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## **Cantina di Rauscedo – Società Cooperativa Agricola**

Via del Sile, 16  
33095 – San Giorgio della Richinvelda (PN)

### **Code of Ethics**

*Art. 6, Legislative Decree no. 231/2001*

Title	Code of Ethics		
Issued by	CANTINA DI RAUSCEDO – SOCIETÀ COOPERATIVA AGRICOLA		
Approved by	CDA		
Review	0	Review date	28/11/2017
	1	Review date	03/05/2019
	2	Review date	13/09/2022

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## **1. PURPOSES**

With this Code of Ethics Cantina di Rauscedo wants to define and clarify the values and principles of behavior met by the business and the relationships with all the individuals involved in achieving the corporate purpose in order to prevent irresponsible or unlawful behaviors by anyone acting in the name of and on behalf of the Company.

The Company commits to ensuring to anyone connected to it, whether employees, clients, suppliers or interested parties, that all business activities will be carried out in compliance with the law and in a picture of fair competition with honesty, integrity, decency and good faith by respecting the legitimate interests of employees, shareholders, clients, trading and financial partners.

This Code of Ethics is an integral part of the Organization, Management and Control System of Cantina di Rauscedo established by art. 6 and 7 of Legislative Decree no. 231/2001.

## **2. ADDRESSEES AND GENERAL REGULATIONS**

The administrators, employees and contractors commit to abide by this Code when taking on a task and to maintain a loyal, impartial, righteous and honest conduct.

All individuals that have not been mentioned in the previous paragraph (natural and juridical persons, entities, etc.) are also required to commit to the principles of the Code in their work and business relationship with the Company.

The addressees of this Code shall avoid any act or behavior that may violate the statutory provisions and the regulations of the same Code. The employees and contractors shall commit to maintaining harmonious relationships with their colleagues and to avoiding acts or behaviors that may compromise the principle of mutual respect. The administrators, employees and contractors shall shape their work and the use of Company property based on criteria of decency, affordability, efficiency and efficacy. Administrators, employees and contractors shall inspire trust and cooperation to the individuals coming into contact with Cantina di Rauscedo. They shall show courtesy and helpfulness during communications and manage issues efficiently and promptly.

## **3. PRINCIPLES OF BEHAVIOR**

### **3.1 Legality, decency, honesty and integrity**

The Company operates in accordance with the Italian law and, as applicable, the law of the countries it operates in, as well as by respecting work ethics.

The pursuit of the Company interest may never justify a conduct that is contrary to the principles of legality, decency, honesty and professionalism.

Any form of received or given benefit that may be intended as a way to influence the independent judgement or conduct of the parties involved is therefore always rejected.

Any form of corruption, illegal favor, collusive behavior, solicitation whether direct and/or through third parties, personal or non-personal advantage is prohibited.

Business courtesies such as gifts and lodging are only allowed when moderate in value, when not compromising the integrity and reputation of one of the parties and when not interpretable by some impartial party as a way of inappropriately gaining advantage.

Administrators, employees and contractors shall not use the offices or any Company space for personal purposes.

Administrators, employees and contractors shall not use their own position to obtain benefits in internal and external relationships even if of private nature.

Administrators, employees and contractors shall not use information that is not available to the public and/or has been obtained confidentially in their office duties to pursue private benefits or interests.

Administrators, employees and contractors shall avoid obtaining any sort of benefit that may affect their independent judgement or impartiality. Additionally they shall not accept any gift or benefit for themselves or others from external individuals that want to establish a relationship with the Company, except for gifts of moderate value.

Administrators, employees and contractors shall operate impartially and avoid preferential treatments or disparities. They shall refrain from making undue pressures and reject them. They shall adopt initiatives and make decisions with transparency and avoid creating or taking advantage of privileged situations.

Administrators, employees and contractors shall not make commitments or personal promises that may compromise their office performance.

### **3.2 Loyalty and good faith**

The relationships with the addressees of the Organization, Management and Control System and with third parties in general must be inspired by good faith and honesty. Behaviors must be reliable in regards to the sustainability and fulfilment of agreements and promises, the enhancement of the business wealth and the pursuit of loyal behaviors in all decisions.

### **3.3 Conflict of interest and impartiality**

Cantina di Rauscedo avoids any conflict of interest during all activities, whether it be real or only potential and possibly interfering in the ability to take impartial decisions in the best interest of the Company and in respect of the Code regulations.

