



CLERICI TESSUTO

Code of Ethics



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Signed by the Legal Representative: Alessandro Tessuto

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1. FOREWORD

In line with its own policy, Clerici Tessuto has drawn up this document with a view to regulating the principles of conduct and values that must govern the activities of each addressee of this document.

The application of these principles and values constitutes a condition of belonging to Clerici Tessuto.

Signing up to the values and principles contained in this document is also a prerequisite for the establishment of partnership and cooperation relations with third parties.

The Code of Ethics is addressed to the following 'Addressees':

- members of collegiate bodies;
- employees of Clerici Tessuto (both fixed-term and permanent employees, both curricular and non-curricular interns) and coordinated and continuous collaborators, the 'Employees';
- external and internal consultants, suppliers of goods and services, agents and representatives both nationally and internationally, any other person who may act in the name of and on behalf of Clerici Tessuto either directly or indirectly, permanently or temporarily, or those who establish relations or relationships with the Company and work to pursue its objectives, the 'Collaborators'.

The Addressees of this Code of Ethics are required to learn its contents and comply with its precepts. The Addressees are responsible for the effective implementation of the Code of Ethics; the Company Management creates the conditions for the implementation of and compliance with the Code of Ethics and is responsible for its dissemination inside and outside Clerici Tessuto.

2. PURPOSE OF THE CODE OF ETHICS

This Code of Ethics is the official document relating to the ethical principles in which the Company is reflected and by which, consistently, all Addressees with which it operates must be inspired.

The document sets out standards of conduct aimed at preventing the commission of offences connected with the Company's activities or in any case committed in the interest or to the advantage of the Company.

The Code of Ethics is adopted in order to comply, in the conduct of business, not only with the laws and regulations in force, but also to ensure high ethical standards in the daily conduct of work so as to become a supplementary instrument to the laws or regulations.

Appropriate internal control measures and tools to monitor compliance with the Code are also identified.

Violation of its provisions by employees shall constitute a disciplinary offence and, as such, shall be prosecuted and sanctioned by the Company pursuant to and for the purposes of Article 7 (Disciplinary Sanctions) of Law No. 300/1970 and may entail compensation for damages caused to the Company.

As for the other Addressees, signing this Code of Ethics or adhering to its provisions and principles is a *conditio sine qua non* for the stipulation of contracts of any kind between the Company and such subjects. The provisions thus undersigned or, in any case, approved, even by concluding facts, form an integral part of the contracts themselves.

This Code of Ethics approved by the Management of Clerici Tessuto (hereinafter referred to as 'the Company') is aimed at regulating and controlling, from a preventive perspective, the conduct that the Addressees of the Code are required to comply with in order to ensure that

- the company's economic activity complies with the principles of the law;
- the dissemination of a culture of legality is also ensured through the promotion of training and information activities;
- all activities are carried out with transparency, fairness, integrity and professional rigour.

3. PRINCIPLES OF CONDUCT

The Principles of Conduct listed below are the cornerstone from which each Addressee cannot disregard, in order to work with commitment, passion, enthusiasm and integrity.

3.1. Professional commitment

Clerici Tessuto requires adequate professional commitment is crucial for the achievement of the improvement goals that the company sets itself.

3.2. Respect for people

Clerici Tessuto recognises the centrality of human resources and believes that an essential factor of success and development is the professional contribution of the people who work there. The Company has always placed the professionalism and individual contribution of its people at the centre of its operations, giving continuity to a style of relations that aims to recognise the work of each person as a fundamental element of corporate and personal development. At the same time, the Company places dialogue, the exchange of information at any level, the enhancement and professional updating of employees and the establishment of a corporate identity at the centre of its daily operations.

This requires everyone to work consistently, transparently and responsibly, favouring teamwork and expressing positivity. Clerici Tessuto achieves its goals by working in a healthy environment, with total respect for the people who work there.

Respect is also expressed in the protection of the person's physical and moral integrity, as defined in the Principles of Action.

