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# CODE OF ETHICS

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APPROVED BY THE BOARD OF DIRECTORS ON 5TH DECEMBER 2023

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# **1\_PREMISE**

## **1\_1 the Company**

This Code of Ethics (hereinafter also referred to as "CODE") expresses the commitments and ethical responsibilities in the conduct of business and corporate activities assumed by all those who have relations of any nature with LOGIC S.p.A. (hereinafter also "LOGIC" or "COMPANY").

The principles and provisions of this CODE are binding for all the following Addressees

- The members of the Board of Directors in setting the objectives, deciding the activities, implementing the projects, proposing the investments and in any decision or action concerning the performance of the COMPANY
- The members of the Board of Auditors in controlling and verifying the formal and substantial correctness of the activity of the COMPANY and the operation of the internal control system
- The auditing company in charge of the legal audit of the accounts
- The Managing Director and the managers of the corporate functions, in the implementation of the management activities of the COMPANY, both in the management of internal and external activities
- The employees, coworkers, consultants with whom contractual relationships are maintained, for any reason, even occasional or temporary.
- all those who have commercial and/or financial relations of any kind with the COMPANY; for this purpose, in the contracts with suppliers, customers, consultants, intermediaries, mention will be made of the CODE and of the Model of organization, management and control according to the D.Lgs. 231/2001 (hereinafter Model '231'), of which this CODE is an integral and substantial part, being its Annex 1, in specific contractual clauses and its possible non-compliance by all these subjects will be a condition for the termination of the legal transaction with a possible claim for damages
- administrators, auditors, all personnel, consultants, customers, suppliers, intermediaries of any subsidiary companies.

The COMPANY adopts a product quality and safety policy towards the national and international market, always respecting health and safety in the workplace and environmental protection.

LOGIC's object is the study, design, production, commissioning, overhaul and maintenance, trade and representation both in Italy and abroad of industrial electronic equipment and aerospace equipment in general, as well as related materials and accessories.

All the Addressees are committed to pursue their objectives with loyalty, seriousness, honesty, competence and transparency, in absolute compliance with the national and international regulations of the respective countries of residence of customers and suppliers and with the behavioral rules of this CODE and of the "231" Model.

## **1\_2 Relations with stakeholders**

The presence of LOGIC on national, European Union and non-European Union markets, the operativeness in different contexts and the multiplicity of its interlocutors make the management of relations between LOGIC and stakeholders of primary importance, meaning all public or private, Italian and foreign subjects - natural and legal persons (groups, companies, institutions) - that have

any type of contact with the COMPANY and/or have an interest in the activities that the company implements.

LOGIC shapes its actions on the strict observance of the laws (Italian and of the countries in which the COMPANY is active), of the market rules and of the principles inspiring fair competition in the markets in which it operates.

### **1\_3 Principles of reference**

Compliance with the law, transparency and correctness in management, trust and cooperation with stakeholders are the ethical principles that inspire LOGIC - and from which it derives its models of conduct - in order to compete effectively and fairly on the market, improve the satisfaction of its clients, increase shareholder value and develop the skills and professional growth of its human resources.

In particular, the conviction of acting in some way in the interest or to the advantage of the company does not in any way justify the adoption of conduct in conflict with the mentioned principles, in addition to conflict with laws and regulations. All Addressees, without distinctions and exceptions, are therefore committed to observing and having observed these principles within the scope of their functions and responsibilities. This commitment requires that also the subjects with whom the COMPANY keeps relationships of any kind act towards them with rules and methods inspired by the same values.

### **1\_4 The Code of Ethics**

LOGIC has considered appropriate and necessary to adopt and issue the CODE that expresses the values to which all the Addressees must comply with, accepting responsibilities, roles and rules of whose violations, even if they should not lead to corporate responsibilities towards third parties nor to penal, civil or administrative responsibilities, they will answer according to the principles of the disciplinary system established in the CODE and in the Model "231".

The knowledge and observance of the CODE by all the Addressees are therefore primary conditions for the transparency and reputation of the COMPANY.

In this regard, the CODE together with the Model "231" is published on the website of LOGIC to guarantee transparency and maximum, immediate diffusion in the Internet.

Within the internal control system, the CODE is, therefore, a management tool for ethical conduct in corporate business and an effective element of the corporate strategy and organization.

The responsibility for the adoption of the CODE, its observance and updating, is the duty of the Board of Directors supported to this end by the Supervisory Body established within the COMPANY. All the Staff of the COMPANY, in addition to the constant observance, are obliged to report possible violations of the CODE, as established in the following paragraph 7.2, through the appropriate communication channels provided for in the Model "231" (Whistleblowing). The Supervisory Body will promote, if necessary, proposals for the imposition of disciplinary sanctions against the transgressors, submitting them to the evaluations and decisions of the Board of Directors.

