
 <small>kegging, bottling &amp; canning plants</small>	<b>CODE OF ETHICS</b>		
	Date	Rev.	Page of page
	2018	0	1 di 18

# ORGANIZATION, MANAGEMENT AND CONTROL MODEL


## Code of ethics

Rev.	Data	Motivo	Approvazione
0	02-05 2018	<i>First issue</i>	<i>DIR</i>

	<b>CODE OF ETHICS</b>		
	Date	Rev.	Page of page
	2018	0	2 di 18

## INDEX

<b>1</b>	<b>SECTION I - FOREWORD AND FUNDAMENTAL PRINCIPLES.....</b>	<b>3</b>
1.1.1	Art. 1 – Recipients 3.....	3
1.1.2	Art. 2 - Ethical principles and reference values .....	4
<b>2</b>	<b>SECTION II – APPLICATION AND SPREAD OF PRINCIPLES .....</b>	<b>9</b>
2.1	Part I - Internal relations .....	10
2.1.1	Art. 1 - Relations between the Company's top management .....	10
2.1.2	Art. 2 - Relations between employees.....	11
2.1.3	Art. 3 - Relations between the Company's top management and employees .....	12
2.1.4	Art. 4 - Relations between the Company's top management, employees and the Supervisory Board .....	12
2.2	Part II - External relations .....	13
2.2.1	Art. 1 - Relations with suppliers and external collaborators .....	13
2.2.2	Art. 2 - Relations with customers.....	14
2.2.3	Art. 3 - Relations with the authorities and public administration .....	14
2.2.4	Art. 4 - Relations with the community and the environment.....	15
2.2.5	Art. 5 – Relations with the press and other means of communication .....	16
<b>3</b>	<b>SECTION III – VIOLATION OF THE ETHICS CODE AND DISCIPLINARY SYSTEM.....</b>	<b>17</b>
3.1.1	Art. 1 - Reporting violations.....	17
3.1.2	Art. 2 - Guidelines for the disciplinary system .....	17

	<b>CODE OF ETHICS</b>		
	Date	Rev.	Page of page
	2018	0	2 di 18

## 1 SECTION I - INTRODUCTION AND BASIC PRINCIPLES

With this Code of Ethics (hereinafter the "Code"), CO.MAC. SRL (hereinafter "Co.Mac." or the "Company") intends to set out recognized, agreed and shared values, as well as the rights, duties and responsibilities with respect to the parties which the Company relates with in order to fulfil its corporate purpose.


Therefore, the Code identifies the essential values, standards and the behavioural rules, establishing the criteria for the behaviour of those who operate within and/or on behalf of the Company in their relations with current or potential customers, partners, co-workers, suppliers and public authorities.

The Company, in order to protect its image and its resources, will not engage in relationships of any kind with parties who do not intend to act in full respect of the regulations and/or who refuse to adapt to the ethical principles and behavioral rules set out in this Code.

Mr. Giorgio DONADONI is in charge of monitoring the enforcement of this Code and may also propose additions or changes to its contents.

### 1.1.1 ART. 1 – RECIPIENTS

The Code - which was approved by the Board of Directors and became effective on the same date - is addressed to the managers, auditors and any person in charge of the management and control of the Company, regardless of their status.

	<b>CODE OF ETHICS</b>		
	Date	Rev.	Page of page
	2018	0	2 di 18

Employees, suppliers, co-workers and all those who operate in the name and on behalf of Co.Mac., both now and in the future (hereinafter referred to jointly with the subjects mentioned in the previous paragraph as the "Recipients")

Are also addressees of the Code, and obliged to respect the principles contained therein and are liable to penalties for breaching its terms.

The Code's rules and regulations are mandatory for all recipients and are an example of the general obligations of fairness, efficiency and loyalty that must inspire them. Fulfilling the Code's prescriptions constitutes an integral part of the contractual obligations of the employees, also pursuant to and for the effects of art. 2104 c.c.1: any violation by the Recipients damages the relationship of trust established with Co.Mac. and may lead to the adoption of measures against the recipients, according to the law and the foreseen contractual regulations.

