

# **CERETTO AZIENDE VITIVINICOLE S.R.L.**

## **CODE OF CONDUCT**

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## **1. INTRODUCTION.**

### ***1.1 General principles.***

CERETTO AZIENDE VITIVINICOLE S.R.L. is part of the CERETTO group, established in the Langhe area of northern Italy, dedicated to the production, marketing and promotion of fine wines and food products from the local area.

Its wine production began as long ago as in 1937 and since then the experience gained and consolidated over time has been passed through generations of men and women passionate about the Langhe and its treasures.

The Code of Conduct is the document that formalises, clearly and transparently, the values and principles by which the Company is inspired in pursuing its mission.

In the complexity of the modern world, in fact, transparency, correctness and sustainability – both human and environmental – of economic activity are, for CERETTO AZIENDE VITIVINICOLE S.R.L., essential criteria-guidelines with which the Company demands respect by all those who, internally and externally, enter into relationships with it.

This document also forms an integral part of the management system adopted by the Company in accordance with Italian Legislative Decree no. 231/01 (hereafter, 231 Decree) in order to prevent the risk of commission of the crimes indicated therein.

CERETTO AZIENDE VITIVINICOLE S.R.L. updates it as necessary.

### ***1.2. Recipients and scope of application.***

The Code of Conduct, also in terms of any updates, is binding for the managing body, the members of the other corporate bodies, the shareholders, the employees of the Company and for all those who, even only temporarily, hold relationships of any kind with the same (hereafter, the “**Recipients**”).

The Recipients also expressly include employees of other companies of the group that perform activities for CERETTO AZIENDE VITIVINICOLE S.R.L. by virtue of contractual agreements.

### ***1.3 Training and information activity.***

As knowledge and understanding of the contents of the Code of Conduct are fundamental for guaranteeing compliance with the same, the Company undertakes to train its employees and to inform the other Recipients, also by way of publication on the internet website.

## 2. RULES OF CONDUCT.

CERETTO AZIENDE VITIVINICOLE S.R.L., in carrying out its activity:

- ★ behaves, in relationships with its employees and with all persons with whom it comes into contact in any capacity, in a manner respectful of the applicable national, foreign or supranational laws and regulations;
- ★ is inspired by principles of honesty, impartiality, correctness, integrity and transparency, not tolerating or encouraging behaviours contrary to the law;
- ★ pursues the excellence of its standards, constantly promoting the quality of the products sold and the truthfulness of the information conveyed externally;
- ★ undertakes to guarantee the utmost respect of the rules imposed to protect occupational health and safety and environmental protection, with a commitment to improve the company processes, seeking the best possible balance between economic initiatives and environmental and safety requirements;
- ★ encourages the correct use of human resources: the professionalism of the Company's employees and their peace of mind constitute a precious element of added value for their stability and development;
  - ★ undertakes to promote innovation, scientific research and training;
- ★ prohibits the Recipients of this Code of Conduct from pursuing personal interests that may cause prejudice of any nature to CERETTO AZIENDE VITIVINICOLE S.R.L. and to the values pursued by the same;
- ★ prohibits the use of goods, resources or services of the Company for purposes other than those permitted;
- ★ guarantees the confidentiality of information and data processed, guaranteeing their protection in compliance with industry regulations;
- ★ prohibits all Recipients from accepting, offering or promoting, even indirectly, undue cash, gifts, services or benefits in relationships held with public officials or civil servants;
- ★ prohibits the dissemination of information about the Company to third parties or for private purposes, in violation of the principles and purposes pursued by the Company based upon its Articles of Association, this code, and the company procedures and practices.

In no circumstance may the belief of acting in the interest or to the benefit of CERETTO AZIENDE VITIVINICOLE S.R.L. justify the adoption of behaviours in contrast with the values and principles expressed in this Code of Conduct;

- ★ combats any form of discrimination based upon age, gender, sexuality and sexual orientation, state of health and physical integrity, race, nationality, or religious and political beliefs;
- ★ values cultural heritage, also of the local area, paying particular attention to its protection in respect of the rules;
- ★ requires that the activities and behaviours of the Recipients of this Code of Conduct are based upon the aforementioned principles.

### ***2.1 Conflicts of interest.***

The Recipients of the Code of Conduct must avoid and must report to the BoD and to the Supervisory Body any cases in which situations of conflict of interest may arise along with circumstances in which personal interests may affect the impartiality and ethical nature of their conduct and, finally, they must refrain from obtaining personal advantages from situations of which they have become aware in performing their roles.