## **2\_GENERAL PRINCIPLES**

### **2\_1 Compliance with laws and regulations**

Moral integrity is a duty for all Addressees.

Relations with Public Authorities and private subjects must be characterized by the utmost correctness, transparency and cooperation, in full respect of the regulations, of their institutional functions, especially if public, of the rules of this CODE and of the "231" Model.

### **2\_2 Models and rules of behavior**

All activities performed by Personnel must be carried out with professional commitment, moral rigor and managerial correctness, in order to constantly protect the reputation of the company.

Personal and professional behaviors and relations, inside and outside the COMPANY, should be inspired by transparency, correctness and mutual respect. In this context, the Directors and Function Managers shall be the first to represent, with their actions, an example for all the human resources of LOGIC, complying, in the performance of their functions, with the inspiring principles of the CODE, the "231" Model and the corporate procedures, taking care of their dissemination among the employees, soliciting them, at the same time, to submit requests for clarifications and/or proposals for updating whenever it is deemed necessary.

With particular reference to the Managing Director, moreover, the COMPANY requires that he actively works in order to propose and implement the projects, investments and industrial, commercial and management actions useful to preserve and increase the economic, technological and professional assets of the company in full compliance with the CODE.

LOGIC also guarantees, with reference to the corporate choices, the availability of an information support that allows the corporate functions and bodies, the auditing and internal control bodies, as well as the supervising authorities, to carry out the widest and most effective control activity.

## **3\_PERSONAL**

### **3\_1 Foreword**

Human resources are an indispensable element in the life of a company and a decisive factor for competing successfully in the market.

Honesty, loyalty, technical-professional skills, seriousness and dedication are therefore among the determining conditions for achieving the COMPANY's objectives and represent the characteristics required by it of its Directors, Auditors, Employees and Co-workers in various capacities.

### **3\_2 Selection policies**

In order to contribute to the development of the company's objectives and ensure that everyone in compliance with the ethical principles and values that inspire the COMPANY pursues them, the company policy aims to select each employee and colworkator according to these same principles.

LOGIC therefore offers equal employment and gender opportunities, guaranteeing fair treatment based on individual skills and abilities. Within the framework of the selection - conducted in compliance with equal opportunities and without any discrimination in relation to the private sphere

and personal opinions of the candidates - the COMPANY works to ensure that the resources acquired correspond to the profiles actually needed for the company's needs.

The Staff is hired with a regular employment contract, in compliance with the laws, collective agreements and regulations in force.

In particular, the establishment of work relations - including those related to external coworkers, intermediaries, and commercial relations with suppliers or partners - in violation of the regulations in force concerning child work and immigration, as well as in violation of the rules provided for by the reference collective bargaining agreement, is neither allowed nor tolerated.

### **3\_3 The development of professionalism**

In the development of the work relationship, LOGIC undertakes to create and maintain the necessary conditions so that the skills and knowledge of each individual can be further expanded in respect of these values, following a policy based on the recognition of merits and equal opportunities and foreseeing, from time to time and in relation to the Company's activities, specific programs aimed at professional updating and the acquisition of greater skills.

For this reason, employees are required to cultivate and encourage the acquisition of new skills, abilities and knowledge, while directors and department heads must pay the utmost attention to enhancing and increasing the professionalism of their coworkers, creating the conditions for the development of their abilities and the realization of their potential.

Personnel management, as well as its selection, must be inspired by principles of fairness and impartiality, avoiding favoritism or discrimination, respecting professionalism and competences of each Employee.

In the pursuit of the corporate objectives, the Employee should, however, operate in the awareness that ethics represents an interest of primary importance for the COMPANY and that, therefore, no behaviors will be tolerated that, although aimed at favoring the COMPANY, are however in contrast with the regulations in force, with the Model of Organization, Management and Control "231" or with this CODE.

### **3\_4 Personnel and the Code of Ethics**

Through its functions, LOGIC constantly promotes and takes care of the knowledge of the CODE, as well as of the areas of activity of the different functions with attributions of responsibility, hierarchical dependency lines, description of tasks and personnel training.

The knowledge of the CODE takes place first of all through the distribution of the document itself in paper format to all the Employees (at the time of hiring) and to the coworkers in various capacities (at the beginning of the cooperation) with the signing of a receipt declaration that shall be kept in the personal file of the Employee and in that of the coworkers by the personal function and the functions that maintain the professional relationship with the coworkers.

In addition to this way of informing/training the Staff, again by the previously mentioned corporate function, the CODE will be inserted in the intranet so that it will always be available also in electronic format. All the staff will be informed of this.

Secondly, the COMPANY foresees for its Employees special information, training and updating meetings, organized by the Staff function and concerning the whole "231" system, which includes the Model "231" of which this CODE is part.