The Company also pledges to promote the awareness of the Code in each worksite and/or organizational unit, as well as providing a full copy of the Code itself.


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## 1.1.2 ART. 2 – ETHICAL PRINCIPLES AND CORE VALUES

The following are the ethical principles and core values, respecting and complying these principles, is an essential and indispensable element of the company's activities.

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### 1.1.2.1 ART. 2.1 – LAWS AND REGULATIONS

	<b>CODE OF ETHICS</b>		
	Date	Rev.	Page of page
	2018	0	2 di 18

The Company has as a binding principle the respect for the laws and regulations in all countries in which operates. The misconduct and violations of these rules are in no case condoned or tolerated by Co.Mac., even if it is in its own interest. This undertaking requires that the people who deals with the Company, for whatever reason, must also act according to rules and procedures inspired by the same values.


#### 1.1.2.2 ART. 2.2 - INTEGRITY

Integrity represents the fundamental principle for all Co.Mac. activities, and represents an essential value of the organisational management. All relations with the recipients, at all levels, must be based on fairness, cooperation, loyalty and mutual respect.

#### 1.1.2.3 ART. 2.3 – NON-DISCLOSURE OBLIGATIONS

Recipients must ensure the secrecy of any confidential and/or reserved information acquired as a result of their activity in compliance with the regulations. The use of such information shall be restricted only to the purposes linked to their function.

"Confidential information" is a project, a proposal, an undertaking, a negotiation, an understanding, a commitment, an agreement, a fact or an event, even if future and undetermined, related to the Company, which is not general public domain and, if released, could be considered harmful to the Company.

	<b>CODE OF ETHICS</b>		
	Date	Rev.	Page of page
	2018	0	2 di 18

It is against the law, and therefore strictly forbidden, to manipulate any confidential company information for economic purposes, either directly or through third parties.

The violation of confidentiality duties by managers, partners, employees or associates seriously compromises the relationship of trust with the Company and may lead to disciplinary or other contractual penalties.


#### 1.1.2.4 ART. 2.4 – CONFLICT OF INTEREST

Between the Company and its managers and employees there is a relationship of complete trust, in the framework of which the prime duty is to use the assets of Co.Mac. and its own working abilities for the Company's interests, according to the Code's principles, which represent the values that inspire the Company.

Therefore, the recipients of this Code must avoid any circumstances and refrain from any activity that may oppose a personal interest to the Company or that may disturb and hinder the ability to make unbiased and fair decisions for the benefit of the Company.

#### 1.1.2.5 ART. 2.5 – WORKING ENVIRONMENT AND PRIVACY SAFEGUARD

The Company is committed to create a working environment that guarantees, to all those who interact for any reason with Co.Mac., respectful conditions for personal dignity in which each individual cannot be discriminated or manipulated.

	<b>CODE OF ETHICS</b>		
	Date	Rev.	Page of page
	2018	0	2 di 18

According to the law, the Company is committed to protect the privacy and the opinions of each of its workers and, more generally, of those who interact with Co.Mac.

The worker's dignity is also guaranteed by respecting privacy in letters and relationships between staff, by prohibiting any intrusion in meetings or conversations, and by prohibiting any intrusion or any form of control that could harm the worker/employee.


#### 1.1.2.6 ART. 2.6 – SAFETY, HEALTH AND WORKING CONDITIONS

The physical integrity and well-being of the person represents a fundamental ethical value for the Company. Employees, partners, sub-contractors, suppliers, customers, third parties and members of the public who are involved in any way in the activities of Co.Mac. are bound by this value.

Employees and partners are an essential asset for the success of the Company and, therefore, Co.Mac. protects and promotes the value of human resources, in order to improve and increase the expertise possessed by each employee/worker and guarantees respectful working conditions for each person.

Co.Mac. is therefore committed to achieve the best standards in Health and Safety in the workplace, in all its activities and in all the countries in which works.

Regarding Health and Safety, relations and behavior within the Company must be based upon the following principles: respect for compulsory regulations, observance of company regulations and procedures, customer satisfaction and continuous reduction of injuries..

