

Ethical code



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1. Introduction – What is a Code of Ethics

The following document does not increase Sapre's degree of compliance with the law or its reputation because legal responsibility, compliance with the law, and correctness are essential conditions for the Company's very existence.

The primary objective of the Code of Ethics is to make the set of rights, duties, and responsibilities of the Company towards stakeholders (employees, suppliers, customers, Public Administration, shareholders, etc.) common and widespread, in addition to the values in which the Company recognizes itself, at all levels, ensuring that anyone, whenever called upon to make a decision, clearly remembers that it is not just their own interests, rights and duties that are at stake, but also those of others. In other words, the well-being and respect of everyone must always and explicitly be taken into consideration at every stage of daily activities.

In the business context, the absence of an ethical consideration of one's actions could lead to potentially opportunistic behavior dictated by the mistaken belief that one is doing the good of the Company. Therefore, the value of a Code of Ethics aimed at reiterating that in no way can the conviction of acting for the benefit of the Company justify the adoption of behaviors in contrast with shared principles and values is evident.

This document contains indications valid for all company representatives, external collaborators, and suppliers of the Group. It will not directly strengthen the competitive position, but it will do so indirectly if it allows everyone to adopt an ethical vision and a shared culture.

2. Presentation of the Company

Sapre was founded in 1988 as an artisan company dealing with finishing treatments of ferrous and non-ferrous metals. Over the course of its history, the Company has undergone various evolutions; in 1998, the Company, led by the surveyor Gianfranco Bollini, followed a development policy oriented towards direct supply, reducing the work of subcontractors.

To do this, it develops the entire production cycle, starting with the molding of the die-cast and ending with the supply of the finished piece, with any processes and treatments requested by the customer.

The success of the company policy on the market allows the development and expansion of the Company, which in the meantime has become a limited liability company, subsequently moving to the new headquarters in Gorla Minore (VA) on a production area of approximately 4000 m², with the implementation of new machinery, systems, and equipment.

In July 2023, Sapre was acquired by Bruschi SpA, a company operating in the zinc alloy die-casting sector for over 75 years. This acquisition implements Bruschi's technological differentiation strategy by entering the aluminum alloy die-casting market.

This technological diversification follows the diversification in terms of geographic market materialized in 2020, with the acquisition of the Milwaukee, WI production unit in the United States from the German HUF group, and is consistent with the growth strategy set by the Company: a strategy that saw Bruschi SpA go from a turnover of 16.5 million euros in 2013 to a turnover of 43 million euros in 2022, with a forecast for 2023 of 55 million euros.

Bruschi SpA, together with Sapre Srl and other companies, therefore positions itself today as a vertical and integrated technology partner for its customers in Europe and North America, going from a staff of 220 employees to a post-acquisition team of 270 employees in three different production plants between Italy and the United States.

3. Standards of behavior

3a. Health and safety of workers

Sapre ensures that all its collaborators have a working environment that complies with health and safety regulations and accident prevention.

The Company adapts to current regulations on safety and hygiene at work and is committed to spreading and consolidating a culture of safety.

Sapre and all its collaborators are committed to putting safety first, taking a responsible attitude, and focusing on the prevention of accidents and health problems, protecting themselves, their collaborators, and any visitors present.

It is required to wear always the mandatory personal protective equipment for the activity. It is mandatory to immediately report any workplace incident, injury, illness, or unsafe practice to the supervisor. Everyone is called to proactively address safety issues before they cause an incident or injury, bringing them to the attention of the safety supervisor, the Safety Representative (RLS), or the HSE function. Suggestions for improving workplace safety are welcome and can be reported to the HSE function, one's supervisor, the Safety Representative (RLS), or the safety supervisor or placed in the suggestion box for review and evaluation.

3b. Absence of discrimination, harassment, or illicit violence in the workplace

Sapre condemns any form of discrimination and/or abuse. It, therefore, repudiates any activity that may involve the propaganda of ideas based on racial, ethnic, or religious superiority or hatred and the commission of acts of discrimination and violence, or even just the incitement or incitement to such acts, for racial, ethnic, national or religious reasons. Phenomena such as racism, xenophobia, the denial of crimes against humanity, in whatever form they are manifested, including diffusion through the press or social media, are condemned in the most absolute way.

The Company opposes any behavior or attitude that is discriminatory or harmful to a person, their beliefs, and their preferences (for example, insults, threats, isolation, excessive intrusiveness, or professional limitations).

Sapre considers absolutely unacceptable and, therefore, prohibits any type of harassment or unwanted behavior, such as those related to race, gender, or other personal characteristics, that aim to and result in violating the dignity of the person to whom such harassment or behavior is directed, both inside and outside the workplace. Violence or the threat of violence in the workplace is unacceptable. Violent behavior and threats should be reported to the supervisor or human resources personnel, who will investigate. Employees who engage in violence or threats of violence may face disciplinary action or dismissal, as well as criminal prosecution.

3c. Use of company time and assets

Collaborators cannot carry out other activities during their working hours that are not consistent with their organizational duties and responsibilities.

Collaborators are directly and personally responsible for protecting and conserving physical and intangible assets and resources, be they human, material, or immaterial, entrusted to them for the performance of tasks, as well as for using the same in their own way and in compliance with the national and international laws in force, in the social interest, and according to the diligence of the "good father of a family."

3d. Diligence, accuracy, quality

Sapre and all its Collaborators undertake to carry out their duties with the necessary diligence and accuracy, in compliance with the directives given by hierarchical superiors and/or managers, and, in general, with company quality standards.

The production of data and reporting, with particular attention to financial documentation, must be based on the principles of transparency, completeness, and accuracy.

Every operation and transaction must be correctly recorded, authorised, verifiable, legitimate, coherent and appropriate.