The following are examples of situations that may cause a conflict of interest:

- Economic and financial interests of the administrator, the employee and/or their families in activities run by suppliers, clients and competitors;
- Using one's own position in the Company or the information acquired in one's job to create conflict of interest between one's personal interests and the business interests;
- Working for clients, suppliers or competitors;
- Accepting money, favors or benefits from people or companies that are or intend to be in business relations with Cantina di Rauscedo;
- Performing positions of decisional responsibility in the Company or in non-profit organizations that receive subsidies and funding from the same Company.

Administrators, employees and contractors must immediately inform the Company of any interest, even of economic nature, they may have, their spouse may have, their first-degree relatives may have or their partner may have in the activities they perform or the decisions they make.

Administrators, employees and contractors must always refrain from participating to the activity or decision determining such conflict and must provide the Company with any additional information requested.

### **3.4 Free competition**

Cantina di Rauscedo identifies loyal free competition as a crucial factor for the growth and constant improvement of the business. The Company dissociates from behaviors that are against this principle, whether collusive, predatory and/or abusive of a dominant position.

### **3.5 Equity and equality**

Cantina di Rauscedo avoids any kind of discrimination whether based on age, race, ethnicity, national origin, political opinion, religious beliefs, sex, sexual orientation or state of health of its stakeholders during its relationships with all counterparts.

### **3.6 Professionalism and resource utilization**

Cantina di Rauscedo guarantees an adequate level of professionalism for the jobs entrusted to its contractors.

Appreciating human resources, respecting their independence and their participation to business decisions represent fundamental principles to the Company, which will organize education and training courses to give value to the specific professional figures and preserve and increase the skills they have acquired at work.

### **3.7 Protection of health and safety of workers**

Employees and contractors of Cantina di Rauscedo are guaranteed decent work conditions and a safe and healthy work environment regardless of the type of contract they have.

Particularly, the Company:

- considers the respect for law and for the regulations applicable to workers' health and safety as a priority;
- considers the management of workers' health and safety as an integral part of the overall management of the Company;
- promotes the involvement, cooperation and collaboration of all business resources in regards to the health and safety of workers;
- guarantees the necessary resources for the management of work health and safety related issues.

### **3.8 Environmental protection**

Cantina di Rauscedo is actively involved in environmental protection. Its choices ensure compatibility between its own economic initiative and the environmental needs in the respect of current regulations. Energy saving is one of its goals and it is achieved by avoiding waste of energy and natural resources. Wastage should not be left in internal or external business spaces and all employees should actively help maintain work spaces clean and tidy.

### **3.9 Protection of corporate reputation**

The safeguard of corporate image and the respect of business distinctive elements are fundamental aspects in the competitive context in which Cantina di Rauscedo operates. Administrators, employees and contractors commit to protect the corporate image by maintaining respectful behaviors towards other people and the environment they work and live in. Tidiness and cleanliness must be maintained. Behaviors must be appropriate to the work place. Behaviors that may directly or indirectly disturb the

work of others must be avoided in business spaces and particularly in the presence of guests. It is prohibited to hang onto the bulletin board or other surfaces posters or documents that are not pertinent to the working activity and that may offend the sensitivity of others. Everyone must avoid loud noises or sounds and dress appropriately.

### **3.10 Use of intellectual and material property of the Company and processing of personal data**

The use of intellectual and material property of the Company, to include IT tools, and the processing of personal data must respect general regulations, their destination of use and their purpose in order to safeguard their preservation, function and protection and avoid using them against the law.

## **4. GUIDELINES ON RELATIONSHIPS WITH COUNTERPARTIES**

### **4.1 Relationships with clients**

Cantina di Rauscedo aims at satisfying and protecting its clients by paying attention to the requests that may favor an improvement in the quality of products and services offered.

The information and documents provided to both established and potential clients in regards to offered products and services and the experience and references of Cantina di Rauscedo are truthful, accurate and complete so that clients can make informed decisions.

The negotiations that are directly conducted by the staff of Cantina di Rauscedo or by its trading network, contractual relationships and Company communications are inspired by principles of ethics, honesty, professionalism, transparency and characterized by the greatest collaboration.

Anyone issuing and/or promoting and/or selling goods and/or services for Cantina di Rauscedo and anyone representing it is required to respect these principles.

### **4.2 Relationships with market and consumers**

Cantina di Rauscedo believes in free and loyal competition and shapes its actions in a way to obtain competitive results that can reward skills, experience and efficiency.

Cantina di Rauscedo commits to respect the consumer right to not receive products that may be harmful to their health and physical wellbeing and to have complete information on the products that are offered to them.

Any actions aiming at changing the conditions of fair competition is contrary to the policy of Cantina di Rauscedo and it is forbidden to any individual acting for it.