	<b>CODE OF ETHICS</b>		
	Date	Rev.	Page of page
	2018	0	2 di 18

### 1.1.2.7 ART. 2.7 – TERMS AND CONDITIONS OF COMPUTER SYSTEM USE

Co.Mac. allows the use of computers and network resources exclusively for its activity, in full respect of the rules on the use and management of IT and of the defined company procedures.

It is not permitted, under any circumstances, to use computers and network for any purpose against the law, public order or decency, or in any way aimed at racial hatred, exalting violence or violating human rights, as well as committing or inducing crimes, damaging or modifying the IT system or private or public or third parties' data or illegally obtaining reserved information.


Furthermore, no employee is allowed to install unlicensed software on the Company's computers or to use and/or copy documents and material protected by copyright (audiovisual, electronic, paper or photographic recordings or reproductions) without the authorization of the owner and except for situations which are ordinary business.

Finally, it is forbidden to illegally download or pass to third parties material protected by copyright.

### 1.1.2.8 2.8 – TRANSPARENCY AND COMPLETENESS OF INFORMATION

The Company is inspired by transparency and exhaustive information in carrying out corporate activities, in managing financial assets and reporting accounting data.



	<b>CODE OF ETHICS</b>		
	Date	Rev.	Page of page
	2018	0	2 di 18


Co.Mac. believes that accounting transparency as well as the book-keeping according to the principles of truthfulness, completeness, clearness, precision, accuracy and compliance with the regulations, are the fundamental requirements for an efficient control.

Adequate supporting documentation must be kept on file for each operation, to ensure that the book-keeping can be easily recorded, reconstructed and any liabilities identified.

## 2 SECTION II – POLICIES STANDARDS AND USE

In order to allow a strict application of the ethical principles and reference values, this Code intends to identify the areas of their enforcement, focusing on the main types of working relationships that the recipients will have.

The Company is committed to inform all recipients of this Code. Each manager and employee must sign a specific statement in which he or she will confirm that he or she has been made fully aware of the Code.

	<b>CODE OF ETHICS</b>		
	Date	Rev.	Page of page
	2018	0	2 di 18

## 2.1 PART I – INTERNAL RELATIONSHIPS

Moral integrity is a constant duty of all those who work for the Company and marks the behavior of its entire organization.

### 2.1.1 ART. 1 – RELATIONSHIPS BETWEEN THE COMPANY'S TOP MANAGEMENT


Corporate bodies operate respecting the rules set out in the Company's Regulation and in the national and EU Legislation.

The managers are required:

- to commit themselves so that the Company may benefit from their specific skills;
- to immediately report any conflicts of interest that involves them;
- to keep confidential any information gathered during their work.

The Company's corporate bodies are required to fully cooperate and inform each other, in order to pursuit of corporate goals.

In particular, during their work, they must comply with confidentiality obligations with full loyalty to the Company, towards which they must operate with complete transparency in order to allow the traceability of all operations.

	<b>CODE OF ETHICS</b>		
	Date	Rev.	Page of page
	2018	0	11 di 18

## 2.1.2 ART. 2 – RELATIONS BETWEEN EMPLOYEES


Relations between the Company's employees are based on values of peaceful coexistence and are carried out with respect for the rights and freedom of individuals and the fundamental principles that affirm equal social dignity without discrimination for nationality, language, sex, race, religious belief, political and trade union membership and physical or mental conditions.

The Company's employees are committed to the principle of mutual support, considering the respect of the law more important than the pursuit of personal goals.

Co.Mac.'s employees, although hierarchically organized, must also observe and apply the principles of self-denial, honesty and fairness, promoting mutual support, encouraging a work environment suitable to safeguard people and workers both from a professional and an interpersonal point of view.

Each manager is required to use his powers with both objectivity and balance, looking after the professional growth of his staff and the improvement of working conditions. Employees take part in training initiatives ensuring commitment and proficiency.

Employees are required to observe all the rules set out in the collective agreement, as well as all trade union behavior rules, and promptly inform their direct referee of any dynamics that may interfere with the proper management of work activities.

	<b>CODE OF ETHICS</b>		
	Date	Rev.	Page of page
	2018	0	12 di 18

### 2.1.3 ART. 3 – RELATIONSHIPS BETWEEN MANAGERS AND EMPLOYEES

The Company's top management is required to use its powers in a balanced manner towards its employees, respecting the person and his/her dignity.


