

ETHIC CODE

Of the company

TEKSPAN AUTOMOTIVE S.p.A.

Also applicable by the company

TEKSPAN SEALING SYSTEMS S.p.A.

REVISIONS		
REV.	REASON OF THE REVISION	DATE
0	Emission	15/12/2015
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1. ETHIC CODE AND GENERAL PRINCIPLES

1.1. Purposes of the Ethic Code

This Ethic Code has the purpose of defining and formalising the values and ethical principles that the Company Management of TEKSPAN AUTOMOTIVE SpA (from gold onwards also TEKSPAN AUTOMOTIVE and also including the subsidiary TEKSPAN SEALING SYSTEMS SpA) intends to pursue and spread to the internal organisation, so that what is specified in this document is a guide and reference in the context of every business activity.

The purpose of the Ethic Code is:

- define and explain the principles and rules of conduct that inform one's own activity and relationships with employees, collaborators, business partners, institutions and in general with any other stakeholder;
- indicate the principles of conduct to which the recipients of this Ethic Code are kept;
- empower those who operate within TEKSPAN AUTOMOTIVE SPA's sphere of action in order to comply with these principles, strengthening the awareness and commitment of the heads of the structure in applying the sanctions in force, in order to ensure the effectiveness and effectiveness of this Ethic Code.

TEKSPAN AUTOMOTIVE SPA adopting this Ethic Code also intends to communicate the principles and rules of conduct of the Company and its subsidiaries, which reinforce and concretise the general principle of legality, understood as compliance with all laws, regulations and administrative provisions. and in general of the current regulatory provisions.

1.2 Recipients

The management and management system of TEKSPAN AUTOMOTIVE SPA, to TEKSPAN AUTOMOTIVE SPA employees, as well as to those who, although not belonging to TEKSPAN AUTOMOTIVE SPA personnel, are bound by contractual relations.

These subjects will be hereafter defined as "ADDRESSEES"; in particular, an illustrative title, but not exhaustive:

- members of the Board of Directors;
- members of the Board of Statutory Auditors;
- members of the Supervisory Body;
- executives, managers and managers in general;
- employees;
- consultants, agents, commercial partners, collaborators, however named.

The recipients of the Ethic Code are obliged to adhere to it in full compliance with the provisions of loyalty, correctness and diligence arising from the legal relationships established with TEKSPAN AUTOMOTIVE SPA.

TEKSPAN AUTOMOTIVE SPA condemns any behaviour that is different from the law, the provisions of the Organisation Model and the Ethic Code, even if the behaviour is realised in the interest of TEKSPAN AUTOMOTIVE SpA or with the intention of giving it an advantage.

1.3. General principles

The business activity of TEKSPAN AUTOMOTIVE SPA is inspired by the following general principles:

1.3.1 Attention to the client and to the interested parties / stakeholders.

The company intends to operate with the utmost attention and in the search for the widest satisfaction of its customers and its stakeholders, including primarily but not limited to customers, collaborators, suppliers and partners, the social community, public bodies and territories, the environment, lenders and property.

In decisions that affect relations with all stakeholders, TEKSPAN AUTOMOTIVE SPA rejects any form of discrimination based on age, gender, health, race, nationality, political opinions and religious beliefs of its interlocutors.

1.3.2. Value of people

TEKSPAN AUTOMOTIVE SPA employees are an indispensable success factor.

For this reason TEKSPAN AUTOMOTIVE SPA protects and promotes the value of people in order to maximise their level of satisfaction and continuously increase their wealth of skills.

1.3.3. Legality

In carrying out the activities and in the relations of any type and nature, all the ADDRESSEES are bound to diligently respect the laws in force, the Ethic Code and the internal regulations.

Under no circumstances can the pursuit of the interest of TEKSPAN AUTOMOTIVE SPA justify a work that does not conform to an ethically and legally correct line of conduct.

Moreover, in conducting any activity, situations in which the parties involved in the transactions are, or may even appear to be, in a conflict of interest must be avoided.

1.3.4. Confidentiality

TEKSPAN AUTOMOTIVE SPA ensures maximum confidentiality in relation to the information in its possession and refrains from searching for confidential data, except in the case of express and informed authorisation and in any case in compliance with current legal regulations.

1.3.5. Entrepreneurship

TEKSPAN AUTOMOTIVE SPA intends to operate in the management of business activities with criteria of economy and efficiency to provide solutions, products and with a high degree of customer satisfaction.

Furthermore, it is a primary value of the company, working with the "logic of the future", avoiding the search for mere short-term profit and re-investing in a sustainable business system oriented towards continuous stay on the market.

Always in the logic of the future and entrepreneurship, TEKSPAN AUTOMOTIVE SPA considers the priority of research for innovation, continuous product development and process efficiency.

1.3.6. Transparency and completeness of information

In the formulation of any form of agreement, TEKSPAN AUTOMOTIVE SPA will take care to operate in the maximum transparency and completeness of information to specify to the contractor, in a clear and understandable way, every obligation and / or right and / or faculty and / or deriving from the relationship established .

