines formalised in the Code, are sanctioned pursuant to the Disciplinary System of TASTITALIA, drawn up in compliance with the Labour Law and in particular for the effects of article 7 of the Statute of Workers and National Collective Labour Contracts (CCNL) applicable in the Company.

A specific violation will therefore constitute an offense of a disciplinary nature and, as such, will be prosecuted and sanctioned.

The violation of the Code's rules and the non-observance of the other behavioural principles that derive from it, when perpetrated by members of the corporate bodies can lead to the adoption, by the competent bodies, of the most suitable measures envisaged and permitted by Law.

Finally, violations committed by third parties will be subject to compliance with the relevant provisions contracts, except for violations of law of greater importance. TASTITALIA undertakes, in any case, to do all that is necessary and permitted in order to protect itself and distance itself from such unlawful conduct.

## 5. Mission and corporate values TASTITALIA

TASTITALIA is a company active in the design, development and production of membrane and capacitive keyboards, as well as other electronic assemblies and assembling. The purpose of every business activity is to increase its market share which represents the measure of its success.

With a view to making TASTITALIA an important point of reference for the local community and among companies operating in the sector, it is the Company's objective to continue in the effort to improve the company's effectiveness, without forgetting to focus on human beings, their energies and to the respect and protection of the environment in which they work and live.

The Company has a particular awareness of the importance of meeting the quality requirements of its customers with products that are increasingly meeting high quality standards, and its overall mission to develop its products in a diligent and constant manner, respecting the environment and the people around it.

## 6. General principles of behaviour

TASTITALIA, in following its ethical principles, commits itself to:

- manage business relationships in compliance with all the directives and regulations in force;
- always act in mutual respect;
- comply with its ethical and social obligations;
- comply with all regulations concerning the protection and health and safety of persons;
- save resources and protect the environment;
- never use company resources and / or assets for personal profit;
- never take decisions based on exclusive personal and non-business benefit;
- to contribute to the development of the local community in which TASTITALIA operates, adopting a code of ethics capable of ensuring commitment, honesty, fairness and respect for the rules.

The following are some general principles of behaviour, with particular reference to Legislative Decree 231/2001 and s.m.i., of which TASTITALIA requires it with respect to all Recipients:

### 6.1 Legality

TASTITALIA recognises legality as a founding principle for the conduct of any activity it engages in and urges its collaborators to comply with this Code, the law, current legislation and specific company regulations. TASTITALIA does not justify any contrary behaviour, even if motivated by the pursuit of an interest of the Company itself, and sanctions these behaviours according to the articles of its Disciplinary System. TASTITALIA prevents, with specific controls, the establishment and maintenance of any form of relationship with subjects whose behaviour is not based on principles of verified legality.

## 6.2 Honesty & Integrity

The conduct of TASTITALIA staff towards competing companies, competitors, is based on the principles of honesty and integrity, always in compliance with the Law. TASTITALIA disapproves and condemns any behaviour that may constitute an impediment to, or disturbance to, the operation of a company or committing crimes against industry and trade, (i.e., illicit possession of trade secrets, supplier lists and other information relating to the economic activity of third parties, ...).

## 6.3 Product Quality

Quality is measured in customer satisfaction. Products and services must respond to rigorous demands, which can only be met by applying high quality standards. In TASTITALIA, Total Quality Management is much more than just a technical term: the staff are responsible for satisfying customer requests.

Profound know-how and sophisticated production processes are required to meet the demand for outstanding performance in terms of technology and quality and in a cost-efficient manner.

TASTITALIA's procedures and production processes are certified according to the international standard ISO 9001: 2008.

## 6.4 Valorisation of human resources

All the collaborators of TASTITALIA contribute to define, maintain and improve the image of the company itself and the quality of the products supplied. For this reason, TASTITALIA constantly promotes the value of its human resources, stimulating collaboration and work in teams and supporting ongoing training and lifelong learning.

For TASTITALIA, employees are a strategic resource and multiculturalism is a strong point for the company. TASTITALIA underlines the importance of attracting and retaining the best talent and stimulating honest, open and constructive interaction, participation and collaboration, sharing information and knowledge: the degree of satisfaction and the performance of employees on the basis of individual and collective results, on compliance with the obligations and rules of conduct.

TASTITALIA enhances its human resources by implementing a serious staff management policy and more precisely by promoting meritocracy criterion and the recognition of the quality of work, as well as the growth and development of employees through training activities.

TASTITALIA knows how to select the productive potential coming from the community and must put in place all of the conditions that make it effective to work, without distinction of sex, race, language, religion, political opinions and personal and social conditions at the company.

