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1. INTRODUCTION

1.1 GUIDING PRECEPTS AND PURPOSE

METEOR Srl (hereinafter also "Company" or "METEOR") carries out an activity of design, production, marketing and sale of GEAR motors and servomechanisms for the domestic, professional, medical and industrial sectors, becoming over the years a reference supplier for leading companies in these sectors. Reputation and reliability are important values, confident that honesty, integrity, safety, transparency in operations and human rights respect are essential foundations of one's Company policy.

Consistently, METEOR's Code of Ethics and Conduct (hereinafter also "CODE"), a fundamental part of its strategy, expresses the set of values, principles, guidelines, commitments and moral responsibilities in conducting its business, leading to responsible behavior by employees pursuant to article 2104 of the Civil Code and by all those who work in the name and on behalf of the Company. In pursuing the achievement of its goals, METEOR operates in strict compliance with the law and the principles contained in this CODE OF CONDUCT.

1.2 APPLICATION OF THE CODE

Recipients of the CODE OF ETHICS are the employees, representatives and operators who act within and on behalf of METEOR, in general those who are directly or indirectly, permanently or temporarily involved in the Company's business i.e. customers, suppliers, partners, collaborators, public institutions or legitimate stakeholders in your regard.

All business partners shall observe the provisions contained in this CODE and refrain from behaviors contrary to the requirements set out in this Code. In this regard, METEOR supports an adequate continuous training and awareness program on the contents of the CODE.

METEOR undertakes to maintain high standards as regards human rights, labour rights, environmental responsibility, demanding the same from its commercial partners.

METEOR undertakes to verify and monitor the CODE application as well as the use of consistent sanctions in the event of any breach of provisions set forth by the same. In every relationship maintained by METEOR, even with third parties unrelated to the Company, all stakeholders must be informed of the existence and contents of this CODE and are required, by express contractual provision, to respect them. To this end, with respect to third parties, all recipients of the CODE, each on the basis of their own responsibilities, will take care to:

- ✓ adequately inform them about the commitments and obligations imposed by the CODE;
- ✓ demand compliance with the obligations that directly concern their activity;
- ✓ demand compliance with the obligations that directly concern their activity;
- ✓ adopt the appropriate internal and, if within its competence, external initiatives, in the event of non-fulfilment by third parties of the obligation to comply with the rules of the CODE.

1.3 VALUE OF PEOPLE

Employees and Partners are the main success factors of METEOR which protects human rights and supports professional lives by planning continuous growth paths to enhance the skills and talents of each, promoting an internal collaborative spirit and a sense of belonging in a well-being work environment. The recruiting, training and professional growth are implemented without any discrimination according to right criteria, competence and skills.

1.4 STAKEHOLDERS

Stakeholders are those subjects who are entitled, in a broad sense, to enter into relations with METEOR.

Stakeholders, whose participation in the Company's activity is of fundamental importance, are the members of METEOR, the directors, supervisory bodies, as well as employees, whose participation in the Company's activity is of fundamental importance, are the members of METEOR, the directors, supervisory bodies, as well as employees. Public institutions, trade companies, associations and political parties, citizens and all the community are all also stakeholders.

The maintenance and development of relationships based on the values of ethics and legality with stakeholders is, therefore, a primary focus of the Company.

2. RELATIONSHIP WITH PERSONNEL

2.1 HEALTH AND SAFETY

METEOR shall ensure a safe and health promoting working environment and living accommodations to prevent accidents, injuries or illness and to fulfil the legal obligations concerning safety training at work in accordance with the Internal Company Regulation of 04/04/2023, paragraph 12.

METEOR is also committed not only to inform, but also to implement the prevention measures adopted, making each employee and collaborator aware of the fact that the effectiveness of these measures is conditioned by the effective implementation of the individual provisions by the respective recipients.

Employees, collaborators and all those who come into contact with METEOR shall be liable to know and comply with the safety policies and procedures. METEOR ensures the safety and quality of the products and services provided by the Operating Companies, in order to obtain and preserve the trust that customers place in the safety and quality of its products.

2.2 WORKING HOURS AND FAIR WAGE

METEOR, in accordance with Legislative Decree 152/92 as amended by Legislative Decree 104/22, respects the balance between work and free time. It ensures the protection of the principle of equal opportunities, supports the professional growth of the resources assigned and manages career growth and salary advancements

2.3 FREEDOM OF ASSOCIATION AND COLLECTIVE BARGAINING

METEOR must respect any right of employees to exercise lawful right of free association. All employees are free to bargain collectively.

2.4 NON-DISCRIMINATION AND HARASSMENT

METEOR must ensure no tolerance of any type of discrimination, intimidation and harassment or abuse due to personal beliefs or any other characteristics (gender, age, race, religion, disability, disease, nationality, sexual orientation, political affiliation, marital status) and to respect diversity and cultural differences thanks to which it enriches its culture. All employees and collaborators must treat each other with respect and dignity.