1.3.7. Quality of products

TEKSPAN AUTOMOTIVE SPA directs its activity to the satisfaction and protection of its customer as well as the appreciation of the community in which it operates.

For this reason TEKSPAN AUTOMOTIVE SPA chooses the materials, produces its own articles and works for customers with the primary objective of customer satisfaction.

1.3.8. Fair competition and respect for intellectual property

TEKSPAN AUTOMOTIVE SPA intends to protect the value of fair competition by refraining from collusive and anti-competitive behaviour. Furthermore, TEKSPAN AUTOMOTIVE SPA protects intellectual property in compliance with trademark regulations and copyright protection.

1.3.9. Responsibility towards the community

TEKSPAN AUTOMOTIVE SPA intends to conduct the activities aimed at achieving the social object according to social appreciation, respecting the communities with which it is interacting.

2. RULES OF CONDUCT IN THE FORMATION OF BUDGETS AND IN RELATIONSHIP WITH CORPORATE BODIES

2.1. Accounting records and consequent balance sheet formation

TEKSPAN AUTOMOTIVE SPA instructs its managers, employees and collaborators to constantly guarantee truth, completeness, clarity and timeliness of information, both inside and outside, as well as the utmost accuracy in the processing, custody and updating of accounting data and information and corporate.

To this end, each transaction or transaction must be correctly and promptly recorded in the company accounting system according to the criteria indicated by the law and on the basis of the applicable accounting standards; each operation or transaction must be authorized, verifiable, legitimate, consistent and appropriate.

In order for the accounting to meet the requirements of truth, completeness and transparency of the recorded data, an adequate and complete supporting documentation of the activity carried out must be kept in the deeds of TEKSPAN AUTOMOTIVE SPA, in order to allow:

- the accurate accounting record of each operation;
- the immediate determination of the characteristics and reasons behind it;
- the easy formal reconstruction of the operation, even from a chronological point of view;
- the verification of the decision-making, authorization and implementation process, as well as the identification of the various levels of responsibility and control.

Each accounting entry must reflect what results from the supporting documentation and must also take into account the real economic effect of the transaction or contract recorded.

Therefore, it is the duty of each employee and / or collaborator appointed to do so, to ensure that the supporting documentation is readily available and ordered according to logical criteria and in compliance with the provisions and company procedures.

2.3. Management of company duties; capital transactions and equity transactions

The directors and statutory auditors of TEKSPAN AUTOMOTIVE SPA as well as the heads of the units and the collaborators / consultants involved in various capacities in the execution of the related obligations:

- i) the distribution of profits and reserves;
- ii) to capital transactions (increases and reductions thereof) as well as obligations related to such transactions, such as contributions in kind and valuation of the same;
- iv) mergers, divisions and transformations;

they are required to act with honesty, fairness and transparency and in full compliance with the civil law to protect - among other things - the interests of TEKSPAN AUTOMOTIVE SPA's creditors to maintain their capital guarantees.

In the case of preparation of documents / reports relating to the aforementioned operations, the administrators, auditors, employees, collaborators / consultants of TEKSPAN AUTOMOTIVE SPA are required to constantly guarantee truth, completeness, clarity of information, as well as maximum accuracy in the processing of data and information, each in relation to their specific skills and areas of operation.

2.4. Liquidation of companies

If one of the companies of TEKSPAN AUTOMOTIVE SPA is put into liquidation, anyone who carries out the activities of liquidator - even in fact - is required to behave with the utmost loyalty and transparency during the operations carried out, based on the principles of legality, truth and correctness and observing in particular, the duty not to proceed with the distribution to the shareholders of the social assets before having satisfied the claims of the social creditors or having set aside the resources necessary for this purpose.

2.5. Internal checks

"Internal controls" means all the tools necessary or useful to direct, verify and pursue the activities of TEKSPAN AUTOMOTIVE SPA in order to ensure compliance with corporate laws and procedures, protect corporate assets, effectively manage social activities and to provide clear, truthful, correct and reliable information on the financial, economic and financial situation of TEKSPAN

AUTOMOTIVE SPA and to identify and prevent risks in which the Company may incur. It is up to TEKSPAN AUTOMOTIVE SPA to promote, at all levels, an internal culture characterised by the awareness of the existence of controls and oriented to the exercise of the control itself. The TEKSPAN AUTOMOTIVE SPA executives are required to participate, according to their respective competences, in the implementation and implementation of an effective corporate control system and to make them participate in the other subjects with whom they relate. TEKSPAN AUTOMOTIVE SPA employees must, as far as they are responsible:

- contribute to the proper functioning of the control system;
- responsibly guarding corporate assets, whether material or immaterial, instrumental to the activity performed and not to make improper use.

