

INDUSTRIE **ROLLI** ALIMENTARI

l'alta qualità italiana dei surgelati

Paren



Code of Ethics

PREMISE

The present Code of Ethics (hereinafter also the "Code") contains the ethical principles and general rules of conduct that have always characterized the organization and activity of the Rolli Group (hereinafter also the "Group") consisting of Industrie Rolli Alimentari SpA, the parent company, Paren srl and Rolli France Sarl.

It therefore represents an important point of reference in daily business for each person who works in the name and on behalf of the Group, a concrete representation of our system of values and at the same time a guide of conduct in order to ensure correctness and integrity in any professional relationship with stakeholders.

The Code also represents an integral part and a constituent element of the 231 Models adopted by the Rolli Group Companies, according to the Italian provisions on "the administrative liability of legal entities deriving from offences" contained in Legislative Decree n. 231/2001.

The commitment of each of us therefore consists in reading the Code of Ethics carefully and making it a concrete part of our daily work, keeping in mind the importance of acting as an individual within the Company and / or as a person who represents the Company towards third parties.

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1. To whom the Code is addressed

The Code of Ethics is addressed to the members of the Corporate Bodies of the Group Companies, to the Management, to legal representatives, to employees, to external collaborators and to those who, for any reason and regardless of the type of contractual relationship, directly or indirectly, permanently or temporarily, is acting in the name and on behalf of the Rolli Group Companies (hereinafter the "Recipients").

The Rolli Group requires any third parties (partners, customers, suppliers, consultants, external collaborators and other types of third parties) in relationship or business relationship with it to respect the values and standards of behaviour provided for in this Code.

2. Our values

Non discrimination

In the context of internal and third-party relationships, the Group Companies recognize and respect the principles of dignity and equality and does not discriminate on the basis of age, racial and ethnic origin, nationality, political and trade union opinions, religion, sexual orientation, gender identity, physical and mental disabilities and any other personal characteristics not related to the workplace.

Integrity and honesty

The pursuit of mere economic interest can never justify the principles of correctness, integrity and credibility violation.

Understanding and respecting these values constitute a fundamental point of reference for the Rolli Group both in internal and external relationships, which have always been based on transparent and sincere relationships.

The implementation of ethical principles must first and foremost be based on the adoption by everyone of a fair, honest, positive and creative attitude.

It is forbidden to make or promise to third parties, donations of money or other benefits, for the purpose of unduly promoting or favoring the interests of the Company or third parties as well as accepting for oneself or for others the promise or the giving of sums of money or other utility.

Observance of the law

The Group Companies consider compliance with national and international laws and regulations as a binding and essential condition for their actions.

Therefore, they undertake, even with careful prevention work on the commission of crimes, to comply with these regulations as well as generally recognized practices.

Individual respect and protection

The Rolli Group Companies promote the respect for the individual physical integrity and the respect in relationships with others, protecting and promoting the value of human resources, in order to improve and increase its skills and experiences.

The Companies assess human resources according to the principles of respect for individual personal and professional characteristics, fairness and merit.

The Companies also value the professional experience of its employees and promote the passage of knowledge, in order to pass on and preserve the cultural heritage and the fundamental values of the Company over time.

All the Group Companies' corporate structures of the Group Companies must create a working environment in which the personal characteristics of the individual worker do not give rise to any kind of discrimination. For this reason, in compliance with the international provisions of the Universal Declaration of Human Rights of the United Nations and of the Conventions of ILO-International Labour Organization, the Company undertakes to respect fundamental **human rights**, inalienable and fundamental prerogatives of human beings and basis for the establishment of societies founded on principles of equality, solidarity, repudiation of war, and for the protection of civil and political rights, of social, economic and cultural rights and the so-called third generation rights (self-determination right, right to peace, right to development and to the protection of the environment).

No form of discrimination, corruption, forced or child labour is tolerated.

Environmental protection

The Rolli Group Companies are committed to protecting the environment by using, in their production processes, materials and technologies that allow the reduction of energy consumption and natural resources, avoiding or limiting the impacts resulting from pollution and waste production.

All Recipients of the Code are required to always carefully evaluate and manage environmental aspects in a preventive manner, and to take effective action to avoid incorrect environmental situations and behaviors.

Confidentiality

In the management of all their business activities, the Rolli Group Companies promote the confidentiality of the information in their possession.

All Company employees, collaborators, consultants are required not to use or disclose information obtained while performing their activities for purposes not connected with the strict exercise of the same.

Protection of Competition

The Rolli Group Companies recognize free and fair competition in a market economy as a decisive factor for growth, development and constant business improvement and believe that their message of product quality and brand relevance can be developed in this context.