The pursuit of the corporate interest may never justify a conduct by higher chairs or contractors that does not respect current laws or this Code of Ethics.

### **4.3 Relationships with partners and suppliers**

The partners and suppliers of Cantina di Rauscedo make it possible to concretely achieve the corporate endeavors.

The Company commits to:

- build fair and cooperative relationships with partners and suppliers aimed at mutually exchanging expertise and information and favoring the creation of common value;
- guarantee to every company meeting the required criteria the chance to become a supplier by adopting impartial evaluation criteria during the selection process and maintaining open and transparent methods;

- respect the conditions of the contract.

#### **4.4 Relationships with contractors**

Cantina di Rauscedo understands the importance of its employees and contractors for the achievement of corporate objectives, and the selection, development, assessment and education processes guarantee the greatest fairness and equal opportunities without any discrimination, whether based on sex, race, age, sexual orientation, religious beliefs or other. People are recruited for their experience, attitude and competence. Recruitment processes are only based on the correspondence between expected and requested characteristics.

The Company commits to offer the same opportunities to all its contractors by making sure they all receive fair treatment for any decision relating to their job, based on strictly professional merit and without any discrimination.

Cantina di Rauscedo manages its activities in conformity with the binding regulations on working conditions and commits to create an environment which is fair and respectable for everyone.

The Company commits to spread and strengthen a safety culture by creating awareness on risks and knowledge and respect of the current legislation on prevention and protection by promoting responsible behaviors to all the workers.

Cantina di Rauscedo expects all its employees to contribute in maintaining an organizational climate that is respectful of everyone's dignity, honor and reputation and intervenes to prevent offensive or defamatory interpersonal behaviors.

#### **4.5 Relationships with Public Administration and other external parties**

Cantina di Rauscedo actively and fully cooperates with the authority through its people and facilities.

All relationships with the authority and the Public Administration are inspired by decency, transparency, cooperation and noninterference in respect of the mutual roles and the Company procedures.

It is forbidden to give, induce or favor false declarations to the authority.

Cantina di Rauscedo does not support demonstrations or events with an exclusive or mainly political purpose and refrains from any direct or indirect pressure towards political representatives.

#### **4.6 Relationships with the media**

Disclosed information must be truthful and transparent.

Communication with the media must be accurate and consistent. Relationships with the media must be only carried out by specific representatives.

The employees of Cantina di Rauscedo cannot provide information to media representatives or commit to provide it without the authorization of the people in charge.

Not by any means or shape should the employees of Cantina di Rauscedo offer money, gifts or other benefits to influence the professional services of the media or that may be reasonably mistaken as such.

### **5. PROTECTION OF INTANGIBLE ASSETS AND CORPORATE KNOWLEDGE**

All information on the project and production systems used by the Company, on the products made and on the Company know-how are significant economic assets that need to be safeguarded. Therefore Cantina di Rauscedo wants to safeguard its know-how by using all the protection systems the law can provide by adopting adequate measures and procedures to guarantee the confidentiality of Company information in order to:

- limit the distribution of confidential information to those who need them for the duties they carry out;
- reduce to a minimum the risk of incorrect use of the information or unauthorized disclosure outside the Company.

### **5.1 Confidential information**

Technical and commercial information, even if not specifically tagged as “confidential” or “secret” or similar, that staff may come to know during their job is a significant asset to the Company.

Pursuant to and in accordance with the current regulations on industrial property, confidential information must include all information, data, results, processes and anything concerning:

- the planning or research and development of products;
- the same products and/or their production processes (patented or non-patented products, property products and/or products that are available to the Company);
- the means of production, other Company goods and production organization;
- commercial information and operations;
- the management and trend of business finances;
- the relationships of the Company with third parties.

Confidential information also includes all results of product research, invention and development conducted by the Company or commissioned to third parties. This kind of information may be obtained by staff by any means (in writing, verbally, electronically, by direct vision or by any other intelligible mean) as a consequence of their work relationship or collaboration.

### **5.2 Use of confidential information**

Company administrators, employees and contractors are required to guarantee the secrecy of confidential information and to use it exclusively to carry out their tasks and not in any other way.

Company employees and contractors are required to not reveal, transfer and/or transmit, even partially, this information to third parties (companies, institutions or individuals) and to not reproduce, copy and/or duplicate in any way documents (also electronic) containing partial or complete confidential information unless following written consent by the administrative office and/or their respective supervisors.

Unless authorized, staff is not allowed to take documents, projects, drawings and anything containing confidential information outside of the Company offices. This prohibition is waived in case of business trips. Employees working from home outside of working hours are allowed to take the necessary material with them following authorization of their direct supervisor.