Employees must inform their hierarchical superior of the onset of any situations of potential conflict of interest with the Company.

## **3. EXTERNAL RELATIONSHIPS.**

The BoD and its members, the members of the other corporate bodies, the shareholders, employees and persons who hold relationships with the Company must behave in a manner based upon the utmost correctness and transparency.

### ***3.1 Relationships with the public administrations, public bodies, European Union and foreign authorities.***

Relationships, of any nature, held with the public administrations, public bodies, European Union and, more generally, with institutional stakeholders and representatives, both Italian and foreign, must take place in conformity with the law and in respect of the principles of integrity, correctness, transparency, truthfulness and documentation of information provided and/or obtained.

CERETTO AZIENDE VITIVINICOLE S.R.L. condemns any phenomenon of extortion, bribery, fraud and embezzlement and takes steps to prevent the commission of those crimes.

In particular, it is prohibited to implement the following behaviours in favour of the public bodies identified above, persons (such as public officials and civil servants) who, in any capacity, operate in the name and/or on behalf of the same and in favour of their relatives:

- promise, offer or deliver cash or other assets, even by way of an intermediary.  
Similarly, it is strictly prohibited to receive cash, assets or any

other benefit from the indicated public bodies;

- distribute/receive gifts or presents exceeding normal business practices or courtesy and which in any case are aimed at acquiring favourable treatment in the conduct of any business activity. The rules envisaged by the Code of Conduct of Public Employees set out in Italian Presidential Decree no. 62/2013 must be respected;
- infer or offer, even indirectly and implicitly, advantages or opportunities of employment, collaboration or of any other nature that may in any way favour of the persons indicated above, distracting them even only potentially from the correct conduct of their functions;
- more generally, interfere in any way and by any means in the freedoms and autonomous decisions of public officials or civil servants or, in any case, public employees.

The authorities and public bodies, even foreign or belonging to the European Union or to supranational organisations, must be provided with true and complete information based upon objectively verifiable and correctly archived documents and data.

CERETTO AZIENDE VITIVINICOLE S.R.L. also guarantees, in relation to the judicial authority, the supervisory authorities, the police forces and any other public official or civil servant holding powers of inspection and/or investigation, full collaboration in respect of the principles of integrity, correctness, transparency and completeness, truthfulness and verifiability of the information provided.

The Recipients of this Code of Conduct must not hinder in any way, even by omitting the due communications or by the inducement not to make statements or to make untrue statements to the judicial authority, the exercise of the functions of the aforementioned authorities and the correct administration of justice.

It is prohibited to use violence or threats or to promise cash or another benefit or to use any form of pressure to induce one of the Recipients of this Code of Conduct, called upon to make statements before the judicial authority or another public authority, to provide to the latter false information or to refrain from providing the requested information.

If a public representative makes requests for cash or other benefits, for themselves or for others, in order to achieve a benefit for the Company, the Supervisory Body must be informed immediately.

### ***3.2 Relationships with suppliers and consultants.***

CERETTO AZIENDE VITIVINICOLE S.R.L. pays particular attention to the selection of its suppliers and consultants, following defined procedures, so as to establish relationships only with particularly qualified partners which meet high-level quality standards.

The Company has established specific internal procedures to regulate the identification of its suppliers and to govern relationships with the same, also envisaging response mechanisms to circumstances whereby the same no longer meet the necessary requirements.

Particular attention is paid to compliance with the provisions imposed in protection of labour aimed at avoiding discrimination of any nature and to compliance with the rules on protection of the health and safety of workers and the environment.

The Company undertakes not to discriminate arbitrarily against its suppliers; contracts are entered into with the latter, in respect of internal procedures and the requirements envisaged therein, in line with regulatory criteria of contractual good faith and correct performance of contractual obligations.

The Company applies similar rules, insofar as they are compatible, in selecting its consultants.

In any case, CERETTO AZIENDE VITIVINICOLE S.R.L. does not choose suppliers and consultants based upon assessments exclusively of economic nature.

### ***3.3 Relationships with customers and, more generally, third parties.***

CERETTO AZIENDE VITIVINICOLE S.R.L. values relationships with its customers, always in full respect of the environment and the safety of employees.

The love for its land and the will to be seen as ambassadors of quality and beauty across the world constitute the basic criteria based upon which CERETTO AZIENDE VITIVINICOLE S.R.L. holds relationships with stakeholders.