The Companies prohibit the collection of information obtained by illegal means or contrary to the provisions and principles contained in this Code (eg theft, corruption, false declarations, electronic espionage).

3. Rules of Conduct

Below are the principles of conduct to which all Recipients of the Code must refer in the exercise of their activities.

3.1 Human Resources

Selection and recruitment process

The selection and recruitment process is based on transparency criteria and is carried out on the basis of Company needs in compliance with equal opportunities for all interested parties.

The information requested is strictly connected to the professional and psycho-aptitude profile assessment, in compliance with the candidate's privacy and opinions.

The Rolli Group Companies adopt appropriate measures to avoid favoritism, nepotism or forms of clientelism in the selection and recruitment phases. The traceability of recommendation of candidates by employees and / or third parties with whom we have relationships is guaranteed in this regard.

Work environments and safety and health protection

The Rolli Group maintains high levels of health, safety and hygiene protection for its workers, and guarantees the necessary prevention and protection measures to avoid or minimize occupational risks.

The Group Companies promote the workers' health and safety culture in the workplace by acting in full compliance with current legislation. It's important that everyone is called to comply with the rules in force on the matter and to adopt adequate preventive measures in order to protect themselves and others.

All employees receive adequate training on health and safety regulations. The Group Companies support the development of the skills necessary for carrying out work activities, providing training programs useful for promoting safe behavior.

Company assets

The Rolli Group Companies make every effort to ensure that the use of company assets, carried out in compliance with current rules, internal procedures and in line with the values of the Code of Ethics, is aimed at guaranteeing, increasing and improving the company assets, in order to protect the Companies themselves, shareholders, creditors and the market.

Consequently, the worker and / or collaborator must use the company assets responsibly and diligently, with particular regard to those personally entrusted to him for the performance of his specific company activity. The worker or collaborator, in particular, must refrain from illicit use of the goods and in any case such as to compromise their efficiency, to be potentially harmful or in contrast with the interests of the Company.

The Group Companies reserve the right to prevent the improper use of their assets by using any form of visual detection, in compliance with the confidentiality rules and with the personal data protection regulation in force.

Alcoholic substances, drugs and No Smoking

The abuse (or misuse) of alcohol, drugs and other illicit substances by employees and external collaborators negatively affects their performance and can have serious harmful consequences for themselves and for other employees and collaborators' safety, efficiency and productivity.

The use, possession, distribution or sale of alcohol and drugs in the Company's offices and factories is strictly prohibited and is grounds for disciplinary action.

3.2 Relationships with Customers and Consumers

The Rolli Group Companies meet the expectations of their customers by providing high quality products in compliance with the regulations set up to protect food safety, competition and the market.

The Group monitors the quality of raw materials, packaging material, production process and final product with the most modern tools and quality control procedures.

In relations with their customers, the Group Companies undertake to respect the commitments and obligations undertaken, to provide accurate, complete and truthful information, to abide by the truth in advertising or other communications, avoiding the use of any practice deceptive, elusive or incorrect.

In particular, the Group Companies believe that their communication must be disciplined in order to protect the consumer from false or misleading content, providing transparent, understandable and accessible information to all consumers, paying attention to labels and information, which must be simple and clear, in order to ensure peace of mind and awareness of consumption for all consumers.

In carrying out its activities, the Rolli Group acts in full compliance with the industrial and intellectual property rights legitimately held by third parties, as well as in compliance with the provisions contained in laws, regulations and conventions aimed at protecting these rights.

3.3 Relationships with Suppliers

The suppliers and or business partners selection (including external collaborators, consultants, intermediaries, subcontractors and more in general all subjects involved in the Supply Chain) is based on assessments that make it possible to rely on subjects of proven quality, integrity, reliability and economic solidity.

The purchasing processes are based on compliance with the principles and laws set up to protect competition, guaranteeing transparency and efficiency in the selection process.

The Group Companies select quality raw materials and semi-finished products, in full compliance with a stringent code relating to their origin, collection and processing.

The fees and sums paid to suppliers for any reason are in line with the market or in any case justified and verifiable.

The Group Companies break entering into or withdraw any relationship in the event that there are suspicions of belonging to or facilitating criminal organizations.

In contractual relationships with suppliers, the Group Companies require a commitment to share and respect the principles set out in this Code of Ethics. The violation of the principles established therein constitutes a non-fulfillment such as to determine the termination of the existing relationship.

3.4 Relationships with Public Institutions and Supervisor Authorities

Relations with representatives of the Public Administration, Public Officials or persons in charge of a public service are based on principles of correctness, loyalty and maximum transparency, as well as on compliance with the applicable laws and regulations.

