SOGO

RUBBER TECHNICAL PRODUCTS

— SINCE 1967 —

CODE OF ETHICS

	Editor	Verification	Approval
Function	Customer Quality	Plant Management	CEO
Signature			
Function			
Signature			

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1. Introduction

The present code of ethics represents the values and principles of conduct that SOGO S.p.A. recognizes, shares and promotes in pursuing its own activities.

The Code also states the rights, duties and responsibilities that the Company assumes with respect to all the parties with whom it enters into relation for the achievement of its business objective.

1.1 Scope of application and dissemination

This Code is binding, without exception, for all company representatives (directors, managers, statutory auditors, employees) and for all external collaborators on an ongoing basis (consultants, auditors, etc.) which therefore represent the "Recipients" of this Code.
The observance of the Code of Ethics must be considered an essential part of the contractual obligations of all Recipients, as established by the Model of Organization, Management and Control pursuant to Legislative Decree no. 231/01.
Any behavior contrary to the letter and the spirit of this Code of Ethics will be sanctioned in compliance with the provisions of the disciplinary system defined by the Model, of which the Code of Ethics is an integral part.
A conduct in line with the principles contained in the Code is also requested from suppliers, business partners, and all those who, directly or indirectly, maintain relations with the Company.
Any violation by such third parties will be sanctioned according to the criteria indicated in the specific contractual clauses.
SOGO undertakes to promote knowledge of this Code and to enforce compliance with the rules contained therein, by means of appropriate communication and dissemination activities.
Within the Company, the appropriate knowledge and comprehension of this Code by all personnel is ensured through information and training programs defined by the Model.

1.2 Approval, updates and implementation

This Code has been enacted by the company through approval by the CEO, who, even upon the proposal of the Supervisory Organ, will make the subsequent changes and additions that are necessary as a result of the evolution of the relevant legislation or that concern a change in the powers of the Supervisory Organ or in the sanctions system.

It is the duty of the Supervisory Organ to monitor the adequacy, correct functioning and observance of this Code and to provide for its updating.
This Code is implemented in compliance with the requirements of the "AIAG Corporate Responsibility Guidance".

Recently the Code has been aligned with the "AIAG AUTOMOTIVE SUSTAINABILITY PRACTICAL GUIDANCE" principles and specifically in dealings with suppliers to "AIAG PRACTICAL GUIDE TO SUSTAINABILITY IN THE AUTOMOTIVE SECTOR - PERFORMANCE IN THE SUPPLY CHAIN.

2. Main principles

2.1 Respect for human dignity and non-discrimination

Human rights are indispensable prerogatives of the human being in the world and the foundation of freedom, justice and peace.

SOGO protects, supports and promotes the values and development of internationally recognized human rights, starting with those provided for in the "Universal Declaration of Human Rights" of 1948 and the subsequent conventions inspired by it.

SOGO does not tolerate and refuses the use, even indirect, of any type of forced or compulsory labor, such as child labor.

SOGO guarantees the freedom of association of workers and the effective recognition of the right to collective bargaining.

SOGO respects the fundamental rights of people, protecting their moral integrity and in guaranteeing equal opportunities.

In relations, both internal and external, behaviors that have discriminatory content on the grounds of political and labor union opinions, religion, race, nationality, age, gender, sexual orientation or health status are not allowed.

In the management of relationships that imply the establishment of hierarchical relationships, SOGO requires that the authority must be exercised with fairness and correctness, prohibiting any behavior that may be considered detrimental to the dignity and autonomy of the employees.

2.2 Integrity, fairness, loyalty and objectivity

SOGO carries out its activities according to the principles of correctness, integrity, loyalty and objectivity. All persons who, directly or indirectly, carry out any activity for the Company or on its behalf are required to operate in compliance with these principles.

It is aware that free competition is an indispensable factor for the economic, and professional growth as well as the technical progress of countries and companies, SOGO intends to develop the values of competition operating according to the principles of fairness, fair competition and transparency towards all operators on the market.

2.3 Respect for laws, regulations and company rules

SOGO considers that the respect for national and international regulations is a binding and indispensable condition for one's actions.

In carrying out activities and in relationships of any kind and nature, all those who maintain relations with SOGO are required to comply diligently with the laws and regulations of the countries where the company operates.

Among the applicable laws and regulations we must take into account those ones related to import / export, including sanctions, embargoes, governmental orders and policies that govern the transport of goods and technology.