The Company constantly seeks the utmost satisfaction of its customers through respect of contractual provisions and it provides clear, truthful and comprehensive information in advertising and other communications and to customers who make such a request.

The members of the BoD, Heads of Department (Administration and Sales), employees, shareholders, members of the corporate bodies, consultants and external collaborators may not receive any fee from anyone for completing an act under their remit or give in to any form of external conditioning in performing their company roles.

It is prohibited to offer, promise or give cash or another benefit or advantage of any nature that is not due, even by way of an intermediary, to persons from other companies/entities/firms (e.g. directors, general managers, financial officers, auditors or liquidators, persons subordinate to them) or their relatives, in order to complete or omit an act in violation of their obligations and duties, in the interest or to the benefit of CERETTO AZIENDE VITIVINICOLE S.R.L.

It is prohibited to give or receive gifts or presents exceeding normal business practices or courtesy or that are in any case aimed at acquiring favourable treatment in the conduct of any business activity, in particular,



corporate promotional gifts are permitted provided that they are not aimed at exerting pressure, conditioning, obtaining favours and/or benefits as a fee of any nature in favour of the Company, the BoD and its members, employees, members of the corporate bodies and shareholders.

Any illicit request made by third parties must be reported immediately to the Supervisory Body.

### ***3.4 Relationships with certification bodies.***

CERETTO AZIENDE VITIVINICOLE S.R.L. demands that relationships with certification bodies and persons who actually carry out the certification activity are based upon integrity, collaboration, completeness and correctness of the information provided.

The bodies and persons indicated above must be provided with all documentation requested and useful for carrying out the control activity, facilitating the conduct thereof.

It is prohibited to give/promise gifts or other utilities, even by way of an intermediary, to the certifier in order to obtain undue benefits and/or certifications. If the certifier makes undue requests, the Supervisory Body must be informed immediately.

### ***3.5 Charities and sponsorships.***

CERETTO AZIENDE VITIVINICOLE S.R.L. considers it particularly important to promote the local area and to support those engaged in promoting values of sustainability and social cooperation, the only ones that can guide human action in the complex future that awaits us.

Any acts of charity and sponsorship may only relate to non-profit groups and activities of relevance to social, cultural, artistic and entertainment, territorial promotion and environmental themes.

The funds or resources of CERETTO AZIENDE VITIVINICOLE S.R.L. may not be used to support and/or finance political organisations.

### ***3.6 Management of public funds.***

In circumstances where it must make recourse to funding, contributions, benefits or other types of payment from the State, other public bodies or the European Union, the Company undertakes to act in respect of criteria of transparency, integrity, correctness, truthfulness and completeness of the information provided, adopting adequate tools with a view to preventing any funds received from being used for purposes different from those for which they were originally granted by the competent bodies.

#### **4. INTERNAL RELATIONSHIPS.**

##### ***4.1 Use of company assets.***

All Company employees and collaborators must take the utmost care when using company assets, which must be used only for conducting work activity. The IT equipment and tools may not be used for non-work purposes or during non-work hours, except with express authorisation. The Company also prohibits the use of third-party assets or the transfer of assets to third parties, unless specific provisions stipulated by the departments in charge provide otherwise.

##### ***4.2 Human resources.***

The Company considers that its mission is completed by the development and protection of human resources: the dedication and professionalism of employees and collaborators are values and conditions that play a crucial role in carrying out the business activity.

The employees, collaborators and regular consultants of the Company must undertake to develop their skills and professionalisms and to contribute, by way of constant professional commitment and correct personal conduct, to achieving and maintaining the objectives of excellence pursued by the Company in carrying out its activity.

All employees of CERETTO AZIENDE VITIVINICOLE S.R.L. must base their work conduct on correctness, truthfulness in conveying information and transparency in relationships with colleagues, with members of the corporate bodies and with the SB.

The Company offers to workers the same employment opportunities, ensuring that everyone can enjoy treatment based upon criteria of merit, without discrimination and in respect of rules of law and the applicable collective bargaining agreement.

Indeed, any form of discrimination is strictly prohibited, both in the recruitment phase and in the subsequent stages of the employment relationship, in particular, based upon age, gender, sexuality, gender identity, state of health and physical integrity, pregnancy or maternity, nationality, religious and political beliefs or racial prejudice.

Personnel assessments are carried out based upon the correspondence of the profiles of the candidates with respect to those required and the company needs, in respect of equal opportunities.