These relationships are maintained exclusively through Company's authorized representatives, within the limits of the powers attributed to them with a formal power of attorney or as a part of and within the limits of their role and responsibility.

It's not allowed to seek or establish relations of favor, influence, interference with the aim of influencing, directly or indirectly, the activities.

These provisions cannot be circumvented by resorting to different forms of contributions which, in the form of gifts, assignments and consultancies and / or advertising, have the same forbidden purposes as indicated above.

In communications with Public representatives, national and /or international, Institutions, Supervisory Authorities or Bodies, in replies to requests or acts of inspection (interrogations, interpellations, requests for information related to ongoing or concluded professional assignments, etc.), the Group Companies comply with the principles of transparency and professional fairness.

3.5 Relationships with Judicial Authority

The Rolli Group Companies operate in a lawful and correct manner, collaborating with the Judicial Authority and with the Bodies delegated by the same in the exercise of their respective functions, even if they are addressed towards them, their respective managers, employees or collaborators.

The Group Companies require that the Recipients provide the greatest collaboration and availability towards the Judicial Authority or with the Bodies delegated by the same in the case of inspections and / or controls.

If a judicial proceeding, investigation or inspection is foreseeable, it's forbidden to destroy or alter records, minutes, accounting records and any type of document, lie or make false statements to the Authority.

3.6 Relationships with the local Community

The Group Companies maintain a constructive dialogue with organizations that are actively committed to improving civil, social, environmental and cultural conditions.

The Rolli Group respects the cultural, economic and social rights of the local community in which it operates by maintaining a constructive dialogue with the organizations that recognize themselves in the values expressed in this Code.

3.7 Relationships with political and trade union Organisations

The Rolli Group does not provide financial contributions of any kind, directly or indirectly, to political parties, movements, committees and political and trade union organizations, or to their representatives or candidates, except those due on the basis of specific regulatory provisions.

Any contributions must be paid in compliance with the system of delegated powers in force and be adequately supported by suitable documentation.

3.8 Confidential Information

Personal Data processing and Confidentiality

As part of its business, the Rolli Group collects a significant amount of personal data and confidential information, which it undertakes to process in full compliance with the "personal data protection regulation" understood as:

- the EU General Data Protection Regulation n. 2016/679 concerning the protection of natural persons in relation to the processing of personal data, as well as the free movement of such data ("GDPR");
- any additional law, act having the force of law and / or regulation regarding the protection of personal data applicable.

In particular, the Group Companies undertake to exercise the maximum diligence in the collection of personal data and their storage; to use in the processing of personal data the most technically suitable tools and all necessary and appropriate measures and precautions to guarantee the security and confidentiality of the aforementioned data; not to communicate or in any way disclose to unauthorized third parties the personal data of which the Group has become aware in carrying out its business.

Each of the Group Companies, in its capacity as "Data Controller", informs about the type of data collected, the use it intends to make and the ways in which the data subjects can contact the Companies for information.

Personal Data are collected and stored only if it is necessary for identified, explicit and legitimate purposes and are kept no longer than is necessary for the purposes for which the personal data were processed.

IT systems to support Information

The Rolli Group Companies adopt appropriate security measures to protect their data and IT Systems against access by unauthorized persons and damage of any kind by adopting suitable measures to prevent Data breaches and other cyber abuse by third party.

3.9 Transparency and Integrity

Bookkeeping, drafting of financial statements and cash flow

The Rolli Group Companies act in compliance with the civil law relating to the keeping of the accounts and the preparation of the financial statements.

The Recipients, to the extent of their competence and in relation to their assignments, are required to provide their full cooperation so that all the management facts, including intra-group transactions, are correctly and promptly represented in the company accounts and to keep all the documentation of support, so that it can be easily found and consulted by the controlling authorized persons.

The Group Companies condemn any conduct intended to alter the correctness and truthfulness of the financial statements and tax returns data and information, reports or other corporate communications required by law and addressed to shareholders, supervisory Authorities and Auditing Firms.

All financial transactions, as well as all incoming and outgoing money movements, are carried out by authorised persons and are always justified, traced and recorded.

Each of the Rolli Group Companies undertakes to constantly operate with the maximum transparency, consistently with best business practices, also ensuring that all operations carried out are authorized, verifiable, supported by adequate documentation, legitimate and consistent with each other.

In no way and under any circumstances it's tolerated to receive or accept the promise of payments in cash, goods or other benefits from illegal or criminal activities, as well as to perform operations that hinder the identification of their origin.