2.5 CHILD LABOUR

METEOR bans any form of child labor or forced, compulsory and slave labor.

2.6 FUNDAMENTAL RIGHTS

METEOR POLICY is based on compliance with the respective labor laws. All employees and applicants will be treated strictly according to their respective skills, ideas and knowledge as well as their qualifications in all employment-related decisions including hiring, compensation, promotion, training, termination and termination

2.7 NO COMPETITION

METEOR recognizes and respects the right of its directors, management, employees and collaborators to participate in other types of fair manner activities other than those carried out in their own interest, providing that they are permitted by law and do not conflict with the duties assumed towards METEOR.

3. ETHICAL PRINCIPLES

3.1 TRUST AND LOYALTY

METEOR maintains a relationship of mutual trust and loyalty with each employee

The obligation of loyalty entails, among others, the prohibition to engage in employment with third parties, even consultancy only, without being previously authorized by METEOR and activities in any case contrary to the interests of METEOR or incompatible with the duties imposed by one's office and role on the internal to the company

3.2 COMMITMENTS AND DUTIES OF MANAGEMENT

METEOR, in the function of directors and its Management, complies with the values of this CODE and represents an example for its collaborators and promotes knowledge of the CODE to all its recipients. The directors and Management are inspired by the principles and values indicated in the CODE and are responsible for the implementation and assurance of compliance with the CODE. Responsibility includes that employees have read and understood the CODE, ensuring their regular training. They also have the task of adopting corrective measures when required by the situation and to prevent retaliation of any kind for employees who provide news of possible violations of the CODE OF ETHICS in good faith

3.3 COMMITMENTS AND DUTIES OF EMPLOYEES

Employees and cooperators, shall observe and comply, in carrying out their work, with the CODE OF ETHICS. They are required to report any cases of non-compliance without being subject to retaliation and other negative consequences for the whistleblower

3.4 CONFLICT OF INTERESTS

In order to avoid any kind of conflicts of interest, each activity carried out must be undertaken solely and exclusively in the interest of METEOR, in a lawful, transparent and ethical manner

3.5 FAIR COMPETITION

METEOR shall support the principles of free enterprise and fair competition as the basis for business development and innovation. complies with international trade standards and the respective applicable competition law regulations. Reputation represents one of the fundamental principles of its corporate vision achieved in compliance with quality standards and continuous feedback, constant in respect of timing and customer needs.

3.6 ACCOUNTING TRANSPARENCY

METEOR is inspired to principles of legacy, loyalty correctness and transparency.

In any commercial operation and transaction Meteor ensures correct recording, transparency of its financial statements. METEOR has zero tolerance for corruption. In drafting the financial statements and any other type of accounting documentation, complies with the laws and regulations in force

4. ENVIRONMENT

4.1 ENVIRONMENTAL PROTECTION

Each employee plays an important role in the continuous improvement of environmental protection that affects their operations and must act in compliance with the internal provisions issued according to the Company's Internal Regulations of 04/04/2023, paragraph 11, with local laws and regulations (for example in the field of waste management and disposal of hazardous waste and wastewater)

5. CONDUCT GUIDELINES

5.1 GIFTS AND ENTERTAINMENT

Recipients of the CODE must behave correctly in METEOR's affairs and in relations with the Public Administration. To this end, corrupt practices, illegitimate favours, collusive behavior are strictly prohibited. In order to obtain personal advantages, it is not permitted to pay or offer, directly or indirectly, gifts, acts of courtesy or rewards of any entity to customers, suppliers or third parties in general, public or private. No Director, member of Management, employee or collaborator is permitted to offer, provide, accept gifts or entertainment without METEOR's express authorization. In business relationships with customers, suppliers and consultants, benefits and gifts that could compromise the image of METEOR are forbidden.

5.2 RELATIONSHIP WITH MASS MEDIA, TRADE ASSOCIATIONS, SIMILAR AND PUBLIC INSTITUTIONS

Relations with the mass media trade associations and other similar entities are reserved exclusively for the delegated Company functions and responsibilities and within the limits of the specific delegations.

Management of the Company, all METEOR employees and collaborators, as well as all those who, in any capacity, represent the Company, must, in relations with public institutions and their officials and employees, follow behaviors based on the utmost correctness.

For this purpose illegitimate favours, collusive behaviour, corrupt practices, the solicitation, direct or through third parties, of personal advantages, of any kind and intended for anyone, must be strictly prohibited. In dealings with public institutions, it is not permitted to offer money or gifts to managers, officials or employees of the Public Administration or their relatives, both Italian and from other countries

5.3 SPONSORSHIP

Sponsorship activities may be promoted provided they are lawful and actually compliant to Company interests. These activities, deal for example within social, environmental, sporting and artistic spheres, must concern events that offer serious and quality guarantees.