3.3. Integrity

Seriousness and honesty are the basis for building one's professional activity with regard to the target audience, regardless of local, national and international practices.

Dedication to one's work must not pursue personal interests, but rather shared objectives, in compliance with the principles set out in this document. Clerici Tessuto is committed to spreading a culture of respect for the environment, the territory and health, through the implementation of appropriate procedures.

3.4. Loyalty

Clerici Tessuto demands honesty and propriety in interpersonal relations and with all those involved in company activities. It implies respect for the Company's provisions and internal rules with attitudes of transparency towards everyone and on all occasions.

3.5. Participation

Clerici Tessuto requires the exclusion of individualistic behaviour and favours the enhancement of team work and mutual collaboration, contributing in a positive and constructive way to the achievement of the set goals. The Company rejects management or operational methods that privilege personal satisfaction over the company's general interest.

4. CORPORATE VALUES

Clerici Tessuto has defined the corporate values that govern the activities of all employees in the performance of their duties.

The objective is to be competitive on the market, working professionally to offer top quality products, while respecting legality, the environment and health and safety at work. The company plans its activities and controls the results in compliance with the principles of transparency in accounting-administrative-corporate responsibilities.

4.1. Respect for legality

Clerici Tessuto applies, in every field, the laws, regulations and standards applicable to its reality, in order to achieve the quality, health and safety, environmental protection and continuous improvement objectives that the company sets itself.

Every employee is aware of and is trained and informed about the implications of laws relating to his/her activity. The company communicates periodically through scheduled internal courses and the provision of documents available on the company intranet, and/or dissemination on notice boards in order to inform people of the implications of non-compliance with laws.

In particular, Clerici Tessuto prohibits deliberately taking advantage of any loopholes or shortcomings in laws and regulations if they result in a lack of respect for the Company's rules.

In addition, the Company has put in place the necessary means and resources to educate and train its workers on the requirements of the law.

4.2. Respect for health and safety at work

The company defines a policy to ensure the best possible protection of health and safety in the working environment and prevention from all potential forms of risk with a view to continuous improvement.

This policy is applied indifferently to both its Employees and Co-workers, within the scope of the latter's interventions at Clerici Tessuto's sites.

The Company undertakes, within the limits of the provisions of the relevant legislation in force, to maintain a safety-conscious working environment and to provide its employees, depending on the activity carried out, with all suitable and necessary equipment to protect them from any risk or danger to their physical integrity.

To develop and monitor compliance with Health and Safety management, Clerici Tessuto uses an implemented system, based on the shared and updated Risk Assessment Document and the Occupational Health and Safety Management System. All Addressees are required to scrupulously comply with all the measures required by the internal procedures and regulations on the subject of Health and Safety at Work, drawn up and updated in compliance with the legislation in force; in particular, each one is required to report to the direct superior any observations concerning dysfunctions or possible improvements.

Any form of retaliation against employees who, in good faith, raise concerns about health and safety at work is strictly prohibited.

4.3. Respect for the environment and the community

The company actively promotes environmental protection.

With a view to improvement, the company has adopted an environmental policy and procedures to monitor and improve relevant environmental performance in relation to its types of processing (energy consumption, environmental impact).

Clerici Tessuto has always been committed to preventing risks to people and the environment not only in compliance with current environmental legislation, but also by taking into account opportunities emerging from scientific research and the most significant and successful experiences in the field.

For example, Clerici Tessuto undertakes to periodically re-evaluate the products and chemicals used, based on the type of processing and the availability of economically viable alternative technologies and products, to further restrict or ban the use of these substances if there is new evidence of their impact on the health of workers, consumers and the environment.

The company intends to conduct its investments and development in an environmentally sustainable manner, respecting local communities, and striving to optimise its consumption of raw materials, water and energy, and to reduce its pollutant emissions and the impact of its activities on the climate.