Company staff may still ask their superiors for advice and clarification on the contents of the CODE.

The COMPANY safeguards its workers from mobbing acts and contrasts any discriminatory attitude, behavior, or one detrimental to the person, his /her beliefs and inclinations.

In case such an event happens, the employee will be protected in any possible way and his free action of complaint will be guaranteed, which will always be addressed to the Supervisory Body.

### **3\_5 Work environment: health and safety, privacy and information systems**

#### **3\_5\_1 Health and safety in the workplace**

LOGIC is committed to creating a working environment that guarantees all Addressees and, in particular, employees and coworkers in any capacity, conditions that respect personal dignity and in which the diversity of individuals does not give rise to discrimination or conditioning.

In compliance with the provisions on the protection of health and safety in workplaces and with any other regulations on the subject, the COMPANY undertakes to protect its employees during all working activities and any other person, not belonging to the COMPANY who stays in the company spaces, by preparing the necessary and appropriate measures, according to the best technical-scientific knowledge, in order to guarantee the compliance of workplaces and company premises in general with the highest health and safety standards.

To this purpose, the CODE and the Model "231" take as a reference art. 30 of the Consolidated Text on health and safety in the workplace (Legislative Decree 81 of 2008), which refers, as far as the Organizational Models are concerned, to the Legislative Decree 231 of 2001, which is the basis of the CODE and the Model adopted by the COMPANY.

Moreover, LOGIC spreads and consolidates, through continuous training, a safety culture to protect the health of workers in the workplace, developing risk awareness and promoting responsible behavior by all employees and/or coworkers.

In this perspective, Model 231, as already highlighted above, contains a specific reference to Article 30 of TU 81 of 2008 precisely to place the prevention measures on health and safety in the workplace in the context of those provided for by Decree 231 of 2001.

#### **3\_5\_1 Protection of personal data**

In full compliance with EU Regulation 2016/679 and Legislative Decree 101 of 2018, which supplemented and amended the Privacy Code (Legislative Decree. 196 of 2003), on the processing and protection of the personal data of all Recipients and, more generally, of all those who have in any capacity contact with the COMPANY and whose personal data are processed by it, LOGIC adopts a specific policy so that both the rules of the mentioned Regulation and those of the national Privacy Code (as integrated and amended by the mentioned decree of September 2018) are observed by all Employees (whether senior or subordinate) assigned to the processing and protection of personal data.

In particular under the responsibility of the data controller: (i) each Employee who processes personal data will be adequately trained and authorized; (ii) disclosures and consents will be regulated; (iii) the use of telematic and computer tools given to staff to carry out their respective



business activities will be regulated; (iv) the protection of special personal data (the formerly sensitive) will be kept in constant evidence; (v) a register of processing and one of violations will be drawn up; (vi) the use of systems equipped with cameras for company security will be regulated; (vii) appropriate technical and organizational measures will be taken in order to protect the processed personal data.

This activity will mainly involve the 'Personnel', 'I.T.' and other functions that interact with customers and suppliers.

### **3\_5\_2 Computer systems**

The use of computerized and telematic tools must be characterized by the respect of the principles of correctness and in order to guarantee the integrity, genuineness and protection of the processed data, both personal and corporate, of the employees, customers, suppliers and coworkers, for the protection of the interests of the COMPANY and of third parties, with particular reference to the Public Authorities and Institutions, both national and of other States.

LOGIC shall adopt appropriate procedures to ensure that access to telematic and computerized data takes place in full compliance with the regulations (national and supranational) on the protection of the personal data of any persons involved and in such a way as to guarantee the confidentiality of the information and to ensure that it is processed by persons expressly authorized to do so, preventing undue interference.

## **4\_ CONFLICT OF INTERESTS**

### **4\_1 Corporate and individual interests**

A relationship of complete trust exists between LOGIC and its Directors and Employees at any level, within the scope of which it is the primary duty of the Director and Employee to use the assets of the company and their own working capacities for the realization of the corporate interest, in accordance with the principles established in the CODE, which represent the values that inspire LOGIC.

In this perspective, the Directors, Employees and coworkers in various capacities of LOGIC shall avoid any situation and abstain from any activity that may contemplate a personal interest - direct or indirect - with respect to those of the company or that may interfere and hinder the capacity to take decisions in the exclusive interest of the company, impartially and objectively.

The occurrence of situations of conflict of interest, in addition to being in contrast with the law and the principles established in the CODE, is detrimental to the corporate image and integrity.

The mentioned Addressees must therefore exclude any possibility of overlapping or, in any case, causing interference, by strumentalizing their own corporate position, between the economic activities that respond to a logic of personal and/or family interest and the duties they perform or hold within the COMPANY. This shall also apply when LOGIC could simultaneously obtain interests and/or advantages from such behavior.