The departments and persons in charge of dealing with the management of personnel and human resources must follow, in carrying out their duties, the procedures adopted by CERETTO AZIENDE VITIVINICOLE S.R.L., guaranteeing respect of transparency and fairness in the candidate selection and assessment process.

Access to roles and assignments is also established in view of skills and abilities. Where concretely possible,

organisational flexibility is promoted with a view to facilitating management of maternity and, more generally, childcare.

The Company expects its employees, at every level, to collaborate in creating and maintaining a calm environment in the workplace based upon mutual respect as well as respect of the dignity, honour and reputation of each individual, taking steps, where necessary, to prevent any injurious, defamatory or abusive behaviours.

By strictly applying the rules (also in relation to the determination of remuneration and its proportionality with respect to the quantity and quality of work provided, work hours, sickness, rest periods, weekly rest, mandatory leave and holidays) and internal management procedures, CERETTO AZIENDE VITIVINICOLE S.R.L. guarantees a human resources management system organised to prevent any form of illegal labour as well as any exploitation of workers, even if seconded to the Company itself.

Any employment of non-EU citizens is strictly subject to possession of authorisations that permit their presence in Italy; the Company also monitors, by preparing a specific schedule, the continuing validity of those authorisations.

#### ***4.3 Combatting workplace harassment.***

The Company considers any form of harassment to be unacceptable, by way of example:

- unsolicited behaviours, implemented for reasons related to age, gender, sexuality, gender identity, state of health and physical integrity, pregnancy or maternity, nationality, religious and political beliefs or racial prejudices and having the purpose or effect of violating the dignity of a worker and creating an intimidatory, hostile, degrading, humiliating or offensive environment.

Sexual harassment is given particular attention, namely those unsolicited behaviours having a sexual connotation, express in physical, verbal or non-verbal form, having the purpose or effect of violating the dignity of a worker and creating an intimidatory, hostile, degrading, humiliating or offensive environment.

Less favourable treatment suffered by a worker due to having rejected the behaviours indicated in the previous points or having submitted to them is prohibited.

The Company promotes, among its employees and collaborators in any capacity, a culture of respect and correctness in mutual relationships, also promoting specific awareness-raising initiatives in that regard.

#### ***4.4 Gender inclusiveness.***

CERETTO AZIENDE VITIVINICOLE S.R.L. makes gender inclusiveness one of the inspiring principles in its modern business activity.

It undertakes to pursue, in line with the actual circumstances, a gender balance, also during the selection/recruitment of personnel.

In the context of the employment relationship, even in the recruitment phase, it is prohibited to ask personal questions about marital status, desire for children and the like or those questions that, even unknowingly, may imply stereotypes or negatively evaluate distinctively feminine characteristics.

The Company provides equal pay to men and women with the same skills, roles and duties and, more generally, ensures absolute equality of treatment in all circumstances concerning the employment relationship.

More generally, the Company undertakes to organise work (meetings, activities, organisation of working groups, etc.) in an inclusive manner that is not penalising for women.

The Company also undertakes to protect women during maternity and parents who take advantage of parental leave during their path of professional growth and their career, seeking appropriate forms of agreed involvement.

#### **5. MANAGEMENT OF ACCOUNTING AND CORPORATE FULFILMENTS.**

In managing the accounts and in preparing and/or compiling documents containing data relating to the economic, capital and financial situation of the Company, it is mandatory to respect criteria of correctness, transparency, completeness, truthfulness and verifiability of the information and data presented.

Persons who, in any capacity and in any way, are required to take part in activities of producing the financial statements, accounting records and/or other similar documents, must guarantee the completeness, truthfulness and clarity of the information provided, as well as the accuracy of the data and processing carried out, acting in accordance with prudential criteria in full respect of industry regulations and the applicable accounting standards and techniques.

CERETTO AZIENDE VITIVINICOLE S.R.L., by way of the internal persons in charge in this regard, guarantees the due information flow to the shareholders as well as to the corporate control bodies so that they may exercise their rights and duties.

The Company has established specific internal procedures aimed at ensuring full transparency of the economic transactions implemented and in order to perform more effective and widespread controls.

Relationships with other group companies are regulated by specific contracts and agreements so as to guarantee the full transparency and respect of the applicable rules; the documentation of all activities implemented based upon the agreements and contracts signed is guaranteed, also to ensure respect of tax rules and the checks of inherence and coherence, also from the tax perspective.