## 6.5 Health and safety in the workplace

The protection of the health and safety of its employees, customers and the surrounding population, as well as the reduction and elimination of accidents and occupational diseases, are the foundation of the ethical commitment of TASTITALIA.

Therefore, TASTITALIA undertakes to protect the psychophysical integrity of its collaborators and of all those who move in the workplaces of its competence, scrupulously adopting the provisions of current legislation on health and safety at work and periodically analysing its business processes to identify and eliminate or keep under control situations of potential risk.

Particular attention is given to raising the awareness of employees on the subject of prevention, through information sharing and training actions as well as personnel training.

## 6.6 Environment

**TASTITALIA** produces and works with a broad vision: respect for the limited resources of the planet and the awareness of the delicate balance between technology and nature. This has led TASTITALIA to continually seek new production processes more compatible with the environment.

Developing this approach further, TASTITALIA ensures that its products are durable, energy saving and easy to use, while at the same time providing excellent performance. TASTITALIA's mission is to conduct its activities in a manner compatible with the balance between the economic and environmental needs of the community in which it operates.

The company promotes strategies aimed at improving the environmental performance of its processes and promotes resource savings. TASTITALIA emphasises the responsibility of each employee in terms of environmental results, ensures that appropriate operational procedures and personnel training programs are implemented; monitors every process in such a way as to safeguard the centrality of the worker, their own assets, third party assets and the community where they work.

TASTITALIA prohibits any activity that leads to pollution of water, soil and subsoil and is committed to ensure that the plant maintenance and waste management activities are carried out with the utmost respect for the environment.

If a potential pollution phenomena is detected, TASTITALIA undertakes to intervene promptly to manage the emergency and, if necessary, to proceed with remediation interventions. TASTITALIA prohibits any activity that constitutes illicit waste traffic and selects only suppliers of environmental services in possession of the necessary authorisation requirements.



## 6.7 Participation and reciprocity

TASTITALIA recognises in the comments and suggestions coming from its Stakeholders an important participative and involvement tool through which to improve and satisfy the interested parties.

For this reason, it spreads a policy of extreme openness to dialogue and discussion within and outside it, promoting and facilitating the achievement of balanced solutions and limiting the onset of hardships and conflicts.

In this participatory perspective, TASTITALIA considers the sharing and underwriting of the Code's principles an essential requirement for any relationship with the Stakeholders to take place and to be maintained.

## 6.8 Management of the preparation of corporate accounting documents and social communications

TASTITALIA observes the rules of complete and transparent accounting, according to the criteria indicated by the Law and by national and international accounting standards. TASTITALIA also carries out social communications, (financial statements, notes, reports and other documents), in compliance with the shareholders pursuant to the articles of the Italian Civil Code.

In the activity of accounting and communication of the facts relating to the management of the Society, the directors, employees and collaborators scrupulously respect the current legislation and internal procedures so that each operation is, as well as correctly recorded, also authorised, verifiable, legitimate, consistent and congruous.

TASTITALIA prohibits any action that could present an obstacle to the activities of the public supervisory authorities.

In particular, in the management of the preparation of corporate accounting documents and in corporate communications, it depends on the principle of diligence and trust. By diligence, we mean all the precautions and care given in the performance of the service. The trust obligation consists of the prohibition to divulge information related to the organisation, the operative methods and to make use of the acquired knowledge in such a way as not to damage the Society.

The employee carries out the relevant requirements concerning the performance of his/her functions or duties that are given to him/her by his/her superiors. If the employee considers that the order is clearly illegitimate, the employee demonstrates the reasons for the illegitimacy to the person who gave it; if the order is renewed, he/she has the duty to carry it out. The employee, however, can refuse to carry out the order only when the act is prohibited by criminal law.

## 6.9 Protection of data and information systems

TASTITALIA protects the privacy and confidentiality of information and data, belonging to employees, collaborators or third parties, collected on the basis of or during the performance of the work activity. Every employee and collaborator must comply with these principles; the management of personal data processing is in full accordance with current legislation. The recipients ensure maximum confidentiality on the knowledge and information constituting the corporate assets of TASTITALIA in compliance with Legislative Decree no. 196/2003 (Code regarding the protection of personal data).

TASTITALIA prohibits any practice that may violate the privacy of its own and third-party computer systems or in any case damage or tends to falsify a public computer document and / or having evidential value.

## **7. Specific behavioural principles**

The following are some specific behavioural principles referable to different types of Recipients and / or to special relations with TASTITALIA.