Any situation of conflict, even if potential, shall be promptly reported to the hierarchical superior.

The person in potential conflict shall refrain from performing or participating in acts that may prejudice the COMPANY or third parties, or even compromise its image. The non-fulfilment of this obligation can be the object of an immediate disciplinary notice, regardless of the actual prejudice caused.

Likewise, also consultants and commercial partners should make specific commitments aimed at avoiding situations of conflict of interests, also refraining from using, in any way and for any reason, the activity carried out on behalf of the COMPANY in order to obtain, for themselves or for others, undue advantages, even when the COMPANY itself could, at the same time, obtain interests and/or advantages. This will be noted in the respective contracts.

#### **4\_2 Prevention of conflicts of interest**

In order to avoid situations, even potential ones, of conflict of interest, LOGIC at the time of the professional assignment or the start of the employment relationship requires its Directors, Employees, consultants, intermediaries, coworkers in various capacities to sign a specific declaration excluding the presence of conditions of conflict of interest with the Company.

The same declaration also formalizes the commitment to inform, in the event of actual or potential conflict of interest situations, one's hierarchical superior or the Head of the corporate function with whom one has a direct professional relationship. In the case of Directors, the Managing Director and, on his behalf, the Chairman of the Board of Directors.

LOGIC requires, moreover, that anyone who becomes aware of situations of conflict of interest must promptly notify the Supervisory Board, using the specific communication channels provided for in the '231' Model.

### **5\_BUDGETARY RULES OF CONDUCT**

#### **5\_1 Compliance with rules**

The Addressees, within the scope of their respective competences and functions, are required to strictly observe the rules of conduct, taking into account, as an absolute value, compliance with the principles of truthfulness and correctness relating to every document certifying LOGIC's assets, economic and financial values.

In particular, the rules contained also in the '231' Model must regulate the performance of each operation and transaction, the legitimacy, authorization, consistency, congruity, correct recording and verifiability of which (through the following non-exhaustive control elements: balancing, coupled signatures, supporting accounting documentation, in-depth examination of the activities of commercial agents, consultants, intermediaries, suppliers) must be detected, also from the point of view of the use of financial resources.

Each operation shall therefore be supported by adequate, clear and complete documentation to be kept on file, to allow at any time the control of the motivations, characteristics of the operations and the precise identification of those who, at the various stages, have requested, authorized, performed, recorded and verified them.

Compliance with the procedural flows to be observed on the formation, decision-making and recording of the company's economic-financial phenomena and their effects, allows, among other things, to spread and stimulate at all company levels the culture of control, which contributes to the improvement of management efficiency and constitutes a support tool for managerial action.

Eventual non-observance of the CODE and of the Model "231" - to be immediately reported to the Supervisory Board - jeopardize the fiduciary relationship existing between LOGIC and those who have any kind of relationship with it.

## **5\_2 Accounting transparency**

Truthfulness, accuracy, completeness and clarity of the elementary information represent the necessary conditions for transparent accounting and are a fundamental value for LOGIC, also in order to guarantee the shareholders and third parties the possibility of having a clear picture of the economic, asset and financial situation of the company.

In order for this value to be respected, it is firstly necessary that the documentation of the elementary facts, to be recorded in the accounts in support of the registration, is complete, clear, truthful, accurate and valid, and is kept on file for any appropriate verification.

The related accounting record must reflect in a complete, clear, true, accurate and valid manner what is described in the supporting documentation.

In the case of economic and asset items based on valuations, the related recording must be made in accordance with the criteria of reasonableness and appropriateness, clearly illustrating in the related documentation the criteria that guided the determination of the value indicated in the financial statements.

Whoever becomes aware of possible omissions, falsifications, irregularities in the book keeping and basic documentation, or in any case of violations of the principles established by the CODE and of the rules of the "231" Model is required to promptly report them to the Supervisory Body, as well as to the other corporate control bodies and to the Chairman of the Board of Directors.

The mentioned violations undermine the relationship of trust with the COMPANY, are relevant from a disciplinary point of view, and shall be adequately sanctioned by the application of the disciplinary system set forth in the '231' Model, regardless of the relevance or otherwise of the effects of said violations in the criminal, civil or administrative sphere.

LOGIC, within the limits established by the regulations in force, shall promptly and fully provide the information, clarifications, data and documentation requested by shareholders, customers, suppliers, supervisory authorities, institutions or bodies in the performance of their respective activities and functions.

All information must be communicated promptly both to the corporate bodies in charge of controlling the company's management and to the supervisory authorities.