Employees and contractors are required to treat removable media (floppy disks, rewritable CDs and DVDs, USB drives, external disks, etc.) that may contain information representing the corporate know-how with particular care in order to avoid their content be stolen, altered, destroyed or recovered after cancellation.

The above established obligation to confidentiality and the consequent prohibitions mentioned are binding both during and after the employment contract.

### **5.3 Contract management of confidential information**



Any disclosure of information linked to the drafting of contracts (for example when necessary to the receivers to correctly execute their contractual commitments) may only occur if the contract in question expressly includes a secrecy clause on such information limiting their use by the receivers.

If the information disclosure occurs during the pre-contractual phase (for example to allow the receiver to make any necessary analysis in view of the conclusion of a contract with the Company) it must follow a specific secrecy agreement to be signed by the receiver before obtaining the information.

In the above mentioned cases the confidentiality clauses (or the pre-contractual confidentiality agreements) should preferably also include a penalty in case of violation of the dispositions therein contained and the amount should be appropriate to the interest involved and protected by the Company.

The confidentiality clauses (or the pre-contractual confidentiality agreements) must also contain the obligation of the receivers to adopt any necessary measure to guarantee the confidentiality of the information from their employees or anyone involved in their business.

All documents protected by confidentiality and to be disclosed to third parties that are contractually engaged according to the dispositions contained in the previous paragraph will have to be identified by specific wordings about their owners and confidentiality nature. Therefore such documents, whether hard copies or electronic copies, will have to include a confidentiality clause stating the property of Cantina di Rauscedo and prohibiting the complete or partial reproduction and/or disclosure.

Supply orders and requests for quotation containing attachments, drawings or data to be considered confidential will have to include a contractual clause aimed at protecting the Company property, preventing its delivery or disclosure to third parties and guaranteeing its return at the end of the supply.

#### **5.4 Management of third party information**

All technical and/or commercial information originating from third parties and used by the Company during contractual relationships remain property of the third parties, even when not specified by wordings such as “confidential” or “secret” or similar. This information must also be guaranteed confidentiality since it represents corporate know-how of others and it is protected by law. Therefore the regulations established for the corporate know-how and the prohibition to disclose and directly or indirectly use the information without authorization applies for this information as well.

### **6. BUSINESS CORRESPONDENCE AND SAFEGUARD OF COMPANY ASSETS**

Cantina di Rauscedo guarantees the drafting of book entries, financial statements, interim statements, reports, business correspondence in general and anything due in conformity with the statutory provisions, the international principles and the current technical standards.

Cantina di Rauscedo promotes a correct and timely communication to all bodies and interested individuals in regards to the drafting of financial statements, interim statements, reports, business correspondence in general and anything required for its functioning. It also ensures the correct cooperation between bodies and Company sections and promotes inspections by the relative bodies. Everyone is required to comply with the regulations set in place for the protection of the integrity and effectiveness of the corporate capital in order to avoid damaging the creditors’ and third parties’ guarantees.

### **7. TAXATION**

The Company commits to fulfill all fiscal and tax obligations in full and with transparency and to cooperate with the financial administrations as expected. Tax returns and tax payments represent both legal requirements and inextricable operations for the corporate social responsibility.

The Company constantly abides by intra-Community VAT protocols about nontaxable assignments made to subjects liable for VAT and belonging to other member states as well as by the taxation in the destination country.

The Company always respects customs regulations on border rights (customs duties, customs VAT, etc.). The addressees of this Code shall not in any way commit or contribute to criminal violations of tax law or customs law.

## **8. IMPLEMENTATION**

Respecting the regulations of this Code must be considered as an essential part of the contract obligations of all addressees.

Cantina di Rauscedo implements organizational and managerial measures to prevent unlawful behaviors or behaviors that are contrary to the rules of this Code of Ethics by anyone acting on behalf of the Company, and it does so by respecting the current legislation and in order to plan and manage business activities that are efficient, fair, transparent and of high quality.

Breaches of this Code of Ethics may be confidentially reported by any addressee to the supervisory board.

The procedures of reporting and verifying breaches have been set in place by privacy and confidentiality criteria in order to prevent any sort of retaliation against the author of the report and to guarantee the accurate verification of facts.

## **9. SANCTIONS**

Everyone should contribute to ensuring a correct and efficient implementation of this Code of Ethics.

The violation of its regulations will constitute professional misconduct and non-fulfilment to the obligations of the employment contract, whichever the contract relationship, with subsequent legal and contractual consequences.