**6. TAX AND CUSTOMS FULFILMENTS AND PREVENTION OF CRIMES OF RECEIVING, LAUNDERING AND USING CASH, ASSETS AND UTILITIES OF ILLEGAL ORIGIN AS WELL AS SELF-LAUNDERING.**

CERETTO AZIENDE VITIVINICOLE S.R.L. condemns and prohibits any form of receiving, laundering and using cash, assets or utilities of illegal origin and undertakes to sanction any behaviour potentially liable to lead to the commission of any one of the aforementioned crimes.

The Company pays particular care and attention when performing financial transactions, using credit cards and online payment platforms, and in the selection of and relationships with its suppliers and it has established procedures, including IT procedures, through the use of a management system, for correct inventory management.

Through scrupulous respect of industry regulations, also using dedicated management systems, periodic accounting and document reconciliations and thanks to the commitment and capacity of personnel who deal with the respective fulfilments, the Company guarantees full compliance with the tax and fiscal legislation and the respective deadlines.

In relationships with non-EU entities, CERETTO AZIENDE VITIVINICOLE S.R.L. guarantees full compliance with customs obligations, through importers in the destination countries and customs brokers with proven experience and integrity and proceeds to monitor and archive all supporting documentation.

**7. PROTECTION OF TRADEMARKS, PATENTS AND DENOMINATIONS OF ORIGIN, COPYRIGHT AND RULES OF COMPETITION.**

CERETTO AZIENDE VITIVINICOLE S.R.L. performs its activity in compliance with principles of correctness and fair competition; it respects the rights of third parties in relation to intellectual property, such as trademarks, patents, models, designs and other distinctive signs, and it undertakes to avoid any behaviours or situations that may create damage to third parties or involve infringements of the law in that regard.

It is prohibited to:

- ★ place on sale, in any capacity, goods and products bearing counterfeit or altered distinctive signs, whether or not they are duly registered;
- ★ carry out any fraudulent activity consisting of the marketing of goods and products of different origin, provenance, quality, nature and characteristics;
- ★ use information protected by forms of industrial property rights or in any case confidential knowledge or information;

- ★ use, directly or indirectly, trademarks, distinctive signs or intellectual works without authorisation from the legitimate owner;
- ★ counterfeit or alter geographical indications or denominations of origin of agri-food products;
- ★ introduce, hold for sale, or place on sale in Italy products with counterfeit geographical indications or denominations of origin;
- ★ apply to the goods sold or installed false signs or those likely to mislead customers in relation to the quality, characteristics and origin of the same;
- ★ perform activities aimed at or involving the counterfeiting or alteration of a trademark or other distinctive sign belonging or attributable to third parties;
- ★ use, directly or indirectly, counterfeit or altered trademarks and other distinctive signs.

CERETTO AZIENDE VITIVINICOLE S.R.L. guarantees compliance with principles of correctness and integrity in its relationships with competitors and condemns any form of agreement aimed at altering market rules.

The Company requires the Recipients of the Code of Conduct to respect the rules imposed to protect copyright.

CERETTO AZIENDE VITIVINICOLE S.R.L. uses computer systems in full respect of the legislation on copyright and prohibits the acquisition of programmes, operating applications and any other IT component in the absence of the prescribed licences.

The following behaviours are prohibited, by way of example:

- ★ illegal duplication of computer programmes as well as creation and/or use of instruments aimed at removing or evading computer programme protection systems;
- ★ reproduction and/or dissemination, even only partly, of works protected by copyright.

#### **8. QUALITY STANDARDS OF WINES AND PRODUCTS SOLD.**

CERETTO AZIENDE VITIVINICOLE S.R.L. has always been committed to guaranteeing the absolute quality of the products it sells and respect of industry regulations, also by way of specific certifications.

The Company provides, also through the labelling process, complete and correct product information.

The other group companies (Ceretto Azienda Agricola and Relanghe s.r.l.), engaged in the production of wines and desserts act in a similar manner.

CERETTO AZIENDE VITIVINICOLE S.R.L. rejects any form of food adulteration and fraud and any undue use or counterfeiting of geographical indications or denominations of origin and does not hold any relationship with third parties (suppliers, distributors, importers) that do not provide guarantees of integrity, professionalism and respect of the rules.

CERETTO AZIENDE VITIVINICOLE S.R.L., primarily, markets fine wines of the Langhe territory, produced by companies of the “*Azienda Agricola Ceretto Società Agricola S.S.*” group.