As regards governance and internal control, it should be noted that TEKSPAN AUTOMOTIVE SPA has implemented the provisions of Legislative Decree 231/01, through the adoption - in addition to this Ethic Code - of a specific Model of Organisation and through the establishment of a Supervisory Body, called to monitor compliance with the control standards provided for by the Organisation Model itself and by this Ethic Code.

2.6. Anti-corruption and anti-recycling regulations

The recipients of this Ethic Code TEKSPAN AUTOMOTIVE SPA are required to comply with the regulations in force on anti-corruption and anti-money laundering and consequently must not, under any circumstances and under any circumstances, violate existing company procedures, promise, give as well as receive money, gifts, and any other form of gift that exceeds the normal rules of courtesy.

Similarly it is strictly forbidden to receive or accept the promise of cash payments or run the risk of being involved in events related to money laundering from illegal or criminal activities.

Before establishing relationships or entering into contracts with suppliers and other partners in long-term business relationships, they must assure themselves of the identity, moral integrity, reputation and good name of the other party.

3. RELATIONS WITH EMPLOYEES

TEKSPAN AUTOMOTIVE SPA is inspired by the following principles in the various stages of managing work relationships with its employees.

3.1. Personnel selection

Personnel selection takes place exclusively on the basis of criteria of assessment of the qualifications, skills and professional skills of the person in relation to the specific business needs of the case, respecting the dignity, personality, privacy and opinions of the candidate.

TEKSPAN AUTOMOTIVE SPA offers the same opportunities without any discrimination (for example, for reasons of sex, race, language, religion, political opinions, union membership), starting from the moment of the selection of personnel.

Who selects or participates in the selection must not be in situations of potential conflict of interest with the candidate as well as situations of personal favouritism regarding the choice of the candidate should not occur.

3.2. Establishment of the employment relationship

The assumptions are made with a regular employment contract in full compliance with the law and the CCNL applied, favouring the insertion of the worker in the workplace.

3.3. Personnel Management

TEKSPAN AUTOMOTIVE SPA offers the same career opportunities to those who possess the characteristics required for access to functions, tasks and / or higher profiles, without any discrimination and based on meritocratic criteria, acquired professional competence and, in any case, based on strictly professional parameters.

3.4. Harassment and discrimination in the workplace

TEKSPAN AUTOMOTIVE SPA requires that in the internal and external work relations there are no harassment of any kind towards employees, suppliers, customers or visitors. Harassment means

any form of intimidation, threatening behaviour or verbal offence that is an obstacle to the peaceful performance of its functions or the abuse by the hierarchical superior of the position of authority.

TEKSPAN AUTOMOTIVE SPA also requires that in the internal and external work relationships there is no discrimination of any kind towards employees, suppliers, customers or visitors related to differences in gender, race, language, religion or political opinions, of personal or social conditions.

Anyone who lends his business to TEKSPAN AUTOMOTIVE SPA believes that he has been harassed or that he has been discriminated against for any reason can report the incident to the Supervisory Body. Any act of retaliation against the employee who refuses, complains or reports such unfortunate facts is prohibited.

3.5. Ban on alcohol or drugs

TEKSPAN AUTOMOTIVE SPA prohibits any employee or collaborator from taking alcoholic and / or narcotic substances during working hours; it is also forbidden to drink alcohol and / or drugs even before any form of travel, especially in the car, for work reasons.

In any case TEKSPAN AUTOMOTIVE SPA discourages the abuse of alcoholic substances and the use of drugs by each employee or collaborator even outside the working hours and regardless of the influence of such conduct on the regular performance of the activity working.

In any case, the conditions of chronic dependence on alcohol and drugs, which have an impact on work performance and which may disturb the normal course of the same, regardless of the fact that the employee or collaborator has not used alcoholic substances or hired will be equivalent to the previous cases drugs during working hours.

3.6. Smoke

TEKSPAN AUTOMOTIVE SPA requires compliance with the mandatory prohibitions of smoking legislation and in all cases in all company workplaces.

3.7. Safety and health of workers

TEKSPAN AUTOMOTIVE SPA is committed to spreading and consolidating a culture of safety at work by developing awareness of risks and promoting responsible behaviour by all employees and collaborators; in addition TEKSPAN AUTOMOTIVE SPA works to preserve, especially with preventive actions, the health and safety of workers.

TEKSPAN AUTOMOTIVE SPA undertakes to comply with all national laws and regulations, both national and international, in terms of hygiene, safety at work and protection of workers' health, in particular, but not exclusively Legislative Decree 81/2008 and smi.

In the area of Health and Safety, every company controlled by TEKSPAN AUTOMOTIVE SPA will have to issue and, where appropriate, update a Health and Safety Policy aimed at describing and underlining the directional commitments that are binding and consistent with this Ethic Code in terms of prevention of accidents and occupational diseases.

3.8 Protection of personal data

It is a priority for TEKSPAN AUTOMOTIVE SPA to comply with the applicable legal provisions regarding the processing of personal data.