## **6\_PROTECTION OF CORPORATE ASSETS**

### **6\_1 Care and management of the resources**

LOGIC endeavors so that the use of the available resources - carried out in compliance with the regulations in force, with the contents of the by-laws and in line with the values of the CODE - is aimed at guaranteeing, increasing and strengthening the corporate assets, in order to protect the COMPANY itself, the shareholders, the creditors and the market.

Therefore, the use of corporate assets should take place in compliance with the law and in accordance with the procedures.

### **6\_2 Transactions on shares or capital**

In order to protect the integrity of the company's assets, it is, in particular, prohibited, except in cases where the law expressly permits it, to return contributions in any form whatsoever or release shareholders from their obligation to make them; to distribute profits not actually earned or allocated by law to reserves, or reserves that cannot be distributed by law purchase or subscribe shares or quotas of the COMPANY; carry out reductions in the share capital, mergers or demergers in breach of the rules protecting creditors; fictitiously form or increase the share capital; satisfy, in the event of liquidation, the claims of shareholders to the detriment of the company's creditors.

## **7\_SUPERVISORY BODY**

### **7\_1 Attributions and characteristics**

The task of supervising the functioning, observance and updating of the Organization, Management and Control Model "231", which also includes the CODE, is entrusted by the Board of Directors to the Supervisory Body, endowed with autonomous powers of initiative and control.

The Body may be collegial or monocratic.

The Supervisory Board, the activities of which are governed by specific regulations if collegial, operates with impartiality, independence, continuity, professionalism, autonomy and to that end (i) is free to access all the information and data of LOGIC; (ii) has the power to view documents and consult data; (iii) must suggest updates to the CODE and the "231" Model, on the basis of the reports provided by the directors, Function Managers and Employees, legislative novelties, changes in the corporate structure and/or in the corporate mission; (iv) performs controls on the operation and compliance with the Model; (v) is endowed with adequate financial resources, through its own budget assigned by the Board of Directors, which allow it to operate autonomously, rapidly and effectively.

The Supervisory Body operates with wide discretion and with the full support of the top management of the COMPANY, with which it cooperates in absolute independence and autonomy.

In relation to these tasks, the Supervisory Body will be sent, by the subjects identified within the COMPANY, information flows with the contents and times provided for by the "231" Model.

## **7\_2 Reporting to the Body**

All recipients of the Model must report any violations of the Model or conduct by other recipients of the Model that may constitute offences under Legislative Decree 231/2001, as specified in detail in the Whistleblowing Policy.

## **8\_RELATIONS WITH THE OUTSIDE WORLD**

### **8\_1 Relations with public authorities, institutions, and persons representing collective interests**

#### **8\_1\_1 Relations with Authorities and Public Administrations**

Relationships concerning the activity of the COMPANY entertained with public officials or public service officers - operating on behalf of the Public Administration, central or peripheral, or of legislative bodies, community institutions, international public organizations and any foreign State - with the judiciary, with public supervisory authorities and with other independent authorities as well as with private partners who are concessionaires of a public service, must be undertaken and managed in absolute compliance with the regulations in force, with the principles laid down in the CODE and in the "231" Model, so as not to compromise the integrity and reputation of both parties in the most complete institutional respect towards the entire Public Administration.

Attention and care must be paid to the relations with the above-mentioned subjects, in particular in the operations concerning: tenders, contracts, authorizations, licenses, concessions, requests and/or management and use of any kind of public (national or community) financing, management of job orders, relations with supervisory authorities or other independent authorities, especially during the inspection activities falling within their competence, representatives of the Government or of other Public Administrations, Social Security Institutions, tax collection Institutions, bodies in bankruptcy proceedings, civil, criminal or administrative proceedings.

In order not to perform acts in contrast with the law or however detrimental to the image and integrity of the COMPANY, the mentioned operations and the related management of financial resources should be undertaken by the specifically authorized corporate functions in due compliance with the laws, the principles established in the CODE and the rules established in the Model '231'.

In the context of relations with Italian and foreign institutions, LOGIC undertakes to represent its corporate interests and to express its needs in a correct and transparent manner, in strict compliance with the principles of independence and impartiality of the choices of the Public Administration and in such a way as not to mislead it or mislead its decisions.

In order to guarantee the utmost clarity in relations, contacts with international interlocutors are made only by authorized persons and in a way that guarantees the correctness and traceability of the contact.

## **8\_1\_2 Relations with political organizations and trade unions**

The COMPANY shall not directly or indirectly favor or discriminate against any political or trade union organization.

LOGIC refrains from contributing, directly or indirectly, in any form whatsoever, to political and trade union parties, movements, committees and organizations, their representatives and candidates.

This does not, however, include any solidarity initiatives that the COMPANY considers as an essential value, playing a role of active and sensitive participation with subjects operating in the social field.