The crops, the choice of grapes and the raw materials, along with the production process, occur in strict compliance with the legislation and rules on the production of Italian D.O.C. and D.O.C.G. wines approved by the Ministry of Agriculture and the additional Italian and European regulations.

The wine production must respect a set of mandatory requirements, parameters and characteristics, aimed at guaranteeing the quality of the product and, at the same time, guaranteeing protection of the consumer and the manufacturer, in respect of the interests of the wine industry.

The rigorous procedures on internal management and certifications of conformity, also relating to organic production and product labelling, complete the virtuous cycle that stretches from cultivation to the creation of high-quality wines that meet all required standards.

Respecting the set of requirements and technical-regulatory parameters constitutes a key pillar for guaranteeing the quality and wholesomeness of the product, along with the protection of customers, consumers and the entire wine production chain.

CERETTO AZIENDE VITIVINICOLE S.R.L. imports high-quality fine wines from abroad through a project, **Ceretto Terroirs**, established in 2003 which has grown over time with a focus on French wines from Champagne and Burgundy, always in strict compliance with industry regulations.

The Company also markets products of Relanghe s.r.l., another company of the Ceretto group, which are the result of strictly regulated and certified production processes. The quality of the end product is guaranteed, in particular, by the use, as a raw material, of the Piedmont I.G.P. hazelnut.

## **9. MANAGEMENT AND USE OF IT SYSTEMS AND TOOLS.**

All computers and IT systems of CERETTO AZIENDE VITIVINICOLE S.R.L. must only be used for work-related reasons and requirements, in respect of the rules of law and any internal practices and procedures adopted.

The Company strongly condemns any illegal use of company IT tools, such as illegal access to a computer or

online system, possession, dissemination and illegal installation of equipment, codes and other means of accessing online or computer systems; possession, dissemination and illegal installation of equipment, devices or computer programmes aimed at damaging or interrupting an online or computer system; illegal interception, impediment or interruption of computer or online communications; installation, possession or illegal dissemination of equipment and other means of intercepting, impeding or interrupting computer or online communications; damage to information, data and computer programmes; damage to information, data and computer programmes used by the State or another public body or of public utility; damage to computer or online systems; damage to computer or online systems of public utility; completion of an illegal act on a computer document having evidential effectiveness; use and exchange of pornographic or child pornographic material.

In awareness of the risks connected to use of the internet, the Company strictly prohibits anyone from accessing the IT network for reasons that are not strictly linked to work requirements and demands that its employees use IT tools and social media websites in a responsible manner to ensure that no prejudice is caused, even reputational, for the Company and that, more generally, no crimes are committed through their use.

The Company undertakes to identify and apply, in full respect of legal rules, suitable systems to prevent the commission of cybercrimes and to guarantee correct use of the IT equipment provided to its employees and collaborators.

#### **10. PROTECTION OF OCCUPATIONAL HEALTH AND SAFETY.**

CERETTO AZIENDE VITIVINICOLE S.R.L. considers the protection of occupational health and safety to be a strategic and essential objective in the conduct of its business and it is constantly inspired by the fundamental principles and measures of Community derivation as well as the contents of Article 15 of Italian Legislative Decree no. 81/08 which is cited below in full:

*“The general measures of protection of the health and safety of workers in the workplace are:*

- a) assessment of all health and safety risks;*
- b) planning of prevention, aimed at achieving a system that integrates coherently into prevention the production and technical conditions of the company as well as the influence of environmental factors and the organisation of work;*
- c) elimination of risks and, where this is not possible, their minimisation in relation to the knowledge acquired based upon technical progress;*
- d) respect of ergonomic principles in the organisation of work, the design of workspaces, the choice of equipment and the definition of work and production methods, particularly in order to reduce the effects on health of monotonous and repetitive work;*
- e) reduction of risks at source;*
- f) replacement of what is dangerous with what is not dangerous or with what is less dangerous;*
- g) minimisation of the number of workers who are, or who may be, exposed to risk;*
- h) limited use of chemical, physical and biological agents in the workplace;*