With particular regard to the processing of personal data of workers, TEKSPAN AUTOMOTIVE SPA prepares specific precautions and procedures, which must be scrupulously respected by the staff, aimed at informing each employee about the nature of the personal data being processed by TEKSPAN AUTOMOTIVE SPA, on the modalities of treatment, on the areas of communication and, in general, on any data relating to his person.

TEKSPAN AUTOMOTIVE SPA undertakes to comply with all national and international laws and regulations regarding the protection and security of personal data, in particular, but not exclusively Legislative Decree 196/03.

3.9 Protection of IT assets and illicit data processing

TEKSPAN AUTOMOTIVE SPA undertakes to comply with all laws and regulations of the law, both national and international, regarding the protection of data and IT assets.

3.10 Duties of employees and collaborators

the. Diligence and good faith.

Every employee and collaborator must act loyally and in good faith, respecting the obligations stipulated in the employment contract and ensuring an active and intense collaboration, according to the company's directives, as well as knowing and observing the ethical rules contained in this Ethic Code. conducted to respect and cooperation and mutual cooperation.

All actions, operations and negotiations and, in general, the behaviours established in the performance of work must be based on the principles of honesty, correctness, integrity, transparency, legitimacy, clarity and mutual respect and be open to all checks and checks according to current regulations and internal procedures.

All activities must be carried out with professional diligence. Each must provide professional contributions appropriate to the responsibilities assigned and must act in such a way as to protect the prestige of TEKSPAN AUTOMOTIVE SPA. The directors accept the office when they believe they can dedicate the necessary time to the diligent performance of their duties.

TEKSPAN AUTOMOTIVE SPA personnel must know and implement the provisions of the company rules regarding daily operational management and, in general, corporate governance.

II. Conflict of interests

Administrators, auditors, managers, employees and collaborators of TEKSPAN AUTOMOTIVE SPA must refrain from carrying out activities that are also potentially in conflict with the interests of TEKSPAN AUTOMOTIVE SPA

By way of example, but not exhaustively, situations that may provoke a conflict of interest are as follows:

- participation in decisions affecting business with persons with whom the employee or a close family member of the employee has interests or from which a personal interest could derive (including legal persons of which he is the holder or to whom he is directly or indirectly interested);
- the exploitation of its functional position for the realisation of interests conflicting with those of TEKSPAN AUTOMOTIVE SPA;
- the use of the TEKSPAN AUTOMOTIVE SPA name to take advantage of personal advantages;
- the use of information acquired in the performance of work activities for own or third-party benefits in contrast with the interests of TEKSPAN AUTOMOTIVE SPA;
- carrying out work of any kind (work services and intellectual services) with customers, suppliers, competitors and / or third parties in conflict with the interests of TEKSPAN AUTOMOTIVE SPA;
- the conclusion, completion or initiation of negotiations and / or contracts - in the name and / or on behalf of TEKSPAN AUTOMOTIVE SPA - which have as counterpart family members or members of the employee or from which, however, may derive personal benefits, or
- the acceptance of money or other benefit or favour by natural or legal persons who are or intend to enter into business relations with TEKSPAN AUTOMOTIVE SPA

It is forbidden to personally take advantage of business opportunities that have become known during the performance of their functions within TEKSPAN AUTOMOTIVE SPA

It is forbidden to use confidential information acquired in the performance of work for the benefit of one's own or a third party.

III. Protection of company assets and work environment

Every employee and collaborator is required to safeguard the company assets, keeping the movable and immovable property, equipment, company products, information and know-how of TEKSPAN AUTOMOTIVE SPA

In particular, each employee and collaborator must:

- use company assets according to company policies, scrupulously observing all security programs to prevent unauthorised use or theft;
- avoid improper use of company assets that could cause damage or reduce efficiency, or in any case in conflict with the interest of TEKSPAN AUTOMOTIVE SPA;
- keep the secret of any confidential information concerning TEKSPAN AUTOMOTIVE SPA or commercial partners of TEKSPAN AUTOMOTIVE SPA or customers (and in general stakeholders), avoiding disclosing them to third parties.

IV. IT and telematic resources for the company

Every employee and collaborator is required to safeguard the company's IT and telecommunications assets, keeping the technological resources and IT support of TEKSPAN AUTOMOTIVE SPA

The rules of conduct are detailed in the Regulations for the use of ITK and telematics resources of TEKSPAN AUTOMOTIVE SPA. In particular, each employee and collaborator must:

- scrupulously respect the provisions of the aforementioned regulation and corporate security policies, also in order not to compromise the functionality and protection of IT systems;
- to keep and not to reveal to unauthorised third parties their personal password and their access code to the company databases;
- do not reproduce company software for personal use or use the supplied tools for private purposes;
- not to register on the company PCs any software not authorised by the company and IT files with contents not strictly connected to the work activity or, worse, illegal;
- do not browse websites with content not connected to work;
- do not use corporate communication systems for improper purposes or even to spread unseemly, offensive or harmful material for TEKSPAN AUTOMOTIVE SPA or third parties (eg computer viruses).