Within its organization, SOGO provides and makes available company rules in full respect of workers' rights, the current provisions and the relevant collective agreement. Each employee must be aware of these requirements and respect them, according to their duties and tasks.

2.4 Respect for the environment

SOGO considers the environment as a common heritage that must be protected for the present and the future generations.

In addition to compliance with current regulations and for this purpose SOGO:

- ✓ adopts an environmental management system compliant with the internationally recognized technical standards, that aims at minimizing the effective and potential impact on the environment, reducing consumption and pursuing a continuous improvement;
- ✓ submits its management system to certification by an accredited third party.

2.5 Protection of industrial and intellectual property

The Company operates respecting totally the industrial and intellectual property rights of others, as well as the laws, regulations and conventions which, even at Community or international level, protect these rights.

In this regard, all recipients must refrain from using illegally or improperly, in their own interests, as well as in corporate or third parties interests, intellectual works (or parts of them) protected by the Copyright law.

All Recipients must refrain from using, for any reason and for any purpose, products with or counterfeit trademarks and symbols, as well as refrain from manufacturing or marketing - or perform any activity in this regard - products already patented by third parties and on which SOGO has no rights.

2.6 Transparency

The principle of transparency is based on the truthfulness, clarity and completeness of information. Each operation, transaction and action must be specifically documented in a way that its legitimacy, consistency, congruity and correctness can be demonstrated at all times, also in respect of the financial resources used. Any information provided on behalf of the Company must be truthful, understandable and responsive to the purposes of the communication itself.

The recipients, within their respective competences and functions, must take action to ensure that the facts relating to the management of SOGO are represented correctly, truthfully, clearly and completely.

2.7 Confidential treatment of information

SOGO complies with the provisions on the confidentiality of personal data pursuant to Legislative Decree No. 196/2003 and European Regulation 679/2016 on Data Protection (GDPR).

Accordingly, the Company ensures the processing of personal and sensitive information personal and sensitive information – concerning its employees, associates, business partners, customers and suppliers - in full compliance with current legislation. To this effect, specific procedures for the processing of personal information are defined and continuously updated.

SOGO's employees are required not to use confidential information for purposes not related to the exercise of their activity and not to treat the same information in a way that differs from the authorizations received and the established company procedures.

2.8 Conflicts of interest

All those who operate in the interest of SOGO shall not use for their personal purposes any information, goods or equipments at their disposal within the performance of the function or task assigned to them.

They must refrain from any activity that may oppose an individual interest to that of the company or from activities that may affect the company's ability to take decisions in an impartial, objective and transparent way.

In the event that some situations of conflict of interest are identified, even potential ones, both internal and external to the company's activity, each subject involved or whoever becomes aware of it is required to promptly notify its superior or referent and the supervisory body, which is responsible for assessing the existence, on a case-by-case basis, of any incompatibility or injury situations.

2.9 Gifts and benefits

SOGO condemns all corrupt practices, illegitimate favors, collusive behavior, direct and / or indirect solicitations of personal advantages.

The Company, forbids especially to all those who operate in the company's interest to accept, promise or offer money, gifts, goods and other benefits, except for gifts of modest value that may be attributed to normal courtesy relations.

In every case, these expenses must be authorized according to specific company regulations and adequately documented.

2.10 Responsible management

Any risks of an economic nature must be taken in full awareness and in compliance with the economic and patrimonial conditions of the Company.

To this end, SOGO undertakes to detect, measure and control the risks it assumes in accordance with the complexity and size of the activity carried out and to commit itself to ensure that the assumption of risks is accompanied by the activation of appropriate reserves or the utilization of insurance instruments. SOGO recognizes that the protection of the integrity of the share capital, the interests of creditors and third parties usually represent an ethical reference value.

2.11 Prevention of money laundering

SOGO does not accept any kind of money laundering or dealing in stolen goods, or any other benefits of illicit origin.

The Company commits not to carry out any suspicious transactions in terms of fairness and transparency and to verify, as a precautionary measure and with professional diligence, the information available on trading counterparties, suppliers, commercial partners and consultants, in order to ascertain their respectability and the legitimacy of their business before establishing any business relationships with them.

The recipients of the Code are required to comply with all laws and regulations against money laundering.