In any case, Co.Mac.'s top management must not abuse its position either in the selection of employees (which must be carried out exclusively on the basis of merit and/or in compliance with the law), or during the working relationship.

The Company's top management must always and only give instructions that conform to the law and the principles of the Code, and must refrain from any harassing and/or intimidating behaviour aimed at causing employees to violate these principles.

On the other hand, employees are obliged to respect orders given by the Co.Mac's top management and to carry them out faithfully, as long as the orders are not clearly in conflict with the law and/or the principles of this Code; they must also report any situation in conflict with the law and/or the principles of this Code.

### 2.1.4 ART. 4 – RELATIONS BETWEEN COMPANY MANAGEMENT, EMPLOYEES AND THE SUPERVISORY BODY

Both the Company's top management and employees are required to understand and pay attention to all guidelines and notices issued by the Supervisory Body ( please refer to the Organization and Management Model pursuant to Legislative Decree 231/2001 - General Section), and to scrupulously follow the directions given.

	<b>CODE OF ETHICS</b>		
	Date	Rev.	Page of page
	2018	0	13 di 18

Recipients are also required to report to the Supervisory Body any situation, conduct, event or circumstance that indicates a violation (even suspected) of the crimes set forth in Legislative Decree no. 231/2001.

## 2.2 PART II – EXTERNAL RELATIONSHIPS

The Company may have relationships with third parties, such as suppliers, customers, Public Administration (hereinafter also "P.A.").


In general, the recipients are obliged, in the aforementioned relationships, to behave ethically according to the law, with the utmost transparency, fairness, accuracy and equity, as defined by the principles set out in the Code.

### 2.2.1 ART. 1 – RELATIONSHIPS WITH SUPPLIERS AND EXTERNAL PARTNERS

The selection of suppliers, external partners and the choice of the purchase of goods and services must take place according to the principles of this Code of the internal procedures, and must be written.

The selection of suppliers must take place exclusively on the basis of objective parameters such as HSE performance, quality, convenience, price, capability and efficiency, and in any case, according to the parameters set out in the company procedures according to the UNI EN ISO 9001:2015.

In relationships with suppliers, donations, gifts, benefits (both direct and indirect), freebies, acts of courtesy and hospitality aimed to obtain a privileged treatment are forbidden; the so-called complimentary gifts (meaning those gifts that are exchanged on special occasions such as Christmas) if customarily given,

	<b>CODE OF ETHICS</b>		
	Date	Rev.	Page of page
	2018	0	14 di 18

must meet the dual requirement of tenuousness (i.e. modest symbolic value) and equity (i.e. equal cost in the choice of gift for all suppliers).

In any case, it is forbidden any gift given on personal drive or by using personal money or money not previously used for that purpose; an essential documentation of the expenses made and a transparent report must be done.

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### 2.2.2 ART. 2 – RELATIONSHIPS WITH CUSTOMERS


Co.Mac. wants to fully satisfy its customers making a solid relationship inspired by values of fairness, loyalty, efficiency and expertise, ensuring relationships respecting the law.

Thus:

- customers are properly informed of the activities carried out on their behalf;
- customers are not promised, in any way, any results that are not under the responsibility of the Company;
- customers are not encouraged and/or proposed to take actions or behave in violation of the law;
- donations, contributions, fees, refunds and any other form of economic relationship with customers are established with the utmost transparency and in compliance with the Code and law.

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### 2.2.3 ART. 3 - RELATIONS WITH AUTHORITY AND PUBLIC ADMINISTRATION

	<b>CODE OF ETHICS</b>		
	Date	Rev.	Page of page
	2018	0	15 di 18

Only members of the corporate body can undertake commitments with the Government and public institutions.

For this reason, the relationships that Co.Mac. liaise must be undertaken and managed in absolute and rigorous respect of the laws and regulations and under the principles established in the Code and in the internal protocols.


The Company forbids all those who operate in its own interest, in its own name or on its own behalf to receive, offer or promise, even indirectly, money, gifts, goods, services, or undue favours (also in terms of employment opportunities) with public officers, government employees or private parties, in order to influence their decisions, for a more advantageous treatment or undue services or for any other purpose.