Each employee and collaborator is responsible for the protection of the assets and technological resources entrusted to him and has the duty to promptly inform his direct hierarchical superiors of events potentially harmful for these assets and resources.

V. Protection of the image

The good reputation and the image of TEKSPAN AUTOMOTIVE SPA represent an intangible fundamental value to be protected in every moment of the company life, inside and outside of TEKSPAN AUTOMOTIVE SPA

All recipients of this code of ethics are therefore required:

- (i) to act in accordance with the principles set forth in this Ethic Code in relations between colleagues, customers, suppliers and third parties in general, maintaining a relational style based on quality, availability and decor in accordance with the standards common to companies of size and size TEKSPAN AUTOMOTIVE SPA;
- (ii) to refrain from any behaviour that may directly or indirectly cause TEKSPAN AUTOMOTIVE SPA and damage in terms of image and / or credibility on the market.

4. RELATIONS WITH CUSTOMERS

TEKSPAN AUTOMOTIVE SPA unifies its conduct in relations with customers on the principles of legality, transparency, correctness, reliability, responsibility and quality.

Employees and collaborators of TEKSPAN AUTOMOTIVE SPA, therefore, within the assigned tasks, must:

- scrupulously observe all the provisions of law and regulations, the provisions of this Ethic Code and the internal procedures relating to the management of relations with customers;
- provide the customer with any information on the terms and conditions of the contracts relating to the products and services offered, so that the customer is fully aware of the completion of the agreement, scrupulously respecting the related company procedures;
- stick to the truth in any advertising and marketing communications, avoiding any deceptive practice;
- adopt a behaviour based on availability, respect, courtesy, in line with the standards of TEKSPAN AUTOMOTIVE SPA, characterised by the highest professionalism in the service;
- take special care of customer satisfaction activities, with a view to continuously improving the quality of the products and services offered, collecting with pleasure any suggestions or complaints from customers;
- preserve its independence with regard to both internal and external conditions.

It is expressly forbidden to:

- entertain business relationships with subjects involved in any criminal activity that is known and / or ascertained;

- entertain business relationships with subjects who, even indirectly, behave in a manner contrary to freedom and individual personality and / or violate or contribute to violating the fundamental rights of the person;
 - promise, receive or give money or other benefits or benefits from customers (or anyone other than TEKSPAN AUTOMOTIVE SPA) for performing an act of their office or contrary to official duties;
 - give or receive, directly or indirectly, gifts, gifts, hospitality, or other advantages, except for small courtesy gifts or gifts of use such as those used for celebrations and holidays.
- The employee who receives gifts from the clients, or other form of benefit, not directly attributable to normal courtesy relations, must take every appropriate initiative in order to refuse said gift or other form of benefit and inform his direct superior or the General Management.

5. RELATIONS WITH SUPPLIERS

TEKSPAN AUTOMOTIVE SPA marks its conduct in relations with suppliers to the principles of transparency, equality, loyalty and competition.

In particular, the recipients of this Ethic Code must:

- scrupulously observe the internal procedures relating to the selection and management of relationships with suppliers;
 - observe and respect, in the supply relationships, the applicable legal provisions and the contractually established conditions;
 - observe the principles of transparency and completeness of information in correspondence with suppliers;
 - avoid receiving money or other benefits or benefits from suppliers (or anyone other than TEKSPAN AUTOMOTIVE SPA) for carrying out an act of their office or contrary to official duties;
 - avoid giving or receiving, directly or indirectly, gifts, gifts, hospitality, or other benefits, except for small courtesy gifts or gifts of use such as those used for celebrations and holidays.
- The employee who receives from the suppliers gifts, or other form of benefit, not directly attributable to normal courtesy relations, must take all appropriate steps in order to refuse said gift or other form of benefit and inform their direct superior or the General Management.

5.1. Choice of supplier

The purchasing processes are based on the search for the maximum qualitative and quantitative advantage for TEKSPAN AUTOMOTIVE SPA and the protection of the image of TEKSPAN AUTOMOTIVE SPA

To this end, employees who participate in these processes must:

- recognise suppliers with the necessary requisites equal opportunities for participation in supplies;
- verify, also through suitable documentation, that the suppliers participating in the selection have the means, including financial, organisational structures, skills, know-how, quality systems and resources appropriate to the needs and image of TEKSPAN AUTOMOTIVE SPA

In particular, in contracts with suppliers, contractual clauses must be introduced which, depending on the case, may include:

- supplier's declarations regarding the possession of the aforementioned subjective and organisational requirements, know-how and resources appropriate to the needs of TEKSPAN AUTOMOTIVE SPA;
- expressing bans to implement actions or activities contrary to the directives of this Code of Ethics.