- i) priority of collective protective measures over individual protective measures;*
- l) supervision of workers' health;*
- m) removal of the worker from exposure to risk for health reasons relating individually to him/her and his/her employment, where possible, in another role;*
- n) adequate information and training for workers;*
- o) adequate information and training for managers and supervisors;*
- p) adequate information and training for workers' safety representatives;*
- q) adequate instructions to workers;*
- r) participation and consultation of workers;*
- s) participation and consultation of workers' safety representatives;*
- t) planning of measures deemed appropriate to guarantee the improvement of safety levels over time, also through the adoption of codes of conduct and good practice;*
- u) emergency measures to be implemented in the event of first aid, fire-fighting, evacuation of workers and serious and immediate danger;*
- v) use of warning and safety signs;*
- z) regular maintenance of rooms, equipment, systems, with particular regard to safety devices in conformity with the manufactures' indications. The measures relating to health, safety and hygiene during work must not in any case entail financial costs for workers."*

With a view to pursuing the highlighted purposes, the Company undertakes to disseminate and make known, both to its employees and to third parties who, in various guises, perform, even temporarily, their work activity at the same, the health and safety principles based upon which the Company performs its activity, also promoting compliance with this Code of Conduct.

CERETTO AZIENDE VITIVINICOLE S.R.L. guarantees, also through the Organisation and Management Model adopted in accordance with the 231 Decree, the correct fulfilment of regulatory obligations imposed to protect the safety of workers and takes steps to adopt the best available practices and to ensure that its personnel, equipped with high professionalism and technical capability, are adequately informed, trained and educated.

The Company takes steps to protect any external collaborators and third parties present at the company premises.

All persons holding rights and obligations in relation to occupational safety (such as the employer, supervisors and workers) must, insofar as they are responsible, guarantee fulfilment of the regulatory obligations and the company procedures and practices on workplace safety, also by way of the necessary coordination and mutual collaboration.

Tools and instruments provided by the Company must be used exclusively to carry out the assigned work duties; accordingly, it is prohibited to use the same for personal purposes or for any non-business-related purposes.

## **11. ENVIRONMENTAL PROTECTION.**

The conduct of an economic activity in respect of the environment and of environmental sustainability is, for CERETTO AZIENDE VITIVINICOLE S.R.L., a necessary characteristic of a business that aims to be eco-friendly.

For these purposes, the Company considers it important to promote among its personnel marked sensitivity to environmental matters, both for personal protection and for protection of the environment in general.

Through appropriate procedures and practices, CERETTO AZIENDE VITIVINICOLE S.R.L. guarantees full respect of the legislation in force, both nationally and at Community level, on environmental protection and, in particular, waste management.

## **12. PROTECTION OF CONFIDENTIALITY AND PRIVACY.**

It is strictly prohibited for the Recipients to use and process information and data in possession of CERETTO AZIENDE VITIVINICOLE S.R.L. for personal purposes and/or for purposes of third parties and, in any case, for reasons different from those that are permitted, as well as to use information or news, acquired in performing the role, for their own benefit and/or that of third parties.

The processing of personal data of employees and third parties by the Company, occurs in full respect of the legislation in force on privacy protection (in particular, in conformity with Regulation EU 679/2016 and the national implementing regulations), and based upon criteria of transparency, fairness and lawfulness, also promoting the adoption of systems aimed at avoiding risks of destruction, loss or unauthorised access to or processing of data.

## **13. CENSURE OF EXPLOITATION AND REJECTION OF RACISM.**

CERETTO AZIENDE VITIVINICOLE S.R.L. condemns and rejects any form of exploitation of persons, reduction to slavery and any other conduct that may harm human freedom and dignity in any way.

The Company also condemns the recruitment of labour with the aim of using it for work at third parties in exploitative conditions, benefiting from the state of need of workers, and the use and employment of labour while subjecting workers to exploitative conditions and benefiting from their state of need, in any way in which such activities are implemented.

The Company holds relationships with suppliers and, more generally, with third parties who must satisfy requirements of reliability and correctness in the performance of their activity so as to prevent forms of exploitation of persons and undertakes to terminate any link with those entities in relation to which it has good reason to believe they are implementing practices of exploitation of workers and, more generally, of persons.

CERETTO AZIENDE VITIVINICOLE S.R.L. rejects any form of racism, antisemitism and spreading of ideas based upon racial superiority or ethnic hatred. Behaviours, implemented by Recipients of this Code of Conduct, that are inspired by hatred or racial, ethnic, national or religious discrimination are strictly prohibited, along with behaviours aimed at denying or minimising the Shoah or other acts of genocide, war or crimes against humanity.

The Company undertakes to punish severely those who implement such behaviours and it guarantees, through strict respect of internal procedures, that its business activity is entirely extraneous to profiles contrary to the common sense of humanity.