All actions and operations of the Company must be adequately recorded, and it must be possible to verify the decision-making, authorization, and implementation process. For each operation there must be suitable documentary support to allow, at any time, the carrying out of checks that certify the characteristics and reasons for the operation and identify who authorized, carried out, recorded and verified the operation itself.

4. Rules for conducting business

4a. Correctness and observance of the laws

Sapre and all its Collaborators act in full compliance with the laws, rules, and regulations in force in the countries in which it operates. The Company ensures that all the subjects operating within it comply with the principles of correctness and loyalty in carrying out their internal and external functions, also for the purposes of maintaining Sapre's image and the relationship of trust established with the Customers and, more generally, with third parties.

In carrying out its activities, Sapre acts in full compliance with the applicable national and international laws and regulations, including tax and fiscal laws, intellectual and industrial property protection, copyright laws, competition, and antitrust regulations.

The following regulations, in particular, are the basis of this Code: the 10 fundamental principles of the UN Global Compact, the Declaration of the International Labor Organization on fundamental principles and rights at work, the Responsible Business Alliance (RBA) code of conduct.

This commitment must also apply to consultants, suppliers, customers, and anyone with relationships with Sapre, which will not start or continue any relationship with anyone who does not intend to align with this principle.

4b. Integrity, anti-corruption, representation

In all its commercial interactions, the Company must always operate in accordance with the most rigorous standards of integrity and in compliance with all regulations in force in the fight against corruption. Gifts and representation are part of the normal course of business. It is permitted to accept or give gifts from current and potential suppliers or customers, just as it is permitted to invite or accept invitations from the latter to representative events, within the normal rules of hospitality and courtesy.

Under no circumstances is it permitted to give or accept gifts of money or loans.

It is forbidden to grant gifts, loans, or entertainment benefits to public employees. It is prohibited to offer or accept any object, service, or provision of value to obtain more favorable treatment in relation to any relationship with the Public Administration.

If the Company uses a consultant or a 'third party' to represent it in dealings with the Public Administration, it must be ensured that the same directives applicable to the Company's employees are also applied to the consultant and their staff or the third party.

It is never permitted to accept or give business, representation, or courtesy gifts if they compromise or appear to compromise one's ability to make a correct and objective business decision.

4c. Antitrust and competition

Sapre recognizes the fundamental importance of a competitive market and, in compliance with national and international antitrust regulations, as well as the guidelines and directives of the Competition and Market Guarantor Authority, does not engage in conduct or sign agreements with other companies that can negatively influence the competition regime between the various operators in the reference market.

In particular, Sapre and the Stakeholders avoid practices (creation of cartels, market divisions, limitations on production or sales, conditional agreements, etc.) that represent a violation of competition laws, just as they avoid engaging in other conduct which may lead to a distortion of competition in the acquisition of goods and services, for example through the corruption of private contractual counterparties.

Sapre and all Stakeholders must also refrain from applying undue pressure, threats, acts of violence, artifices, fraudulent means, or, in any case, conduct that may prevent or disturb, in any way, the carrying out of the commercial and entrepreneurial activity of others or the free exercise of competition on the market. In the context of fair competition, the Company is committed to not knowingly violating the intellectual property rights of third parties.

4d. Confidentiality and Data Privacy

Sapre is committed to protecting its information systems from illegitimate access and unauthorized disclosure of the information processed while ensuring full compliance with applicable regulations on the protection of personal data and information security standards.

4e. Sustainability

Sapre believes that companies' futures should be aimed at pursuing maximum customer satisfaction, improving health and safety conditions at work, and reducing environmental impacts and energy consumption throughout products' entire life cycles. Sapre is therefore committed to implementing an integrated business management system compliant with the requirements of the ISO 9001:2015 standard and aligning itself with specific customer requirements, including codes of conduct, international good practices, and the requirements specified in the ISO guideline 26001 on social responsibility.

To do this, Management has defined well-defined resources, tools, and management responsibilities, which can be found in the Sapre Sustainability Policy attached to this document.

5. Method of implementation and control of the Code of Ethics

5a. Scope of application of the Code of Ethics

The Sapre Code of Ethics applies to all group collaborators in every location, at any level and role. Each Collaborator is required to examine this Code and use it as a reference in case of problems or doubts about how to behave. The code also applies to all its stakeholders, such as directors, consultants, auditors, and other business partners, customers, and suppliers.

5b. Dissemination and communication of the Code of Ethics

Sapre undertakes to promote and guarantee adequate knowledge of the Code of Ethics by disseminating it to interested parties through specific and adequate communication activities.

5c. Reports of critical issues

If you become aware of a situation that could constitute a violation of this Code, you must promptly report it.

Many problems and risks can be completely resolved, or their impact reduced, if addressed promptly.

Sapre, in compliance with Legislative Decree 24/2023, has activated the Whistleblowing reporting procedure, an integral part of this code of ethics, to which reference should be made for the operational reporting methods.

5d. Disciplinary measures and sanctions

Behaviors not in line with Sapre's way of doing business - described in detail in this Code - will compromise relations between the Company and violators and may lead to sanctions of various kinds.

In relation to the seriousness of the violations, the type of rule violated, the kind of employment relationship, the nature of the facts, any precedents, and any other circumstance will be applied - in accordance with the law and the current CCNL –

specific sanctions (for example, verbal warning, written warning, fine, suspension, etc.). Additionally, any manager who directs, approves, or ignores any behavior that violates the Code or has knowledge of such behavior and fails to report it immediately will be subject to disciplinary action.

For Recipients who are not Collaborators, compliance with the Code of Ethics is a prerequisite for continuing the professional relationship / collaboration with Sapre.