5.2. Integrity and independence in relations with suppliers

Relations with all suppliers are governed by the same general principles and are subject to constant monitoring by TEKSPAN AUTOMOTIVE SPA

In particular:

- independence from individual suppliers must be pursued, avoiding, where not strictly necessary (or strategically defined by the Management), the establishment of relations of strict dependence / univocally of the supplier;

To ensure maximum transparency and efficiency of the purchasing process, TEKSPAN AUTOMOTIVE SPA prepares:

- the separation of roles - where practically feasible - between the unit that requires the supply or that stipulates the relative contract and who authorises payment;
- company provisions that regulate the duty to adequately document the choices made (c.d. "traceability");
- the conservation of information and contractual documents for the periods established by the regulations in force and referred to in the internal purchasing procedures;
- procedures for regulating payments.

Violations of the general principles of the Ethic Code by suppliers imply the faculty for TEKSPAN AUTOMOTIVE SPA to activate express termination clauses included in the individual supply contracts together with the provision of specific declarations regarding the knowledge of the principles contained in the Code of Ethics and the assumption of the obligation to respect these principles.

6. RELATIONS WITH EXTERNAL COLLABORATORS

The recipients of the Ethic Code, in relation to their functions, will take care of:

- comply with the internal procedures relating to the selection and management of relationships with external collaborators of TEKSPAN AUTOMOTIVE SPA, however named (collaborators, consultants, business agents, partners, etc.);
- avoid selecting persons and companies whose lack of characteristics of unexceptionable moral integrity is known;
- promptly contact your direct supervisor or the General Management in case of possible violations of the Ethic Code by TEKSPAN AUTOMOTIVE SPA collaborators or partners;
- expressly mentioning, in all collaborative contracts, however named (collaboration, consultancy, agency, business procurement) the obligation to abide by the principles of the Ethic Code, sanctioning any failure to comply with these principles with the provision of the right to TEKSPAN AUTOMOTIVE SPA to terminate the contract.

The collaborators, however named, are required to respect the principles contained in the Ethic Code

7. RELATIONS WITH PUBLIC ADMINISTRATION

TEKSPAN AUTOMOTIVE SPA's relations with the Public Administration - state, regional and / or local, national, community or international - and in any case related to relations of a public nature (including also any public-sector companies) must be inspired by the most rigorous observance of the applicable laws and regulations and can not in any way compromise the integrity and reputation of TEKSPAN AUTOMOTIVE SPA.

The assumption of commitments and the management of relationships, of any kind, with the Public Administration and / or of relations of a public nature are reserved exclusively for the business units appointed for this purpose and, therefore, authorised.

In relations with the Public Administration TEKSPAN AUTOMOTIVE SPA must refrain from improperly influencing the decisions of the institution concerned.

In any case, in the course of relations with the Public Administration, as well as in the case of checks / inspections / verifications by the Authorities from time to time competent, TEKSPAN AUTOMOTIVE SPA undertakes to:

- do not offer job and / or commercial opportunities in favour of public administration personnel involved in the relationship or in the checks / inspections / verifications, or their family members, if at least one year has elapsed since the status of public employee;
- not offer, directly or indirectly, gifts, gifts or any other usefulness to personnel of the Public Administration, or to their relatives, except in the case in which they are acts of commercial courtesy of modest value and in any case in compliance with the expected limits of value;
- not to influence the decision-making autonomy of another subject entrusted with managing relations with personnel belonging to the Public Administration;
- not solicit or obtain confidential information that compromises the integrity or reputation of both parties.

In relations with the Public Administration, the recipients of this Ethic Code of TEKSPAN AUTOMOTIVE SPA are not allowed to pay or offer, directly or through third parties, sums of money or benefits of any kind and entity, whether public officials or public service officers government

representatives, public employees with whom TEKSPAN AUTOMOTIVE SPA maintains relations, to compensate them or repay them for an act of their office or to achieve the execution of an act contrary to the duties of their office.

These behaviours are also strictly forbidden to favour or damage a party in a civil, criminal or administrative trial, and cause a direct or even indirect advantage to TEKSPAN AUTOMOTIVE SPA. Acts of commercial courtesy, such as gifts or forms of hospitality, or any other form of benefit (even in the form of donations) are allowed only if they are intended to promote the image of TEKSPAN AUTOMOTIVE SPA and only if of modest value, corresponding to normal customs in the reports, contained within the limits established by the appropriate procedure and such as not to compromise the integrity and reputation of the parties as well as conform to the uses; such acts must not be able to be interpreted, by a third and impartial observer, as acts destined to obtain advantages and favours in an improper way.

If the recipients of this Ethic Code receive explicit or implicit requests for benefits of any kind on the part of the Public Administration or by natural or juridical persons acting on behalf of or on behalf of the same Public Administration, they must immediately suspend each report and inform the own superior hierarchy or the General Management.

The above provisions should not be circumvented by resorting to different forms of aid and contributions which, under the guise of appointments, consultancy, advertising, sponsorships, entertainment expenses, etc., have similar purposes to those prohibited in this paragraph.