## **8\_1\_3 Gifts, benefits and promises of money, favors**

LOGIC prohibits all Addressees from accepting, offering or promising, even indirectly, money, gifts, goods, services, benefits or other utilities not due in relation to relations with public officials, persons in charge of public services or private persons, national or foreign, in order to influence their decisions in favor of LOGIC, with a view to more favorable treatment or undue benefits or for any other purpose.

In relations with the Italian or foreign Public Administration, LOGIC undertakes not to improperly influence the activity, choices or decisions of the counterparty, though, for example, the offer of undue advantages consisting in sums of money, goods or other utilities, employment opportunities or the attribution of consultancies, addressed to the public subject or to his family members or persons (physical or legal) traceable to him.

Eventual requests or offers of money or favors of any kind (including, for instance, gifts or presents of not modest value unduly formulated to those, or by those, who operate on behalf of the COMPANY in the context of relations with the Public Administration (Italian or of foreign countries) or with private subjects (Italian or foreign) must be immediately brought to the notice of the Supervisory Body and of the competent corporate Functions for the assumption of the consequent measures.

With regard to any requests coming from the Judicial Authority and, more in general, to any contact with said Authority, LOGIC undertakes to provide the utmost cooperation and to refrain from any conduct that may cause hindrance or prejudice in absolute compliance with the law and in accordance with the principles of loyalty, correctness and transparency.

In particular, during the course of judicial proceedings in which the COMPANY may be a party, it is forbidden for all LOGIC staff (both apical and subordinate), members of the Board of Auditors and coworkers to promise or give magistrates, chancellors, members of the Judicial Police or other employees of the Judicial Authority a sum of money, goods or other utilities in order to have them commit an act of their office or contrary to the same.

Above all, when this can procure an interest and/or an advantage to the COMPANY.

Likewise, it is forbidden to mislead anyone during legal proceedings with tricks or deception in the interest and/or advantage of LOGIC.

## **8\_2 Relations with private parties (customers, consultants, suppliers, intermediaries, negotiating counterparties, business and/or financial partners)**

### **8\_2\_1 Business conduct**

In business relationships, the COMPANY is inspired by the principles of loyalty, correctness, transparency, efficiency, respect for the law and for the values expressed in the CODE and openness to the market, and requires a similar behavior from all those with whom it entertains commercial and/or financial relationships of any nature, paying for this purpose particular attention in the choice of the negotiating counterparts, customers, suppliers, intermediaries, commercial partners, consultants.

LOGIC shall refrain from having relations of any nature, even if indirect or through intermediaries, with persons (natural or legal persons) of which it is known or has reason to suspect that they may be part of or carry out support activities in any form whatsoever in favor of criminal organizations of any nature, including mafia-type organizations, those involved in the trafficking of human beings or the exploitation of work, including child work, as well as with persons or groups of persons operating for the purposes of terrorism, such as conduct that may cause serious damage to a country or an international organization, carried out with the aim of intimidating the population or forcing public authorities or an international organization to perform or abstain from performing an act or destabilizing or destroying the fundamental political, constitutional, economic and social structures of a country or an international organization.

Particular attention should also be devoted to relations involving the receipt or transfer of sums of money or other utilities: the COMPANY, in order to prevent the risk of performing, even if unintentionally or unawares, operations of any nature concerning money, goods or other utilities that are the result of the commission of crimes, refrains from receiving payments in cash for any reason, bearer securities or through unauthorized intermediaries or through the intermediation of third parties in such a way as to make it impossible to identify the payer, or from having relations with persons having their seat or in any case operating in countries that do not guarantee corporate transparency and, more generally, from carrying out operations such as to prevent the reconstruction of the financial flow from its origin.

The selection of the negotiating counterparts, business partners, intermediaries, consultants and suppliers of goods, commodities, performances and services must take place on the basis of objective, transparent and documentable evaluation criteria, in compliance, besides the laws in force, with the principles of this CODE and of the Model "231", using the written form and in compliance with the proxies/delegations/service orders received.

In any case, the selection shall take place exclusively based on objective parameters such as quality, convenience, price, professionalism, competence, efficiency and in the presence of adequate guarantees regarding the correctness of the supplier, intermediary or consultant.

LOGIC, furthermore, undertakes not to establish relations of any nature with subjects of which it is known or has reason to suspect to make use of the work of minors or of staff hired irregularly or that in any case operate in violation of the laws and regulations on the protection of workers' rights.

Particular attention must be paid in the context of relations with entities operating in countries where there is no legislation that sufficiently protects workers, in terms of child, female and immigrant work, by ascertaining the concrete existence of sufficient health and safety conditions.