4.4. Relations with suppliers

The company establishes collaborative relationships with its suppliers, in compliance with the regulations in force and the principles of this Code of Ethics, paying attention to the best professional standards, best practices in ethics, health and safety protection and respect for the environment.

The conclusion of a contract with a supplier must always be based on very clear relations, marked by principles of transparency and independence.

The choice of suppliers and the purchase of goods and services are made on the basis of objective assessments of the supplier's competitiveness, quality, possession of technical/professional requirements, cost-effectiveness, price, integrity and reliability.

In relations with suppliers of products and services, Clerici Tessuto employees must comply with contractual conditions and legal requirements, and maintain relations in line with good business practice. They are required to comply with national and international laws and regulations without taking advantage of their negotiating positions.

The choice of contractors and service providers must be carefully evaluated, in order to guarantee all the fulfilments required in terms of health and safety in the workplace, in terms of preventing environmental pollution, as well as in terms of tax and contribution regularity with particular reference to coordination activities. Clerici Tessuto only entertains relations with companies in line with high social, environmental and economic standards.

4.5. Customer relations

The company ensures the best execution of the tasks entrusted to the client and is constantly oriented towards proposing increasingly advanced and innovative solutions with a view to effectiveness, efficiency, and the full satisfaction of its clients' needs. It provides accurate,

complete and truthful information so that the customer can make a rational and informed decision. The company protects the privacy of its customers in accordance with the regulations in force, undertaking not to communicate or disseminate their personal data, without prejudice to legal obligations.

Fairness and respect for customers play a central role in defining one's goals. Customer relations must be based on mutual trust and satisfaction. In particular, with regard to customers, Clerici Tessuto guarantees its commitment to provide them with an extremely high quality product that exceeds their expectations and is long-lasting.

4.6. Protection of corporate information

The Employee must know and implement the provisions of the Company's policies on the security of information, including information in electronic form, to ensure its integrity, confidentiality and availability. Any information obtained by an Employee in connection with his/her work is the property of the Company.

The information is processed by Clerici Tessuto with full respect for the confidentiality and privacy of the persons concerned, in accordance with the relevant legislation in force.

In particular, Clerici Tessuto:

- defined an organisation for handling information that ensures the proper separation of roles and responsibilities;
- subjects third parties involved in the processing of information to confidentiality agreements.

Employees and Collaborators who become aware of information that is not in the public domain must use the utmost caution and care when using such information, avoiding its disclosure to unauthorised persons, both inside and outside the company. This obligation shall remain in force even after the termination, for whatever reason, of the employment relationship.

4.7. Protection of corporate assets

Each employee is required to work diligently to protect the company's assets, both physical and intangible, through responsible behaviour and in line with the operating procedures drawn up to regulate their use, accurately documenting their use.

In particular, each Employee shall:

- use the assets entrusted to him scrupulously and sparingly;
- avoid improper and/or personal use of company assets that may cause damage or reduction of efficiency or, in any case, contrary to the interests of the company.

With regard to computer applications, each employee is required to

- scrupulously adopt the provisions of the company's security policies so as not to compromise the functionality and protection of information systems;
- not navigate on those sites that do not directly relate to the performance of assigned duties, especially those that may reveal the employee's political, religious or trade union views and/or sites expressly prohibited by company policy;

- not to carry out any kind of financial transaction including remote banking, on-line purchases and the like except in cases directly authorised by the company and in compliance with normal purchasing procedures.

E-mails are a business tool and are not to be regarded as private correspondence:

- It is not permitted to use electronic mail (internal and external) for reasons not related to the performance of assigned duties;
- It is not permitted to send or store messages (internal or external) of an insulting nature, discriminatory on grounds of sex, language, religion, race, ethnic origin, opinion or trade union and/or political affiliation, etc;
- It is not permitted to set up and use e-mail accounts outside the company.

4.8. Corporate Social Responsibility

Clerici Tessuto is committed to maintaining transparent and fair relations with its stakeholders, including customers, suppliers, institutions and the local community.