3. Criteria of conduct in relations with the staff

3.1 Worker's rights

3.1.a Personnel selection

SOGO carries out the selection of its personnel in compliance with the ethical values and provisions of this Code, avoiding any discrimination based on sexual orientation, race, personal and social conditions, religious and political beliefs.

Personnel selection is based on the profiles required and the company needs, in full observance of equal opportunities for all individuals avoiding any form of favoritism, cronyism or nepotism.

SOGO personnel are recruited on the basis of regular employment contracts. No form of work is tolerated if it does not comply with the current legal regulations and the rules of collective labor agreements.

3.1.b Personnel Management

The admission to roles and tasks, as well as the decisions taken by the Company in the management and development of personnel, is based on considerations of merit profiles or correspondence between the profiles expected and the profiles owned by our co-workers.

SOGO is committed to protect the moral integrity of its employees by ensuring the right to working conditions that respect the dignity of the person and not tolerating any acts of physical or psychological violence, sexual harassment or any conduct that discriminates or harms people, their convictions and preferences.

In the management of hierarchical relationships, SOGO undertakes to ensure that the authority is exercised with fairness and correctness, avoiding any abuse thereof. It is an abuse of the position of authority to request benefits, personal favors or any behavior that constitutes a violation of this code.

3.1.c Health & Safety

SOGO considers that the respect for the psycho-physical integrity of its employees is an ethical reference value that inspires its activity at any time.

To this end:

- ✓ it strictly respects the current regulations by adopting all safety measures and carrying out all the technical interventions required by current legislation on prevention and protection;
- ✓ it adopts a management system for risks, health and safety at work in compliance with an internationally recognized standard and subject to periodic monitoring and updating, aiming at continuous improvement.

3.2 Duties of workers

3.2.a General principles of conduct

SOGO requires anyone who performs his work within the company to act according to the fundamental principles expressed in paragraph 2 above. Therefore, the employees and collaborators:

- ✓ must act with professionalism, fairness and integrity, in full compliance with the company's policies, legal and contractual obligations and the provisions of this Code of Ethics, ensuring high standards of the services provided;
- ✓ process personal information respecting confidentiality and privacy of the people to whom they refer. Any information obtained in the performance of the company's duties cannot be communicated to third parties, both inside and outside of SOGO, except in cases in which such communication is necessary to fulfill their professional duties;

- ✓ must refrain from carrying out activities which, by pursuing a direct financial interest, are also potentially in conflict with the interests of the Company;
- ✓ may be recipients of gifts or donations from third parties who entertain or may have relations with the Company exclusively within the sphere of usages and within the limits of normal courtesy relations. Likewise, they cannot in turn offer presents, gifts or benefits to third parties except in compliance with the previous art. 2.9.
- ✓ must know and respect the ethical rules contained in this Code pursuant to art. 2104 c.c.

3.2.b Use of company assets

All company assets must be considered work tools and used exclusively for this purpose.

Each employee and collaborator is required to work diligently to protect the conservation and functionality of assets, means and resources assigned to him and to prevent improper use that may cause damage, reduce efficiency or anyhow be in contrast with the interest of SOGO.

Each employee or collaborator is also required to promptly inform his / her manager about the distorted or improper use of company's assets to the detriment of the Company which may have come to their knowledge.

With regards to computer applications, each employee and collaborator of SOGO has the obligation to use the hardware and software equipment made available to them exclusively for purposes connected with the performance of his tasks, scrupulously adopting the company's procedures.

Under no circumstances is it allowed to use IT and network resources for purposes contrary to mandatory requirements of laws, public order or morality.

4. Criteria of conduct in relations with customers and suppliers

4.1 Relations with customers®

SOGO undertakes to not put in place any discriminations against its customers and to establish with them a relationship of high professionalism, efficiency, respect, fairness and availability.

Under no circumstances, SOGO will tolerate any practices of corruption, illegitimate favors, collusive behavior and solicitations, directly or through third parties, of personal advantages of any kind, despite the importance of the business transacted.

The relationship with customers is also based on mutual respect for ethical principles.

Contracts and communications with customers must be:

- ✓ clear and simple, formulated in a language that is as close as possible to the one normally used by the interlocutors;
- ✓ compliant with current regulations, without recourse to elusive or improper practices;
- ✓ complete, which does not neglect any significant element with regard to the customer's understanding.

SOGO further undertakes to:

- ✓ market products in compliance with all applicable regulations;
- ✓ guarantee quality standards on the basis of what has been agreed with customers, monitoring their trends in an appropriate way.