## **8\_2\_2 Gifts, donations and benefits**

In business relations with consultants, customers, intermediaries, suppliers, negotiating counterparties, business and/or financial partners, gifts, benefits (both direct and indirect), gratuities, acts of courtesy and hospitality are prohibited, unless they are of such a nature and value that they do not compromise the company's image and cannot be interpreted as aimed at obtaining favorable treatment.

In any case, any gift, acts of courtesy and hospitality must be communicated and submitted for decision by the person in charge in accordance with corporate protocols.

The Director and the Head of Department, the Statutory Auditor, the Employee who receives gifts that go beyond ordinary courtesy relations, even if not for the purpose of acquiring favorable treatment in the conduct of any business activity, must immediately inform respectively: the Managing Director, or the Chairman of the Board of Directors if it is the Managing Director himself who receives the gift; the Board of Statutory Auditors; his hierarchical superior. This is in order to formally inform the author of the gift/gift about the company policy in this matter and assess the modalities of continuing or not continuing the relationship with that person. In any case, the Supervisory Board shall be informed.

The above regulations are useful to prevent bribery between private individuals in compliance with Article 2635 of the Civil Code, reformed in recent years, which introduced the offence thus defined and which is included among the criminal offences in Legislative Decree 231 as another possible cause of liability of the COMPANY.

## **9 ENVIRONMENTAL PROTECTION**

LOGIC recognizes the environment as a primary asset to be safeguarded and, to this end; it plans its activities by seeking a balance between its economic initiatives and the unavoidable requirements of environmental protection in compliance with all sector regulations.

Within this framework, the COMPANY safeguards the environmental impact of its activities, also taking into account the development of scientific research on the matter and the national and supranational laws and regulations applicable to its industrial sector.

To this purpose, the COMPANY, after deliberation by the Management Body, has taken steps to apply for and obtained, during 2017, UNI EN ISO 14001:2015 Environmental Certification, which provides for appropriate procedures to comply with the specific legislation.

## **10 PROTECTION OF THE CULTURAL HERITAGE AND LANDSCAPE**

The COMPANY commits itself, in the performance of its activities, to comply with the regulations in force for the protection of cultural and landscape heritage, particularly in the cases in which relations are established with the authorities competent to issue authorizations for the execution of works or works on cultural goods.

The COMPANY refrains from carrying out activities that may constitute a violation of the regulations protecting the heritage having cultural or landscape relevance and/or interest, or that may in any way



destroy, damage, alter, disfigure or determine an improper or illegal use of cultural or landscape goods.

## **11\_ FIGHTING THE NOT PROPER USE AND FALSIFICATION OF NON-CASH PAYMENT INSTRUMENTS**

The COMPANY condemns the falsification and/or undue use of non-cash payment instruments as well as the production, development, dissemination and use of devices or software aimed at committing offences related to non-cash payment instruments.

## **12\_ CORPORATE INFORMATION**

### **12\_1 Availability and access to information**

The COMPANY, within the limits established by the regulations in force, promptly and completely provides the information, clarifications, data and documentation requested by shareholders, customers, suppliers, public supervisory authorities, institutions, bodies, entities and other stakeholders in the performance of their respective functions.

Exhaustive and clear corporate communication is a guarantee, among other things, of the correctness of relations: i) with shareholders, who must be able to easily, in accordance with current legislation, access information data; ii) with third parties who come into contact with the company, who must be able to have a representation of the company's economic, financial and equity situation; iii) with supervisory authorities; iv) with the auditing and internal control company, which must effectively perform its activities to protect not only shareholders but the entire market.

### **12\_2 Relevant communications and market solicitation**

All communications of the COMPANY are characterized not only by compliance with the legal and regulatory provisions, but also by comprehensible language, comprehensiveness and timeliness of the information.

The external communication of the information concerning LOGIC must be carried out exclusively by the persons in charge and in compliance with the rules laid down in the current corporate "231" Model aimed at guaranteeing truthfulness and correct dissemination.

Specific attention is paid to the diffusion of communications concerning extraordinary operations carried out by the COMPANY, or initiatives, negotiations and commercial agreements of particular importance. Such dissemination will always be subject, in advance, to the decision of the Managing Director who will assess, from time to time, whether to inform, always in advance, the Chairman of the Board of Directors.

The corporate communications foreseen by law, the information addressed to the shareholders or to third parties on the corporate situation and on the expected economic, financial and patrimonial evolution of the COMPANY should always be truthful, free from omissions and set out facts, even if they are the subject of evaluations, corresponding to the truth, so as not to mislead the recipients of the information.

Likewise, the operations concerning financial instruments should be inspired by the principles of fairness, compliance with the laws and regulations in force, effectiveness and transparency.

## **13\_RELATIONS WITH THE PRESS AND INFORMATION MANAGEMENT**

### **13\_1 Conduct**

Relations with the press, media and information are characterized by respect for of the right to information and the protection of the market and stakeholder interests.