All Addressees are required to scrupulously comply with all measures required by the internal procedures and regulations drawn up and updated in accordance with current legislation.

In the development of its activities, Clerici Tessuto safeguards and promotes human rights, the foundation for building societies based on the principles of equality, solidarity, rejection of war, protection of civil and political rights, social, economic and cultural rights and the so-called third-generation rights: the right to self-determination, peace, development and environmental protection. With a view to social responsibility, it promotes a balance between work and private life by respecting employees' commitments outside the workplace.

4.9. Sustainability

Clerici Tessuto is committed to developing a lifestyle that respects the cycles of the environment in which the company operates without compromising the ability of the local community to enjoy a safe and healthy environment.

Aware of the influence, even indirect, that Clerici Tessuto can have on the context in which it operates, on economic and social development as well as on the general wellbeing of the community, the company is committed to spreading the culture of sustainability and social responsibility internally within the company and through communication addressed to suppliers and corporate partners. At the same time, it is committed to creating competitive value for the company and its stakeholders and for the territory. Considering sustainability from a social perspective, the company protects individual freedom in all its forms and repudiates any kind of discrimination and violence, forced labour and child labour.

4.10. Protection of trade union freedom

Clerici Tessuto guarantees employees full freedom of association with trade unions without any interference or obstruction.

Company trade union representatives must not suffer any form of discrimination on account of their role, and they are guaranteed the time and use of company premises to carry out trade union activities in accordance with current legislation and collective bargaining.

4.11. Regular employment, remuneration and working hours

All workers are employed under a regular employment contract in compliance with the forms provided by national legislation.

The use of irregular or undeclared forms of work is prohibited.

Clerici Tessuto, recognising the value of collective bargaining, guarantees its employees remuneration in line with the provisions of the CCNL in force and applied in the company.

In relation to working hours, Clerici Tessuto guarantees compliance with the legal limits and those of current and applied collective bargaining.

4.12. Child and juvenile labour

Clerici Tessuto does not use and repudiates child labour.

Moreover, as a general rule, it does not employ underage workers; if, in full compliance with international regulations (ILO conventions on child labour) and national regulations, it decides to employ underage workers aged not less than 16 years (age limit established by national regulations), it will ensure special conditions to protect their health and safety, a dedicated professional development and training course, and will also prohibit their employment during night shifts.

4.13. Respect for the principle of non-discrimination

Clerici Tessuto rejects any form of discrimination based on age, gender, race, religion, language, political belief, disability, trade union membership.

Every worker must be employed, trained, promoted and paid solely on the basis of work performance.

In particular, to safeguard the principle of non-discrimination of women, no unequal treatment is applied on the grounds of a person's gender, also guaranteeing equal opportunities and conditions for access to senior positions for female workers.

4.14. Protection of physical and moral integrity

All employees, whose physical and moral integrity is considered a primary value of the Company, are guaranteed working conditions that respect individual dignity, in safe and healthy working environments.

In particular, Clerici Tessuto does not tolerate and acts to repress:

- Abuse of power - it constitutes abuse of the position of authority to request as a due act from the hierarchical superior, personal services and favours, or to adopt attitudes and/or perform actions that are detrimental to human dignity and especially to the autonomy of the worker;
- acts of psychological violence - attitudes or behaviour that are discriminatory or harmful to the person and their beliefs;
- sexual harassment, behaviour or speech that may offend the personal sensibilities of the employee;
- acts of bullying, which may also seriously affect the health of the employee at the workplace;

Clerici Tessuto considers that any behaviour referable to harassment, sexual and moral harassment, psychological violence, mobbing, straining, discrimination constitutes an intolerable violation of the dignity of employees, compromises the physical and psychological integrity, trust and motivation to work of the person subjected to it and may constitute a disciplinary offence.

Clerici Tessuto guarantees every Employee the right to protection from any act or conduct covered by this Code and adopts initiatives aimed at fostering mutual respect for the inviolability of the person through training, information and prevention. The author/author of conduct contrary to the contents of this Code violates a precise duty of office.