7.1. Contributions, financing and other disbursements

TEKSPAN AUTOMOTIVE SPA prohibits the recipients of this Ethic Code from using or presenting false declarations or documents and / or certifying untrue things, or omitting information to obtain, for the benefit or interest of TEKSPAN AUTOMOTIVE SPA, contributions, loans or other disbursements, however denominated, granted or granted by the State, by a public body or by the European Communities.

TEKSPAN AUTOMOTIVE SPA also forbids the recipients of this Ethic Code to voluntarily mislead individuals belonging to the provider with gimmicks aimed at obtaining in an improper manner to TEKSPAN AUTOMOTIVE SPA contributions, loans or other disbursements, however named, granted or granted by the State, by a public body or by the European Communities.

Lastly, it is forbidden to use contributions, loans or other disbursements, however named, granted to TEKSPAN AUTOMOTIVE SPA by the State, by a public body or by the European Communities for purposes other than those for which they were assigned.

7.2. Counterfeiting of banknotes, coins and other values

TEKSPAN AUTOMOTIVE SPA personnel must respect the absolute prohibition to hold, spend or otherwise put into circulation banknotes, coins, public credit cards, counterfeit or altered stamps, even if they have been received in good faith. For public credit cards we mean, in addition to those that have legal tender status, the cards and the coupons issued by the Government.

8. RELATIONS WITH THE BOARD OF AUDITORS AND OTHER CONTROL BODIES

TEKSPAN AUTOMOTIVE SPA ensures maximum collaboration and transparency in relations with the Board of Statutory Auditors and with the Supervisory Body established pursuant to Legislative Decree 231/01, as well as to any other body, function and / or institution assigned to functions of control over the correctness and compliance of company conduct with mandatory regulations.

In particular, the recipients of this Ethic Code must refrain from any behaviour, commission or omission, which may result in a denial to auditors, auditors or shareholders or similarly can implement a work aimed at hindering the research or divert the attention of auditors, auditors or shareholders and corporate units responsible for control activities, in the exercise of their institutional duties.

9. RELATIONS WITH THE SUPERVISORY AUTHORITIES

TEKSPAN AUTOMOTIVE SPA undertakes not to deny, hide or delay any communication, signalling, information, document or data requested by the supervisory authorities in carrying out any informative or inspection activities.

TEKSPAN AUTOMOTIVE SPA undertakes to prepare all communication, notification, information, document or data with the utmost completeness, transparency, precision and truth, also ensuring

timeliness in the subsequent transmission to the supervisory authorities of such communications, reports, information, documents or data.

To ensure maximum transparency, TEKSPAN AUTOMOTIVE SPA undertakes to maintain, with the Supervisory Authorities, their employees and family relationships in line with those maintained with other subjects of the same category and in any case such as to preserve correct areas of mutual independence.

Should any doubts arise regarding the correct interpretation of laws and regulations, TEKSPAN AUTOMOTIVE SPA will promptly obtain specific and qualified assistance or legal advice.

9.1. Institutional relations

In the institutional relationships TEKSPAN AUTOMOTIVE SPA undertakes to:

- establish, without any kind of discrimination, stable channels of communication with all institutional interlocutors at local, national, Community or international level;
- represent the interests and positions of TEKSPAN AUTOMOTIVE SPA in a transparent, rigorous and coherent manner, avoiding attitudes and behaviours that can be interpreted by a third and impartial observer, as acts intended to obtain advantages and favours in an improper or improper manner.

10. RELATIONS WITH OTHER INTERLOCUTORS

10.1. Economic relations with parties, trade unions and associations

TEKSPAN AUTOMOTIVE SPA does not make contributions of any kind, directly or indirectly, to political parties, movements, committees and political and trade union organisations, both in Italy and abroad, their representatives or candidates, nor does it sponsor conferences or parties that have the exclusive end of political propaganda. It also refrains from any direct or indirect pressure on political exponents.

If one or more persons working within the TEKSPAN AUTOMOTIVE SPA organisation carry out activities of a political, associative or trade union nature outside of work activities they must always take care to clarify that any political opinions expressed to third parties are strictly personal and therefore they do not represent the opinion and orientation of TEKSPAN AUTOMOTIVE SPA. It is also forbidden to use any means, property or structure of TEKSPAN AUTOMOTIVE SPA for political, association or union activities carried out personally outside the work activity.

10.2. Relations with the organs of information

The relationships between TEKSPAN AUTOMOTIVE SPA and the organs of information in general belong exclusively to the business units and the responsibilities delegated to them and must be maintained in compliance with the communication policy and in accordance with the directives defined by the Board of Directors.

The Recipients of this Ethic Code can not, therefore, provide information to the representatives of the mass media without the authorisation of the competent units.

In any case, the information and communications relating to TEKSPAN AUTOMOTIVE SPA and intended for outdoor use must be accurate, truthful, complete, transparent, homogeneous and always strictly in compliance with the provisions of the law (for example, in the matter of abuse of personal data).

10.3. Contributions and sponsorships

TEKSPAN AUTOMOTIVE SPA can subscribe to requests for contributions limited to proposals of cultural or beneficial value coming from non-profit organisations and associations of recognised reliability and professionalism.