To this end, the Company:

- ✓ adopts a quality management system, compliant with internationally recognized standards and aiming at continuous improvement;
- ✓ submits its management system to certification by an accredited third party

4.2 Relations with suppliers®

SOGO's conduct in relations with suppliers is based on the principles of transparency, equality, loyalty and free competition.
The Company draws up appropriate procedures to guarantee a transparent and efficient purchasing process.
The selection of suppliers is based on objective criteria, concerning the relationship between quality and price of the services / products provided, delivery times as well as the technical / economic capacity of its contractors and their reliability with reference to the specific service to provide.
Each selection procedure must be carried out in compliance with the broadest conditions of competition. Any eventual derogation from this principle must be authorized and justified, in compliance with the current regulations.
Relations with suppliers are regulated by the general ethical principles referred to in the previous art. 2 of this Code, and are subject to constant monitoring by the Company itself.
SOGO also qualifies its suppliers on the basis of the results of the assessment of the level of application of the principles contained in the guide "AIAG PRACTICAL GUIDE TO SUSTAINABILITY IN THE AUTOMOTIVE SECTOR - PERFORMANCE IN THE SUPPLY CHAIN" by providing an initial questionnaire. SOGO informs its suppliers about the contents of the Code of Ethics through its publication on the website www.sogo.it

5. Criteria of conduct in relations with the public administration

SOGO, as a general rule, does not hold business relationships with the Public Administration.
Any relationship with the Public Administration can only be due to the need to respond to informal requests and acts of scrutiny (questions, interpellations, etc.) and to the launching of procedures for obtaining authorizations, funding, public grants, etc.
It is not allowed, either directly or indirectly, or through a third party, to offer or promise money, gifts or compensation in any form, or to exert illegal pressures, or promise any object, service, performance or favor to executives, officials and employees of the Public Administration, or to persons in charge of public service, or to their relatives or cohabitants, in order to induce them to commit acts and omissions which contravene their administrative duties.
The same applies to the intent to damage a party in a civil, criminal or administrative process in order to bring a direct or indirect advantage to the company.

It is forbidden to use or submit false declarations and documents, proving things that are not true or that omit information in order to obtain, for the benefit or in the interest of the company, contributions, loans or other donations, however, granted by the Government, a contributions, or 'European Union.

It is forbidden to use contributions, loans or other disbursements however described, granted to SOGO by the Government, by a Public Body or by the European Union for purposes other than those for which they were assigned.

6. Relations with parties, trade unions and associations

SOGO does not finance parties, either in Italy or abroad, their representatives or candidates, nor does it sponsor conventions or parties that have an exclusive purpose of political propaganda. The Company also refrains from any direct or indirect pressure on politicians.

7. Relations with institutions

SOGO undertakes to maintain with all the institutional interlocutors of the State, Regions, Local Authorities, as well as with international interlocutors and with the Supervisory, Regulatory and Financial Authorities, relations of constructive cooperation based on criteria of integrity, correctness and transparency, providing them with any information requested

for carrying out investigation activities and complying with the measures ordered. The Company undertakes to fully and scrupulously implement the rules established by the Authorities for the respect of the regulations in force in the sectors related to its business.

SOGO does not withhold, hide or delay any information required by the Authorities in their supervisory functions and collaborates actively with its managers, employees and collaborators during the preliminary investigation procedures.

In order to guarantee the utmost clarity in relationships, the contacts with institutional interlocutors take place exclusively through contact persons who have received explicit mandate from SOGO's top management.

8. Criteria of conduct relating to accounting activities

The managers, the employees and the collaborators of the company departments involved ensure that the provision and the procedure for the approval of the budget and more generally the disclosure on accounting matters take place in compliance with the legislative and statutory provisions, which adheres to the principle of transparency and that respects the canons of truth, accuracy and completeness of the basic information for the relative accounting records.
The managers, employees and collaborators of the company departments involved are also required to provide the utmost cooperation so that the management deeds are represented in a correct and timely manner in the bookkeeping. It is forbidden to prevent or in any case hinder the carrying out of the control or auditing activities legally assigned to the shareholders, the board of statutory auditors, the Supervisory Body or the auditing company.

9. Communication of violations

The Recipients of this Code are required to promptly inform the "WHISTLE-BLOWING" Policy Officer (Attachment F MQ) whenever they become aware of potential violations of this Code.