4.15. Protection of privacy

In processing the data of its personnel, the Company complies with the provisions contained in Legislative Decree 196/2003 as amended and supplemented, containing the code on the protection of personal data, as well as the provisions of EU Regulation 679/2016. People are provided with a privacy notice that identifies the purposes and methods of processing.

4.16. Compliance with principles of transparency in accounting, administrative and corporate responsibilities

Clerici Tessuto adopts appropriate standards of financial planning, control and accounting systems, operating with the utmost accounting transparency. This transparency is based on the truth, accuracy and completeness of basic information in accounting records.

Every operation and transaction carried out is correctly recorded and supported by adequate documentation, in order to be able to carry out controls that attest to the characteristics and motivations of the operation and identify who authorised, carried out, recorded and verified it.

All employees involved in accounting entries must ensure the utmost cooperation, the completeness and clarity of the information provided, and the accuracy of the data and processing.

It is forbidden to impede and obstruct the regular performance of the activities of the corporate bodies, auditors and shareholders, cooperating, where required, in the performance of any form of control and audit of corporate management, as provided for by law.

In particular, it is forbidden, through the concealment of documents or the use of other fraudulent means, to behave in such a way as to prevent, or in any case hinder, the performance of the control or auditing activities of the Company Management, the Shareholders, the Board of Statutory Auditors and the auditor/auditing firm.

The Company:

- pursues a behaviour geared towards compliance with tax rules and their correct interpretation in order to minimise the risk of disputes of tax non-compliance;
- maintains a cooperative and transparent relationship with the authorities in order to provide truthfully and completely the information necessary for the fulfilment and control of tax obligations;
- fulfils tax obligations in the time and manner defined by the regulations and the tax authority.

4.17. Respect for the rules of free competition and anti-corruption rules

Clerici Tessuto intends to protect the value of fair competition by refraining from unlawful conduct and abuse of a dominant position.

Consistent with the principles of loyalty and integrity, Clerici Tessuto undertakes to introduce all actions to prevent and avoid any kind of unlawful behaviour.

Specifically, Clerici Tessuto prohibits any Employee from accepting or offering money or any other form of benefit (including gifts or gratuities that exceed normal forms of business courtesy) aimed at obtaining advantages for himself and/or for the Company.

All relations with customers and suppliers must be inspired by the general principles of business ethics.

4.18. Economic relations with associations, contributions and sponsorships

In order to ensure consistency in contributions and sponsoring, management must always be guided by the following criteria:

- clear and documentable allocation of resources;
- authorisation by the Managing Director to manage such relations within the Company;
- compliance with the applicable ethical and deontological principles, as well as with the applicable legal requirements.

4.19. Conflict of interest

Each employee shall avoid any possible conflict of interest, with particular reference to personal interests.

Every Clerici Tessuto employee must immediately report to his or her superior any situation that constitutes, generates or may even appear to constitute a conflict of interest.

The Managing Director shall comply with the obligations laid down in Article 2391 of the Civil Code.

5. RELATIONS WITH THE PUBLIC ADMINISTRATION

In conducting negotiations and any other activity vis-à-vis the Public Administration, the Company behaves correctly and transparently.

5.1. Judicial Authorities and Supervisory Bodies

Clerici Tessuto acts in accordance with the law and promotes, within the limits of its competences, the proper administration of justice.

In carrying out its activities, Clerici Tessuto operates in a lawful and correct manner by cooperating with the judicial authorities, law enforcement agencies and any public official who has powers of inspection and conducts investigations against it.

Clerici Tessuto requires all Employees to provide the utmost helpfulness and cooperation to anyone - public official or Supervisory Body - who comes to carry out inspections and controls on the Company's operations.

In anticipation of a judicial proceeding, an investigation or an inspection by the PA or the Supervisory Bodies, no one shall destroy or alter records, minutes, accounts or any kind of document, lie or make false statements to the competent authorities.

