



GRELETRONICA
Custom Manufacturing Service

Corporate code of ethics

Adapted to Standard IATF 16949:2016 Rev 3 dated 26/08/2021



GR Elettronica s.r.l. ("GR") provides current and potential customers with goods and services in the industry of the production and control of electronic boards and equipment for third parties.

GR's business is made possible by its internal staff and external consultants as well as the companies providing it with goods and services. The awareness of such relationships, the relevant responsibilities and the protection of public and private customers and their requirements, are part of GR's corporate culture. This code of ethical self-regulation (the "Code") is designed to summarize the main principles and rules of conduct that GR's directors, managers, executives, employees and consultants of any kind as well as its providers are required to follow in conducting GR's business and performing their own tasks, but also in any internal and external relationships.

II - Effectiveness of the Code

1 - Compliance with the Code is an essential part of the employees' contractual obligations in compliance with, to the purposes of and in pursuance of Art. 2104 of the Italian Civil Code. The Code's principles and contents embody the duties of diligence, loyalty and good faith in performing work tasks, thus helping qualify the correct performance of said tasks. To this end every employee signs an acknowledgment of receipt of a copy of the Code as well as of the commitment to adhere to its contents. Any such acknowledgment shall be signed whenever the Code is subject to an amendment.

2 - Compliance with the Code is also required from long-term consultants and suppliers of machinery and services who can access GR's computer network in any capacity; they shall confirm in writing receipt of a copy of the Code and its subsequent amendments and shall commit to adhere to them.

3 – The other suppliers, consultants and third parties involved in GR's activities are made aware of the Code and are required to commit to compliance with its principles and rules of conduct.

III - General principles

1 - GR intends to conduct its business according to sustainable development principles that meet the needs of today's generations, without affecting the ability of future generations to meet theirs. GR specifically pursues economic efficiency without jeopardizing social development and the environment.

2 - GR promotes and defends fundamental human rights, rejecting in its internal and external relationships any discrimination based on sex, ethnicity, language, religion, political affiliation, sexual and other personal and social conditions.

3 - GR acts in strict compliance with national and international laws as applicable in Italy and in any other country in which it operates. It is aware that the adoption of and adherence to ethical principles play an essential role in preventing general wrongdoing and all offences for which legal persons are liable under Italian Legislative Decree No. 231 of 8th June 2001. To this end the Code's rules of conduct are the basic reference with which the recipients are required to comply in the performance of any sensitive corporate tasks under the above-mentioned Decree and in all relationships with stakeholders, in particular the Public Administration and public officials and employees.

4 - GR is also compliant with all principles of integrity and transparency; and it carries out operations and transactions that are properly authorized, verifiable, consistent and adequate. GR firmly rejects corruption as a way of conducting business, nobody being allowed to either promise or give money or other benefits in order to receive undue services, or to request or receive money or other benefits for the performance of undue services.

5 - As an entity working on behalf of third parties, GR is aware of the importance of intellectual property and consequently respects and protects the contents in its various forms, in particular patents, trademarks, trade and industrial secrets and know-how in general.

6 - GR acknowledges that fair competition is essential in the development of business activities and consequently never adopts any conduct or takes any action opposed to free fair competition.

7 - The adoption of any conduct in contrast with the inspiring principles of the Code can never be justified by the conviction of acting for the benefit or on behalf of GR.

IV - Relationships with customers

1 - Whoever makes use of GR's production of electronic boards and equipment and/or benefits from GR's services will be deemed a customer by GR.

2 - GR does not discriminate against any customers without having objective reasons and its relationships with them are based on availability, professionalism and honesty, as well as on this Code's general principles, i.e. human rights, financial integrity, intellectual property protection and fair competition.

3 - Considering customer satisfaction an essential element of any proper customer relationship, GR makes use of procedures and tools designed to verify and assess customer satisfaction levels in order to be able to take timely actions and quickly and effectively improve such levels, if needed. GR provides clear feedback to customers' remarks, requests and complaints.

4 - GR takes all measures needed to ensure that the processing of customers' data is compliant with statutory and regulatory provisions and that said data is kept confidential according to the customers' specific instructions. In any case GR uses any information disclosed to it only in close connection with and based on its business relationships, thus excluding any insider trading conduct. Likewise GR keeps all technical or commercial information disclosed to it in the course of the relationship with the customers safe and confidential.

5 - In pursuing the technological innovation of its business in order to anticipate market needs and meet customer requirements, GR devotes suitable resources to the study and development of new techniques and solutions. It also takes care of the continuous training of its staff, who are expected to be familiar with the most innovative operational techniques and solutions and able to properly apply them.