Intra-Group relationships

The Rolli Group Companies must collaborate in pursuing the objectives, respecting the law and regulations in force.

Sharing of corporate information, for the purposes of preparing the consolidated financial statements and other communications, within the Group Companies, must take place in compliance with the scope of activity of each company and the principles of truthfulness, correctness, completeness, clarity, transparency.

Intra-Group business relationships must be duly formalized and in line with prices and market value and are carried out in compliance with the principles of correctness, effectiveness and traceability of the relevant economic relationships and the related financial flows.

Prohibition of money laundering

Each of the Rolli Group Companies scrupulously follows the legislation aimed at preventing money laundering, self-laundering and financing of criminal activities.

To this end, the Recipients are required to carefully check the information available on the counterparties and avoid entering into or maintaining commercial or financial relationships in cases where there is a reasonable doubt that the counterparties can implement conducts that configure the commission of money laundering crimes.

Gift and Donations

The Rolli Group Companies do not admit any gift or form of hospitality offered or received by any person, whether public or private, which can be interpreted as exceeding normal commercial or courtesy practices, or in any case aimed at acquiring preferential treatment in the conduct of any operation attributable to our business.

Donations to companies or associations, even if not recognized, are duly authorized and uniquely identify the concerned counterparties and the reasoning behind; the transfer of the economic value is carried out through authorized intermediaries, so that its traceability is guaranteed on the basis of suitable documentation.

Conflict of interests

Recipients must avoid situations or activities in which may arise a conflict of interests or which may interfere with their impartiality in making decisions in the best interest of the company and in full compliance with the principles of the Code of Ethics.

Conflicts of interest constitute, by way of example, the use of one's position in the company or the information or business opportunities acquired in the exercise of one's office, in order to obtain an undue profit for oneself or for a third party.

However, it is mandatory to refrain from intervening in the operational or management process in the presence of a conflict of interest.

4. Implementation, Control and Monitoring

4.1 Application and Disclosure

The Group Companies Supervisory Bodies monitor the Code application and disclosure; a similar responsibility is assigned to the persons appointed by the Company who ensure compliance by all those who operate within their duties.

4.2 Whistleblowings

All Recipients are required to comply with the Code and to communicate any conduct that, in good faith, deem potentially illicit, irregular or however opposed to Code principles and rules.

Requests for clarification on the interpretation of the Code may be addressed, in the case of employees, to the manager of their structure or directly to the Supervisory Bodies of Group companies, using the following e-mail addresses:

- odv.rolli231@pec.rolli.it, for Industrie Rolli Alimentari S.p.A.;
- odv.paren231@pec.rolli.it, for Paren S.r.l..

Reports of violations of the Code may be made, in the case of employees, anonymously or non-anonymously, through the internal reporting channel represented by the online platform (the "Platform") adopted by the Company which can be reached on the my.studioziveri.it website or from the app "My PayRoll" in the messaging section; in the case of non-employees, i.e. subjects who do not have the credentials to access the my.studioziveri.it website, but who have the right to make reports as per article 3, paragraphs 3 or 4, of Legislative Decree no. 24/2023, it will be possible to access the Platform by registering independently via the following link: <https://my.studioziveri.it/CheckPage.aspx?guid=3fb54d32-9f2c-44b3-9d03-d7751af2ff7f>; once registered, the User will receive a password and a username for the first access to the whistleblowing Platform (even anonymously).

The use of the aforementioned Platform allows (i) the data and documents relating to the reports to be sent and stored in a secure manner, respecting the confidentiality of all the subjects involved in them and for them to be sent only to pre-determined recipients, duly trained, in line with the regulatory provisions in force, as well as (ii) to safeguard the whistleblower anonymity, ensuring that the same is not subject to any form of reprisal or discrimination.

4.3 Disciplinary actions

Compliance with the Code of Ethics is an integral part of the contractual obligations of employees, external collaborators and, more generally, of all Recipients.

With regard to employees, non-compliance can lead to disciplinary and sanctioning proceedings up to the termination of the employment relationship and, for directors and statutory auditors, the suspension or revocation of the office.

The violation of the principles provided for by the Code of Ethics by third parties in business relationships with a Group Company shall constitute non-compliance with the contractual obligations. This shall entail all the consequences of law as to the Group's Companies right to obtain total compensation of any damage

suffered and due to said violation and as to the right – if the assumptions exist - to terminate the contract due to the non-complying party negligence.

4.4 Final provisions

The Boards of Directors of each of the Rolli Group Companies approve the Group's Code of Ethics, as well as any updates, evaluating any proposed amendments or additions from the respective Supervisory Bodies appointed, pursuant to Lgs.D. No. 231/2001.