Any requests or offers of money or favours of any kind that may be understood as going beyond normal business dealings or courtesy, or in any case aimed at gaining special treatment during any company business, improperly made to or by those who work on behalf of the Company while dealing with the Government, must be immediately brought to the attention of the Supervisory Body so it may undertake the appropriate actions.

On special occasions (e.g. Christmas holidays), the Company may, as tradition dictates, give gifts of modest value to some people, including representatives of the Public Administration.

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#### 2.2.4 ART. 4 – RELATIONSHIP WITH THE COMMUNITY AND THE ENVIRONMENT

	<b>CODE OF ETHICS</b>		
	Date	Rev.	Page of page
	2018	0	16 di 18

The Company is aware of its activities' impact on the territory, on the social-economic growth and on the general welfare of the community, paying particular attention to the importance of the social inclusion of the local area in which it works.

For this reason, the Company respects the local and national community, contributing to the spread and awareness of sustainable growth, minimizing the impact on the environment of its business and of the estates entrusted, bearing in mind the necessities of future generations.

Co.Mac. is therefore dedicated to achieve the best standards to reduce environmental impact and to ensure sustainability in all its activities also in every country where it operates.

In managing the environment, relationships and behaviors must be based on the principles of compliance with mandatory rules, complying with the instructions and procedures, meeting the customers' needs by continuously improving its environmental performance.


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#### **2.2.5 ART. 5 – RELATIONS WITH TRE PRESS AND OTHER MEANS OF COMMUNICATION**

Relations between Co.Mac. and the media are reserved exclusively for the company departments in charge, or people expressly authorized by them. They shall be handled according to the company's communication strategies and, in any case, following conduct criteria based on the principles of transparency, fairness and punctuality.

Without specific authorization, collaborators must avoid releasing any information of any kind related to the Company or, in any case, leaking corporate news to the press and to third parties by any other means of communication.



	<b>CODE OF ETHICS</b>		
	Date	Rev.	Page of page
	2018	0	17 di 18

### 3 SECTION III – VIOLATION OF THE CODE OF ETHICS AND DISCIPLINE

Any violation of the Code's regulations shall be considered a non-compliance with the principles of ethics and fairness.

#### 3.1.1 ART. 1 – REPORTING VIOLATIONS


The Company will ensure that no one in the workplace will face retaliation, unlawful conditioning, discomfort or discrimination of any kind for having reported a violation of the Code or internal procedures.

Ogni Any alleged violation that may relate to the Legislative Decree no. 231/2001 must be reported to the Company's Supervisory Body, according to the criteria established in the Organization and Management Model.

In any case, all reports of violations must contain sufficient information to identify the terms of the violation in order to allow an appropriate analysis.

#### 3.1.2 ART. 2 – DISCIPLINARY GUIDELINES

Violation of the Code's principles compromises the relationship of trust between the Company and its managers, employees, advisors, partners, customers and suppliers.

	<b>CODE OF ETHICS</b>		
	Date	Rev.	Page of page
	2018	0	18 di 18

These violations will be pursued by Co.Mac. vigorously, immediately through adequate and commensurate discipline, regardless of the possible criminal nature of such behavior and the institution of criminal proceedings in cases where they represent a crime.

If the wrongdoing committed also constitutes a violation of the Company's Organization and Management Model, the General Section - Disciplinary System will also be applied.

The effects of Code infringements must be seriously considered by all those who, for whatever reason, have relations with Co.Mac.; for this reason, the Company spreads the Code and informs about the penalties provided and the procedures for inflicting them, according to the "Collective labor agreement for employees for construction and similar companies".

The Company, in order to protect its image and to safeguard its resources, will not have any kind of relationship with parties who do not intend to operate in strict compliance with the regulations, and/or who decline to behave according to the standards and guidelines set out in the Code.

1“2104. *Employee Care.* - *The employee must show the right care demanded while working, by the company's interests and by the higher interest of national production. He must also observe the work regulations and discipline given by the employer and by the co-workers on whom he reports*”.