6 - GR ensures the safety of customer products, their strict compliance with all regulatory and technical standards, and the adoption of appropriate control procedures.

7 - GR avoids all misleading, aggressive or otherwise improper practices in advertising and marketing communications with its customers, such communications including transparent exhaustive information on GR's activities and services

8 - GR carefully assesses the feasibility of the services required by its customers as concerns any regulatory, technical and economic conditions; and it never takes on any contractual commitments that are likely to cause it to have to save on the quality or safety of its products and services. In particular, GR's primary goal is the production of electronic boards and equipment as characterised by parameters that ensure quality and safety levels suitable for a long lifespan.

V - Relationships with suppliers

1.- GR considers as its own supplier whoever markets or manufactures or provides other services related to the products or parts of products to be processed and/or incorporated into the electronic boards and equipment produced by GR;

2 - GR's procurement is based on the quality and cost of any goods and services on offer, on the suppliers' economic and technical reliability, and on timely deliveries - all current and future suppliers being consistently handled based on said requirements. In particular, the selection of suppliers is based on the criteria of the technical fitness of products, parts of products and proposed services, their quality, the affordability of the offer, the possession and use of proper corporate quality systems, the commitment to strict compliance with delivery times, and the sharing and application of the principles included in this Code. GR makes sure every six months that the conditions existing at the time of the selection are maintained.

3 - GR is committed to preserving the health and safety of all suppliers and any employees/collaborators that may happen to be working on GR's premises in compliance with the current legislation; and it requires said suppliers to respect under all circumstances workers' rights and child labour protection.

4 - GR adopts special transparent and impartial procedures in order to assess the suppliers' reliability and competence, the cost-saving potential of their offers, and their ability to ensure timely performance and assistance.

5 - GR's relationships with its suppliers are based on fairness and loyalty.

VI - Relationships with employees

1 - Whoever has a work relationship with GR aimed to achieve the corporate purpose will be deemed a GR employee.

2 - GR rejects any discrimination against employees based on sex, ethnicity, religion, political affiliation, sexual and other personal and social conditions. In particular, GR fosters and promotes equal opportunities for men and women. Staff selection observes the non-discrimination principle based on the Company's actual specific needs and the professional requirements of the different positions.

3 - GR promotes a work environment where the dignity of each individual is ensured and personal relationships are based on respect, honesty, fairness and cooperation. In particular: - GR complies with all regulatory and legal provisions governing the establishment, development and termination of an employment relationship – including access to welfare and social security provision services – and applies any legislation based on the principle of equality of workers; - GR does not engage in any action or conduct that is not covered by applicable collective and individual labour agreements, thus respecting employees/collaborators' personal dignity - even when exercising its powers of authority and hierarchy - and avoiding all forms of abuse.

4 - GR emphasises the value of individual skills, capabilities and commitment through consistent assessments, also in view of work organization.

5 - GR complies with all legal, regulatory and technical standards from time to time applicable to the protection of workers' health and safety. It also adopts suitable control systems in implementing the general following principles: elimination of risks, assessment of unavoidable risks, adoption of protection measures at source, choice of jobs and equipment, planning of prevention in view of the creation of a consistent system integrating technology, work organization, working conditions, social relationships and the influence of the working environment, priority given to collective protection measures, provision of suitable instructions and information to the staff. The quality management system is certified ISO 9001:2015/IATF 16949:2016 by certifier Bureau Veritas Italy S.p.A.

6 - In processing its employees' personal data, GR strictly complies with the relevant statutory provisions, any investigation into the ideas, preferences, personal tastes and private lives of said employees/collaborators being excluded under all circumstances.

7 – Directors and employees pursue GR's purposes and interests when carrying out their own activities. They are therefore required to inform their superiors or contacts - in writing, without delay and based on individual circumstances - of any situation or activity in which they, their relatives and in-laws within the second degree or de facto cohabitants may have interests conflicting with GR's interests, or of any other circumstance in which grounds of expediency may prevail. They are also required to abide by GR's decisions as concerns (including but not limited to) any activities in competition with GR's business, economic relationships or kinship with suppliers, 6 consultants and/or customers etc. Suitable documentation is maintained of any knowledge of and authorisation to conflict-of-interest activities.

8 - Any gifts from customers and suppliers and the relevant acceptance by GR's directors and employees are allowed only as long as they have a symbolic nature and cannot even abstractly justify any preferential treatments. However, GR's Management Committee reserves to determine their destination for charitable purposes or the relevant methods of distribution and use among the entire staff.

9 - GR's directors and employees as well as long-term consultants and suppliers of machinery and services who can access GR's computer network in any capacity as per paragraph II.2. ensure and protect as much as possible the confidentiality of any news and information that are a corporate asset or that concern GR's business in compliance with any laws, regulations and internal procedures.