The spread of news about LOGIC shall be the exclusive responsibility of the persons expressly delegated to do so, in accordance with the rules set out in the '231' Model.

Any request for news from the press or the media and information received by the personnel of the COMPANY must be communicated to the persons responsible for external communication, before undertaking any commitment to respond to the request.

The communication towards the outside should follow the principles of truthfulness, correctness, transparency and should be aimed at favoring the knowledge of the corporate policies and of the programs and projects of the COMPANY.

The relationships with mass media should be based on the respect of the law, of the CODE and of the principles already outlined with reference to the relationships with public institutions and with the aim of protecting the image of the COMPANY.

### **13\_2 Duty of confidentiality**

Due to the specificity and relevance of the areas of activity covered by the company (such as defense, scientific research, protected technologies), all Addressees are required to maintain the utmost confidentiality - and therefore not to unduly disclose or request information - on documents, know-how, research projects, company operations and, in general, on all information learnt in the course of their work.

Appropriate confidentiality clauses shall be included in employment contracts with all employees, customers, suppliers, intermediaries and collaborators.

In particular, confidential or secret information is information that is subject to specific laws or regulations as it pertains, for example, to national security, military sectors, inventions, scientific discoveries, protected technologies or new industrial applications, as well as contractually secret information.

The breach of confidentiality duties by the Addressees seriously invalidates the fiduciary relationship with the company and may lead to the application of disciplinary or contractual sanctions relating both to the breach of confidentiality duties and to the breach of the CODE itself.

## **14\_VIOLATIONS OF THE CODE OF ETHICS - PENALTY SYSTEM**

### **14\_1 Sanction system**

#### **14\_1\_1 General principles**

The violations of the principles established in the CODE and of the rules of the Model 231 compromise the fiduciary relationship between the COMPANY and any Addressee.

Therefore, the COMPANY, will effectively pursue such violations with timeliness and accuracy, through adequate and proportionate disciplinary measures, regardless of the possible criminal relevance of such behaviors and of the establishment of a consequent criminal proceeding both against individuals and against the entity.

All the Addressees must carefully take the effects of these violations into account.

To this purpose, LOGIC shall spread the CODE and the Model "231" to all the subjects who must, for any reason observe them or in the cases in which the COMPANY wants them to do so, and to inform on the sanctions foreseen in case of violation and on the modalities and procedures of their infliction, including the references to the specific contractual clauses.

The COMPANY, in order to protect its image and its resources, will not entertain relationships of any kind with subjects who do not intend to operate in strict compliance with the regulations in force, and/or who refuse to behave according to the values and principles established in the CODE.

#### **14\_1\_2 Workers, clerks and managers**

The behavior of employees in violation of the individual behavioral rules set out in this CODE and of the rules of the "231" Model are defined as disciplinary offences.

With reference to the sanctions that can be imposed on them, they fall within those provided for by contractual and company regulations, in compliance with the procedures provided for by Article 7 of the Workers' Statute and any special applicable regulations.

In relation to the above, Model "231" refers to the categories of punishable facts provided for by the disciplinary system.

These categories describe the conduct sanctioned according to the importance of the individual facts considered and the sanctions actually provided for the commission of the facts themselves, depending on their seriousness.

In particular, the "Criteria of correlation between workers' misconduct and disciplinary measures" contained in the current National Collective Bargaining Agreement for Metalworkers are set out in the relevant section 7.3 of the "231" Model.

#### **14\_1\_3 Managers**

In the event of a breach, by the Managers, of the ethical principles set forth in this CODE and of the rules of the "231" Model, the most suitable measures will be applied against those responsible, in compliance with the provisions of the respective National Collective Work Contract, as detailed in paragraph 7.4 of the Organizational Model

#### **14\_1\_4 Directors and Auditors**

In case of violation by the Directors and the Auditors of the ethical principles established in this CODE and of the rules of the Model "231", the Supervisory Body will inform the Board of Directors and the Board of Auditors, which - depending on their respective competences - will proceed to take the most appropriate and adequate initiatives consistent with the seriousness of the breach and in accordance with the powers provided by the law and/or by the Articles of Association (statements in the minutes of the meetings, request to convene or convene the Shareholders' Meeting with on the

agenda appropriate measures against the persons responsible for the breach), as detailed in paragraph 7. 5 of the Organizational Model.

**14\_1\_5 Coworkers, Consultants, Partners, Intermediaries, Counterparties and other external parties**

Any behavior carried out within a contractual relationship by coworkers, consultants, partners, intermediaries, counterparties or other external subjects in contrast with the lines of conduct indicated in this CODE and in the "231" Model may determine, thanks to the activation of appropriate express clauses, the termination of the contractual relationship and the possible claim for damages.