### **7.1 Employee relations**

Compliance with the rules contained in the Code must be considered an integral and essential part of the contractual obligations envisaged for the Company's employees, pursuant to art. 2104 of the civil code, (Diligence of the provider of work). In order for the Code to become the behavioural basis of the whole organisation, TASTITALIA requires its employees to know and observe the same principles and to promote knowledge among newly hired employees and third parties with whom they come into contact for reasons of their work.

#### **7.1.1 Selection and choice of personnel**

All the corporate functions of TASTITALIA involved in the selection and selection of personnel must ensure: compliance with transparent and impartial selection and choice criteria; and the verification of the correspondence between the profiles of the candidates, the needs of the Company; the application of regular forms of work; respect for the rights of workers to working conditions based on human dignity.

#### **7.1.2 Transparency in corporate relations and communications**

Transparency in corporate relations and communications between TASTITALIA employees is an important prerequisite for achieving corporate objectives. Transparent relations and communications allow for a continuous improvement both in the quality of the product supplied and in the quality of life within the Company. Transparency, clarity and communicative effectiveness are also elements that make possible the authentic and complete

#### **7.3.2 Purchase management**

TASTITALIA does not accept the signing of contracts that violate it in this Code or that conflict with the current legislation on safety at work and environmental protection. TASTITALIA discloses this Code to suppliers. All suppliers are obliged to read and accept it, aware that TASTITALIA considers it a reason to damage the fiduciary relationship and a just cause for termination of contractual relations if behaviours contrary to the principles of the Code are broken.

## **7.4 Relations with Competitors**

### **7.4.1 Respect for industrial and intellectual property**

TASTITALIA respects the rights of industrial and intellectual property, including copyrights, patents, trademarks and identification marks: TASTITALIA prohibits the unauthorised reproduction of computer programs, documentation or other materials protected by copyright fully respecting the restrictions indicated in the license agreements.

### **7.4.2 Management of trademarks and patents of TASTITALIA**

TASTITALIA activates all the modalities necessary to guarantee compliance with the law on copyright as well as on the protection of signs of recognition, such as trademarks and patents. The Management of TASTITALIA are responsible for the management of trademarks and patents. All patents and trademarks must be registered according to TASTITALIA standards.

## **7.5 Client relations**

### **7.5.1 Correctness and completeness of information**

Employees are asked to create communications to customers that are: clear, simple and understandable; compliant with current legislation, without resorting to elusive and harassing practices; complete, avoiding omissions or interpretable exposures, to allow the customer to have a fully conscious decision.

Furthermore, TASTITALIA undertakes to communicate promptly to its customers, using appropriate and efficient means of communication, any modifications to contracts and changes to the economic and technical conditions of the product.

### **7.5.2 Customer involvement**

Paying attention to the warnings and indications coming from the customer is essential in order to provide a satisfactory product. To this end, TASTITALIA provides direct communication channels between it and the multiple professional skills available to it.

## **8. Implementation systems & Monitoring**

### **8.1. The appointed functions**

For the clarifications on the principles of the Code of Ethics and its application, the staff can approach their managers directly, who can provide answers or address questions to other corporate functions, including the Supervisory Body in charge of compliance with the Organisational Model. Ethical questions must be treated seriously and those who hold a responsibility role must facilitate their solution. Also for reports of code violation, the first reference is the direct manager, who can put in place corrective measures while exercising a mediating role, or report the information received to the bodies in charge. They are also responsible for collecting any reports of violation of the

Code of Ethics by external stakeholders of the company. The company offers to the person/s reporting the infringement the maximum protection of confidentiality and does not tolerate acts of retaliation, punishing those who commit them.

## **8.2. Training and awareness**

The company TASTITALIA S.r.l. undertakes to set up targeted training activities based on the interlocutors, who spread a complete and correct understanding of the ethical principles and of the rules of conduct on which the company has decided to inspire its activities.

In particular, it is requested:

to internal stakeholders - directors, employees and those working in the name and on behalf of the company - to acquire the principles and guidelines of the Code of Ethics, in their professional sphere, to comply with the requirements and behaviour required that directly affect the performance of their activities, and to cooperate so that the Code of Ethics is respected throughout the company. The employees and collaborators of the company are obliged to refrain from behaviours contrary to these rules, and to contact their managers in case of necessity of clarifications on the modality of application of the same.

And to specific categories of stakeholders, (suppliers, collaborators, etc.), to comply in a binding manner with certain rules of conduct set forth in the Code of Ethics, (security, confidentiality, etc.), in their relations with the company. The stakeholders affected by this request will be informed, and the constraints also underlined in their contractual agreements.

To this end, the Code of Ethics is brought to the attention of internal and external stakeholders through specific communication activities. This includes the publication of the same document on the company's website, all collaborators receive a copy of the Code of Ethics, dedicated sections of the document are displayed in prominent areas, and an information note on the adoption of the Code of Ethics is inserted in all contracts.