10 - GR's directors and employees perform their tasks with diligence, efficiency, honesty and fairness, making the most of the time and tools made available to them and taking upon themselves all the relevant responsibilities. In particular, they shall not use any information, goods and equipment available to them in the performance of their tasks, assignments or duties for personal purposes.

VII - Relationships with institutions and the community

1 - GR deals with public institutions at a local, national, EU and international level as well as with civil servants or public officers in strict compliance with all regulations in force and based on loyalty, fairness and transparency.

2 - Should a director, employee or collaborator receive an explicit or implicit request for benefits from a public officer, they shall immediately inform either their superior or the person to whom they are required to report of such circumstance in order for the relevant actions to be taken.

3 - GR may agree to requests for contributions only to the extent that said requests come from non-profit institutions and associations having cultural, sport or charitable purposes and involving a large number of citizens. In selecting the different proposals GR is very careful of any situation that may entail personal or corporate conflicts of interest.

VIII - Relationship with the environment

1 - GR's activities are inspired by the protection and preservation of the environment. GR complies with national and EU legislation on environmental protection and regularly checks what impact it has on the environment in order to take timely actions aimed to remedy any adverse effects and correct any operational deviations, if necessary.

2 - In particular, GR intends to observe the principles of the implementation of production processes through criteria designed to prevent pollution and reduce any environmental impact, and to adopt the best criteria for environment and quality management.

IX - Whistle-blowing

GR invites its employees, members of corporate bodies and long-term consultants to report any suspected unlawful or irregular conduct or any kind of danger or risk which might affect or cause damage to employees, consultants, customers, suppliers, stakeholders, the public or the Company's reputation (by way of example but not of limitation, workplace hazards, environmental damage, illegal financial transactions, health-related threats, suspected corruption or bribery).

In particular, GR ensures as follows:

- Every detailed report, based on exact and consistent factual elements, as long as it is not anonymous, shall be duly considered and the confidentiality of the reporting person's identity shall be ensured, subject to all legal provisions on the enforceability of anonymity and confidentiality;

- Good-faith detailed reports shall not negatively affect – either directly or indirectly - the reporting person with respect to such reporting;

- The person who has made in good faith said detailed reasonable report shall be protected from any direct or indirect retaliation or other action by those involved in the facts reported.

- Measures will be taken against anyone infringing any protection of the reporting person as well as against anyone making groundless reports with wilful misconduct or gross negligence

X.- Implementation of the Code

1 - The Code and any future amendments shall be adopted by GR by a resolution of the Board of Directors, said Board of Directors being responsible for the implementation of the Code and the relevant amendments - given the size of GR. To this end the Board of Directors acts as an Ethics Committee. If one or more members of the Board of Directors are involved in reports or other material events, the relevant preliminary investigation and the assessment will be entrusted exclusively - as a supervisory body - either to the Auditor or to a third-party professional appointed in advance by the Board of Directors. The supervisory body shall be immediately notified in writing of said reports and other events involving the position of the administrative body and/or of the individual directors.

2 - GR takes appropriate measures to promote awareness of the Code among all its directors, executives, employees, consultants, suppliers and stakeholders in general. In particular, the Code is distributed to employees, long-term consultants and suppliers of machinery and services who can access GR's computer network in any capacity as per the above-mentioned paragraphs II.1. and II.2; the other consultants and suppliers are made aware of it as soon as they establish a contractual relationship with GR. The Code is available in electronic format on GR's website www.grelettronica.it.

3 - GR ensures appropriate communication channels to receive reports of any infringements of or remarks on the application of the Code. In particular, the reports may be made:

- Via e-mail to the dedicated address info@grelettronica.it, stating in the subject line "Riservato a Comitato Etico / Reserved to Ethics Committee" or, should the reports concern one or more members of the Board of Directors, "Riservato a Organo di Controllo / Reserved to Supervisory Body";

- Via mail to the address GR Elettronica s.r.l., via Spinsanti n. 4, 60027 Osimo (AN), Italy, stating on the outer envelope "Riservato a Comitato Etico / Reserved to Ethics Committee" or, should the reports concern one or more members of the Board of Directors, "Riservato a Organo di Controllo / Reserved to Supervisory Body". The reporting person's identity and the processing of the report shall be kept confidential, except as required by law.

4 - Following the relevant investigations, the Ethics Committee or Supervisory Body assesses any conduct actually infringing the Code's principles and standards in order to take appropriate measures and enforce either disciplinary measures in internal relationships or contractual termination mechanisms in external relationships, subject to GR's right to commence legal proceedings and claim damages.