No one should attempt to persuade others to provide false or misleading information to the competent authorities.

No one may engage in business activities, confer professional appointments, give or promise gifts, money or other advantages to those carrying out the checks and inspections, or to the competent authorities.

It is prohibited to help those who have committed a criminal offence to evade or evade investigation by the authorities.

6. VIOLATIONS OF THE CODE OF ETHICS AND SANCTIONS

The Code of Ethics constitutes one of the founding elements of the internal control system.

6.1. Checks

The internal control system must be oriented towards the adoption of tools and methodologies aimed at countering potential business risks, in order to determine a reasonable assurance of compliance not only with the law but also with internal provisions and procedures.

Management must constantly monitor the conformity of conduct with the Code and, if necessary, implement specific verification programmes.

6.2. Compliance with the Code of Ethics, reporting violations

Compliance with the rules of the Code of Ethics must be considered an essential part of the contractual obligations of employees pursuant to and for the purposes of art. 2104 of the Civil Code. It must also be considered an essential part of the contractual obligations undertaken by non-subordinate collaborators and/or subjects having business relations with Clerici Tessuto.

In order to ensure the effective application of the Code of Ethics, Clerici Tessuto - in respect of privacy and individual rights - encourages Addressees to freely and confidentially communicate any cases of non-compliance with the Code, to their Manager, who will notify Human Resources and/or the Managing Director.

In addition, Clerici Tessuto sets up further communication channels to further facilitate the reporting of any cases of non-compliance with the Code.

With reference to any report of a violation or attempted violation of the rules contained in the Code of Ethics, the Company shall ensure that no one, in the workplace, may suffer retaliation, unlawful conditioning, discomfort or discrimination of any kind, for having reported a violation of the contents of the Code of Ethics or internal procedures.

Therefore, dismissals, de-employments or other job changes, mobbing, unjustified disciplinary measures, or any other retaliatory or discriminatory measures taken against the whistleblower are not tolerated in any way.

Following the report, the company will promptly follow up with appropriate checks and, if necessary, appropriate sanctions.

6.3. The sanctions system

Violation, where ascertained, of the principles laid down in the Code of Ethics and in the internal procedures compromises the relationship of trust between Clerici Tessuto and the Addressees of the document.

Violations shall be prosecuted promptly and immediately, through the adoption - against those responsible for such violations, where deemed necessary for the protection of the company's interests and consistent with the provisions of the applicable regulatory framework - of

appropriate and proportionate disciplinary and/or sanctioning measures, even leading to the removal from the Company of those responsible, regardless of the possible criminal relevance of such conduct, and the institution of criminal proceedings in cases where they constitute a crime.

Any form of retaliation against anyone who reports possible violations of the Code or requests clarification on its application is also a violation of the Code of Ethics.

The effects of violations of the Code of Ethics and internal protocols must be taken into serious consideration by all those who, in any capacity, have relations with the Company. To this end, the Company shall disseminate the Code of Ethics and the internal protocols and/or procedures, and inform Employees that, in the event of violation of the Code of Ethics, the sanctions envisaged and the procedures for inflicting them, are those set out in the applicable CCNL.

Clerici Tessuto, in order to protect its image and safeguard its resources, will not entertain relations of any kind with persons who do not intend to operate in strict compliance with the regulations in force, and/or who refuse to behave in accordance with the values and principles laid down in the Code of Ethics and to abide by the procedures and regulations laid down in the annexed protocols.

7. IMPLEMENTATION OF THE CODE OF ETHICS

This Code of Ethics is disseminated through

- delivery to trade union representatives and RLSs for due information and dissemination to all workers;
- posting on Company notice boards (virtual notice board on HR portal);
- signing at the time of recruitment;
- sending to the e-mail address of all employees;
- sending a newsletter to customers and suppliers inviting them to consult the Code of Ethics published on the <https://clericitessuto.it> website, by clicking on 'consult Code of Ethics';
- specific training modules.

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