In order to ensure the correct understanding of the Code of Ethics for all employees, the company prepares and implements a training plan aimed at promoting knowledge of ethical principles and rules. Training initiatives are differentiated according to the role and responsibility of the collaborators. As for new employees a specific training program is envisaged which illustrates the contents of the Code of Ethics, on which compliance is requested

## **8.3. Monitoring of the effectiveness of the model**

The functions in charge, are committed to providing operational support, interpretation, implementation and evaluation of the Code of Ethics. It is to be used as a constant reference tool for the correct behaviour to be held during the conduct of its business and to verify and monitor and evaluate cases of violations.

In the event of infringements and violations, the functions in charge must adopt appropriate measures.

It is the task of the functions tasked with integrating it with the Code of Ethics, when necessary to clarify cases not covered in the current version, through the internal dissemination of specific communications, or review and update it on the basis of new corporate, ethical, environmental or social policies. The content of the Code of Ethics can be modified and integrated based on suggestions, indications and proposals that can be formulated by the Supervisory Body.

Compliance with the Code of Ethics is monitored periodically and the updating of stakeholders, both on the maintenance of the commitments made by the Code of Ethics, and on company policies, are guaranteed by the corporate bodies in charge. To this end, company guidelines and procedures are reviewed and possibly revised in order to guarantee its consistency with the Code of Ethics.

#### **8.4. Stakeholder reporting**

TASTITALIA establishes communication channels through which interested parties can send their reports on the Code of Ethics and / or its possible violations.

All interested parties can report, even in writing and anonymously rather than explicitly, any violation or suspicion of violation of the Code of Ethics to the Supervisory Board, which provides an analysis of the report, listening to the author of the report and the person responsible for the alleged violation. The Supervisory Body acts in such a way as to guarantee the person reporting the violation against any kind of retaliation, understood as an act that can give rise even to the sole suspicion of being a form of discrimination or penalisation. The confidentiality of the identity of the reporting party is also guaranteed, without prejudice to legal obligations.

#### **8.5. Violation of the Code of Ethics**

The violation of the Code of Ethics by employees, collaborators and the administrative body of the Society constitutes non-fulfilment of the contractual obligations of the employment relationship and can result in the application of disciplinary sanctions according to the provisions of the law, the National Collective Contract and the company's disciplinary Code.

In case of ascertained violation of the Code of Ethics, the Supervisory Body reports the notification to the Administrative Body. After informing the Shareholders they will have to decide on the possible application of disciplinary sanction, in compliance with the provisions of the National Collective Agreement.

In the context of the contracts of professional collaboration and supply of goods, services and work, express termination clauses are inserted in relation to behaviours that are found to be contrary to the principles of this Code of Ethics.

The company can request compensation for all damages caused to it as a consequence of the above violations.

## **8.6. Update**

The functions in charge will have to manage, implement, deepen and verify the legislation that is the object of the Code of Ethics in order to adapt it to the evolution of the laws. With the resolution of the CDA, the Code can be modified and integrated based on suggestions and indications coming from the Supervisory Body.

## **9. Disciplinary system & sanctions**

The behavioural rules provided for in this Code of Ethics constitute a basic reference to which the Recipients must comply in the performance of sensitive corporate activities for the purposes of Legislative Decree 231/2001 and in relations with external interlocutors, among which, a prominent prominence is Public Administration, both Italian and foreign, and to public employees.

The violation of the rules of the Code of Ethics undermines the relationship of trust established with the company and leads to disciplinary actions, (pursuant to current legislation and / or collective bargaining) and to the possible compensation for damages.

The effects of the violation of the Code of Ethics and of the Organisational Model must be seriously considered by all those who for any reason have relations with the company. To this end, the company shall provide adequate knowledge of the Code of Ethics, of the penalties provided for, in the event of violation and the manner in which they are applied. In this regard, refer to the disciplinary system contained in the Organisational Model.

The recipients of this Code of Ethics, who identify a violation, an act of fraud or an unlawful act or recognise, on the basis of the available elements, it is suspected that a violation of the Code of Ethics, fraud or an illegal act is taking place, they are required to report any violations of the present Code of Ethics by a sense of responsibility and loyalty to the company. Clearly unfounded reports will be subject to penalties.

The company adopts a specific procedure for the reception, management, analysis and processing of reports of violations of the behavioural rules prescribed by the Code of Ethics. The procedure must ensure the highest degree of privacy and confidentiality in the treatment of reports, as well as to protect the reporters against any retaliation and keep their identity confidential, except for specific legal obligations.

Castelfidardo 23/12/2018