#### **14. COMBATTING ORGANISED CRIME AND TERRORISM**

CERETTO AZIENDE VITIVINICOLE S.R.L. condemns organised crime and rejects any form of association aimed at committing crimes.

The Company also condemns terrorism along with the financing, in any way it occurs, of conduct having such purposes.

Through the internal procedures and respective control mechanisms, the Company is able to establish the appropriate defences and reactions by immediately ceasing any form of relationship with persons against whom there is good reason to believe they may implement behaviours prohibited in accordance with this paragraph.

#### **15. IMPLEMENTATION OF THE CODE OF CONDUCT**

CERETTO AZIENDE VITIVINICOLE S.R.L. disseminates among the Recipients knowledge of this Code of Conduct as well as any updates.

The Recipients, insofar as they are responsible, must guarantee respect of the contents of the Code of Conduct, inform the Supervisory Body of any criticalities encountered or difficulties of interpretation or need for update, and report any violations to the Supervisory Body.

It is important that those holding positions of responsibility within the Company take steps to ensure that persons subordinate to them act in conformity with the requirements of the Code of Conduct and provide a good example with their own professional conduct.

#### **16. SUPERVISION, RESPECT OF THE CODE OF CONDUCT AND SANCTIONS**

The duty of overseeing precise respect of this Code of Conduct, in full respect of confidentiality and of the applicable rules of law, is held by the Supervisory Body, a body of the Company established as part of the Organisation, Management and Control Model adopted in accordance with the 231 Decree.

Reports of conduct considered harmful of the principles and values dictated by this Code of Conduct may be sent to the Supervisory Body via the dedicated IT platform.

The whistleblower may also make the report orally, by way of a declaration issued before the SB; in that case, the SB convenes the whistleblower within a reasonable period of time (no more than 7 days from the request) and a report of the declaration is drafted and signed by the whistleblower, who is entitled to receive a copy thereof.

The guarantees to protect persons involved in the report as well as the whistleblowing procedure are regulated in procedure H “*Reports of illegal conduct relevant for the purposes of Italian Legislative Decree no. 231/01 and of violations of the Model and the Code of Conduct*” to which reference is made.

The Directors, by accepting the assignment, also assume the obligation to respect the content of this Code of Conduct, the Organisation and Management Model adopted in accordance with the 231 Decree and, insofar as they apply, the application practices and procedures.

In the event of violations, by the Directors or by the other corporate bodies, of the obligations cited above, the Company will implement the appropriate actions in conformity with the provisions of law and of the Articles of Association.

Employees of CERETTO AZIENDE VITIVINICOLE S.R.L. accept, from the time of signing the employment contract, also by virtue of the provisions of Articles 2104 (“*Diligence of the employee*”) and 2105 (“*Duty of loyalty*”) of the Italian Civil Code, the obligation to respect the provisions of this Code of Conduct, the contents of the Organisation and Management Model adopted in accordance with the 231 Decree as well as the practices and protocols/procedures cited in those documents.

In relation to employees, any violation of the obligations listed above may give rise to the application of disciplinary sanctions in accordance with Art. 2106 of the Italian Civil Code (“*Disciplinary measures*”) in full respect of the provisions of the National Collective Bargaining Agreement applicable and in force at the time of the events as well as in conformity with the dispute procedures indicated in Art. 7 of the Workers’ Statute and in conformity with the disciplinary system contained in the Organisation, Management and Control Model (Chapter 7).

In circumstances where the violations involve personnel seconded to CERETTO AZIENDE VITIVINICOLE S.R.L. or, in any case, personnel of other companies of the Group who perform activity for CERETTO AZIENDE VITIVINICOLE S.R.L. based upon contracts signed between those companies, the latter will notify immediately the seconding company that holds the employment relationship so that it may adopt the appropriate disciplinary measures against the transgressor and without prejudice in any case to the other possible consequences of contractual nature.

External persons who, in any capacity, establish a relationship with CERETTO AZIENDE VITIVINICOLE S.R.L. contractually undertake

to respect the provisions of this Code of Conduct.

In relationships with third parties, specific contractual clauses may be established which, in conformity with the provisions of the Italian Civil Code (such as Article 1453 “*Termination due to non-performance*” and 1454 “*Notice of default*”) envisage sanction mechanisms, differentiated based upon the severity of the violations or in circumstances of reiteration, in cases of breach of the Code of Conduct.