Sponsorship activities may concern social, environmental, sport, entertainment and art issues. In any case, in the selection of the proposals to be joined, TEKSPAN AUTOMOTIVE SPA pays particular attention to any possible conflict of interests.

11. RELATIONS WITH THE COMPETITORS

TEKSPAN AUTOMOTIVE SPA reiterates that in the management of business and business relations it is inspired by the principles of loyalty, legality, correctness, transparency, efficiency and openness to national and international markets.

TEKSPAN AUTOMOTIVE SPA pursues in particular its own business success through the offer of quality products and services and in compliance with all national and international standards to protect fair competition. In particular, within the current national and international competition regulations, the activities of TEKSPAN AUTOMOTIVE SPA and the behaviour of its Employees, Directors, Executives, and Collaborators, whose actions may in some way refer to TEKSPAN AUTOMOTIVE itself SPA, must be inspired by the most complete autonomy and independence with respect to the conduct of TEKSPAN AUTOMOTIVE SPA competitors in the domestic and foreign markets.

In particular, TEKSPAN AUTOMOTIVE SPA complies with all the regulations regarding the protection of intellectual property, in particular, but not exclusively, the regulations concerning the marketing of products and / or concerning the protection of trademarks and patents and / or related to the protection of know-how and industrial properties.

12. ENVIRONMENTAL PROTECTION AND SUSTAINABILITY

TEKSPAN AUTOMOTIVE SPA is committed to spreading and consolidating a culture of environmental protection and sustainability by developing awareness of its environmental performance (both as a direct environmental impact and as a consumption of resources) and, consequently, promoting responsible behaviour by all employees and collaborators in the field; furthermore TEKSPAN AUTOMOTIVE SPA works to preserve the environment, above all through preventive actions aimed at minimising the most significant environmental aspects.

TEKSPAN AUTOMOTIVE SPA undertakes to comply with all national and international laws and regulations regarding environmental protection, in particular, but not exclusively Legislative Decree 152/2006 and subsequent amendments. (Rules on environmental matters).

With regard to environmental protection and sustainability, every company controlled by TEKSPAN AUTOMOTIVE SPA must issue and, where appropriate, update a Policy, possibly integrated with the Health and Safety Policy in the workplace, aimed at describing and underlining binding executive commitments. and consistent with this Ethic Code in terms of environmental protection.

13. CONFIDENTIAL INFORMATION AND PRIVACY PROTECTION (D.LGS.196/03)

All information, knowledge and data acquired or processed by the Recipients through their duties can not be used, communicated or disclosed, except in accordance with the provisions of the legislation on personal data protection and internal procedures and directives related to privacy of TEKSPAN AUTOMOTIVE SPA

Each Recipient must:

- acquire and process only the data and information necessary and directly connected to their activity;
- to store said data and information in such a way as to prevent third parties from gaining knowledge thereof;
- communicate and disclose data and information within the procedures adopted by TEKSPAN AUTOMOTIVE SPA;
- evaluate and determine the possible confidential and confidential nature of the information;
- observe the confidentiality obligations even after the termination of the relationship with TEKSPAN AUTOMOTIVE SPA, in compliance with current legislation and / or contractual commitments previously assumed.

TEKSPAN AUTOMOTIVE SPA, in turn, undertakes to protect the information and data relating to its Recipients and third parties, and to avoid any improper use of the same.

Specific security measures are observed to prevent the loss, illicit or incorrect use of the data being processed by TEKSPAN AUTOMOTIVE SPA and / or unauthorised access to the website and to the IT structures of TEKSPAN AUTOMOTIVE SPA.

14. SUPERVISION

Supervision of the application of the directives of this Ethic Code lies with the Board of Directors of TEKSPAN AUTOMOTIVE SPA and its subsidiaries, as well as with the Supervisory Body appointed in relation to the provisions of Legislative Decree 231/01.

The Supervisory Body of TEKSPAN AUTOMOTIVE SpA, in full agreement with the Company's Board of Directors, acts in such a way as to guarantee the reporters against any type of retaliation, understood as an act that can give rise even to the suspicion of discrimination or penalisation. The confidentiality of the identity of the reporting party is also guaranteed, without prejudice to legal obligations.

14. SANCTIONS

Compliance with the rules contained in and specified in this Ethic Code and in the related Organisation Model must be considered an integral and essential part of the obligations defined in the contractual relationships between TEKSPAN AUTOMOTIVE SPA and the Recipients of the Ethic Code.

Failure to comply with or violation of the aforementioned rules may constitute a source of sanctions or termination of the aforementioned contractual relationships as defined in the corporate Disciplinary System, to which reference should be made for details of the case. TEKSPAN AUTOMOTIVE SPA undertakes to foresee and impose, with consistency, impartiality and uniformity, sanctions proportionate to possible violations of this Ethic Code and compliant with applicable laws and regulations concerning the regulation of labor relations.