5.4 RELATIONSHIP WITH BUSINESS PARTNERS

Directors and Management within the scope of their respective competences, are required to check that METEOR constantly aligns its conduct with the ethical standards of the suppliers and supervise compliance by these suppliers with principles similar to those contained in the CODE. METEOR pursues as its primary objective the satisfaction of customer needs, through the products and services supply in compliance with current regulations. In carrying out its business METEOR undertakes to behave in a fair manner in competition.

5.5 MARKETING ACTIVITIES

In marketing campaigns METEOR undertakes to provide only data and information corresponding to reality and to respect the law on privacy.

6. TOOLS AND DATA PROTECTION

6.1 USE OF COMPANY ASSETS

Employees, collaborators and Management are responsible for the protection of METEOR assets and undertake to protect them from theft, damage, loss and abuse, following respectful behaviors in their use. "Assets owned by METEOR" means tangible and intangible assets, such as structures, equipment, vehicles, software, computers, supplies, as well as network and IT systems, energy sources, ideas and innovations, and information and confidential data.

Employees are required, in particular, to use the means of transport, work equipment and safety devices correctly, to report any deficiencies in the means, devices and equipment, not to remove or modify, without authorization, the control devices, reporting and safety, to submit to the prescribed medical examinations and health checks and not to use or be in possession of, or under the influence of, alcohol, drugs or substances that could interfere with the safe performance of work

6.2 COMPANY DATA SECURITY

It is allowed to keep all business info and personal data secure and confidential at all times, maintaining the accuracy of personal data, collect only ones relevant to the purpose for which it is collected, read and understand the global data privacy policy.

It is forbidden to transfer your data outside the country where collected, to share personal data with anyone who doesn't have a relevant and legitimate business responsibility for the data, retain your personal data longer than necessary to complete Company objectives or meet the legal requirements. The information transmitted externally directly or indirectly referable to the Company must be complete, truthful and transparent, communicated only to and by employees delegated to do it in compliance with legal requirements.

6.3 INTELLECTUAL PROPERTY AND CONFIDENTIALITY

All news, information, knowledge, material relating to the Company organization, including negotiations, financial and commercial operations, know-how (contracts, deeds, reports, studies, drawings, patents) obtained during the employment relationship are strictly the property of METEOR and cannot be communicated or disclosed without specific and express authorization from the Board of Directors.

All employees and collaborators must maintain confidentiality not disclose such secret and confidential information to third parties or make any use of it likely to cause prejudice to METEOR. The obligation of confidentiality continues even after the termination of the employment relationship.

6.4 PERSONAL DATA PROTECTION

METEOR undertakes and ensures to protect personal data relating to employees, collaborators, commercial partners, acquired internally and in business relationships, to avoid any improper use and to respect the current rules on data privacy pursuant to Regulation (EU) 2016 /679 – GDPR

7. IMPLEMENTATION AND CONTROL OF THE CODE OF ETHICS AND CONDUCT

7.1 EFFECTIVENESS AND INFRINGEMENT OF THE CODE, DISCIPLINARY MEASURES

Acceptance of the rules set out in this CODE constitutes the formal requirement for the signing of the Individual Employment Contract.

Compliance with the provisions contained in the CODE must be considered binding for all recipients of the same. For METEOR employees, compliance with the CODE also represents an essential part of the contractual obligations incumbent upon them, pursuant to art. 2104 and 2105 of the Civil Code ("Diligence of the worker"), as well as for collaborators and for all those who represent, in any capacity, the Company.

Employees who do not act ethically and breach the CODE may be subject to disciplinary affirmative sanctions proportionate to the severity of the violation. They may include a verbal or written warning, temporary suspension or immediate termination of the employment relationship. For Consultants, managers, partners and Collaborators in general, the sanction provisions will be contained in the respective contractual agreements. METEOR undertakes to impose, with coherence, impartiality and uniformity, sanctions proportionate to the respective violations of the CODE OF ETHICS and compliant with current provisions regarding the regulation of employment relationships, as provided.

7.2 SUPERVISOR

Supervisor is responsible for monitoring compliance with the CODE OF ETHICS by the recipients of the same and coincides with the Management. Personnel may report any requests for clarification or possible non-compliance with the CODE to their direct managers or to the Supervisory Body (fabio.delloglio@meteoritaly.com). All requests will be answered promptly. With regard to the CODE the Supervisory Body will meet whenever deemed necessary and will ensure the evaluation of any cases of violation of the rules, providing for the adoption of the appropriate measures in the event of an infringement, in collaboration with the competent Company functions, in compliance with the laws, regulations and the CCNL (rev.05.02.2021) and that no one can be subjected to pressure or interference for reporting behavior that does not comply with the CODE.

In the event even one of the provisions of this CODE should conflict with provisions set out in the Internal Regulations or in the procedures, the Code will prevail over any of these provisions.

Read and understood

Date: Place:

Company:

Name:

Signature:

Position: