



“Code of Conduct” of MTA Group

(Rev.4 - English version, ed.1)



Introduction to MTA Group “CODE OF CONDUCT”

To ensure knowledge and commitment to the shared ethical values that should lead the activities of MTA Group (hereinafter referred to as “MTA”) and the activities of all the partners working with/for MTA Group, MTA Top Management has formalized this Code of Conduct.

This Code of Conduct sets forth specific policies and procedures to assist everyone in maintaining our ethical commitment; it is the reference for all MTA employees, collaborators, and MTA Suppliers.

Suppliers are asked to follow this Code of Conduct and consider it as their own, to the aim of spread these principles along the supply chain; while the MTA Group employees shall identify, in this Code of Conduct, the term “the Company” as their MTA unit, suppliers shall refer the term “the Company” to the organization to which they belong.

The policies contained in the Code are not intended to address every specific situation or operative context, but they are intended to provide general guidelines to be followed in each business activity.

This revision constitutes an update of the previous version (rev.3) dated January 30, 2020.

The current version of the Code of Conduct of the MTA Group is available for download at: www.mta.it.

This Code of Conduct refers to:

- 1) RESPECT FOR LAW;**
- 2) HUMAN RIGHTS;**
- 3) RESPONSIBILITY, RESPECT TOWARDS THIRD & INTERESTED PARTIES;**
- 4) RESPONSIBILITY & RESPECT TOWARDS THE COMPANY;**
- 5) LABOUR RELATIONS AND WORK CONDITIONS (HEALTH & SAFETY);**
- 6) ENVIRONMENT PROTECTION**

Codogno, December 23, 2023

Antonio Falchetti
MTA Group Management

A handwritten signature in blue ink, appearing to read 'afalchetti', is positioned below the printed name and title.



1) RESPECT FOR THE LAW

All employees comply with the laws and the regulations of the country where they work. Employees are expected to be familiar with laws and regulations covering their specific area of operation.

1.1 Knowledge of the law

Department Heads shall ensure that all their collaborators are aware of laws and consequent behaviors, and, in case of doubt, all collaborators are adequately guided in resolving them.

Department Heads who sometimes manage activities related to Institutions and Public Administration, shall:

- provide guidelines and instructions to their coworkers about conduct/behavior to be kept in formal and informal contacts with the Institutions, according to the activity/responsibility assigned to the collaborators, transferring them knowledge of the rules and awareness of the risks for non-compliance or related crimes;
- provide appropriate instructions for tracking the flow of information towards the Public Administration.

All consultants, suppliers, customers and anyone who has dealings with the Company are committed to compliance with the laws and the regulations in all countries where the Company operates. No relationship will start or continue with those parties that do not follow this principle.

1.2 Relationship with institutions and Public Administration

When dealing with institutions/Public Administration (directors, officers or employees of the Public Administration, hereinafter also referred to "civil servants") or with other dealers representing institutions, it is forbidden to:

- promise or offer them (or their relatives, friends, etc..) money, donations and gifts, except in case of gifts or benefits of modest value (e.g. travel and accommodation, club membership are not considered low value gift);
- evaluate or offer employment opportunities to civil servants (or to their relatives, friends, etc..), and/or offer business or any other kind that might benefit them;
- promise or offer them consulting assignments;
- make representation expenses (sponsoring) for other purposes than the promotion of corporate image;
- promise or provide, through other companies, works or other personal services or utility for them or their relatives, friends, etc;
- promote, in the purchasing process, suppliers and subcontractors as indicated by civil servants.

These actions and behaviors are prohibited when carried out by the Company personnel or, indirectly, by other persons who are acting in place of the Company.



In relations with the Public Administration and institutions it is also prohibited:

- produce false or altered documents / data;
- conceal documents or omit to present authentic documents;
- behave misleading, which might cause error in technical and economic evaluation made by Public Administration on processes/products and services offered / provided by the Company;
- omit information, requested by the Public Administration, for the purpose of leading to decisions to the benefit or advantage of the Company.

1.3 Traceability of acts and documentation

Heads of administrative and accounting departments shall ensure that every operation is:

- legitimate, consistent, fair, authorized and verifiable;
- correctly and properly recorded to allow verification of the decision process, authorization and execution;
- accompanied by proper / authentic documentation to allow, at any time, controls on characteristics/reasons of the operation and the identification of personnel who authorized, performed, recorded and checked it out.

1.4 Responding to and reporting wrongful acts

Actions and behaviors manifestly carried out in violation of current regulations, such as to constitute criminal offences, are immediately brought to the attention of the relevant authorities by anyone who becomes aware of them, as well as being reported to one's direct hierarchical superior and transmitted in the whistleblowing channel set up by the Company (for MTA, refer to Appendix A).

Actions and behaviors carried out in alleged violation of current regulations which could constitute criminal offences are immediately brought to the attention of their direct hierarchical superior by anyone who becomes aware of them and transmitted to the whistleblowing channel set up by the Company (for MTA, refer to Appendix A).

Cases of suspected or presumed violation of the law, constituting civil and/or administrative offences, are immediately brought to the attention of one's direct hierarchical superior and transmitted to the whistleblowing channel set up by the Company (for MTA, refer to Appendix A).

In cases where the direct superior, in hierarchical order, may be directly or partially/indirectly involved, or the report is not followed up, or the employee feels even just uncomfortable in contacting his direct superior, the information is directly transmitted through the whistleblowing channel set up by the Company (for MTA, refer to Appendix A).



1.5 Anti-money laundering

The Company holds its business in full compliance with applicable anti-money laundering laws and regulations issued by Italian and foreign competent authorities. The Company commitment is to refuse to engage in suspicious transactions in terms of fairness and transparency in all states in which it operates.

Therefore, available information about business partners, suppliers, partners, contractors and consultants are preventively checked in order to determine the respectability and legitimacy of their activity before establishing business relationships.

2) HUMAN RIGHTS

All employees contribute to the commitment of the Company with regard to fundamental human rights. In particular, this commitment is aimed at contrasting illegal immigration, involuntary work and child labour; the same commitment also concerns respect for free association and the right of representation of workers.

Employees are expected to respect these rights in their areas of responsibility and require the same level of respect from coworkers, suppliers and customers of the Company.

2.1 Fight against illegal immigration and forced labour

In full compliance with present regulations against illegal immigration, the Company employs within its organization only personnel who, if not citizen of the state of employment or without permanent residency rights in the same state, is anyway always in possession of the necessary residence permit. The Company will not tolerate nor condone any different behaviors by partner companies of its value chain.

The Company also firmly ban forced and involuntary labour. All employment is voluntary, and workers are free to leave upon reasonable notice.

Workers are not required to surrender government-issued identification (passports, work permits, etc.) as a condition of employment, except for the purpose of legal status verification (in this case the documents are promptly returned to the worker).

2.2 Child work avoidance

Child work is not used in any stage of manufacturing process.

The term "child" refers to any person employed under the age of 15, or under the age for completing compulsory education, or under the minimum age for employment in the country, whichever is greatest.

The use of legitimate workplace apprenticeship programs, which comply with all laws and regulations, is supported.

Workers under the age of 18 do not perform hazardous work and are restricted from night work.

(Refer to ILO Convention, n° 138)



2.3 Working hours

The Company agrees to ensure that the total number of hours worked is equal to or less than the totals set forth in the national legislation or the collective-bargaining agreements in the country concerned.

The Company is committed to ensuring that break times and periodic days off correspond at least to the minimum conditions set forth in the national legislation or the collective bargaining provided for by the Country in question.

However, the ordinary working hours do not exceed 8 hours per day and 48 hours per week (with the exceptions defined by art.2 of ILO Convention N°1).

2.4 Wages and benefits

Compensation paid to workers complies with all applicable wage laws, including those relating to minimum wages, overtime hours and legally mandated benefits.

In compliance with local laws, workers are compensated for overtime at pay rates greater than regular hourly rates.

2.5 Fair and dignified treatment

Any harsh or inhuman treatment, including sexual harassment, corporal punishment, mental or physical coercion, verbal abuse or threats towards workers is absent.

2.6 Non-discrimination

All employees are expected to act respectfully towards their colleagues, other company's employees and, more generally, all individuals with whom they are in professional contact.

They are expected to respect the private lives of other individuals and refrain from spreading information they may have gained by chance or in the course of their work. All managers should respect their team members' private lives.

The Company prohibits any types of discrimination on the basis of age, gender, nationality, marital status, sexual orientation, lifestyle, genetic characteristics, real or supposed belonging to an ethnic group, nation or race, physical appearance, pre-existing health conditions or disability, pregnancy, political opinion, religious conviction or union activities.

The Company protects diversity by promoting equity and inclusion towards all people.

2.7 Freedom of association

Transparent communication and direct engagement between workers and management are the most effective ways to resolve workplace disputes.

The Company respects the rights of workers to associate freely, to join (or not) to labour unions, to seek representation, and to join workers' councils in accordance with local laws.

Workers are able to communicate openly with Top management regarding working conditions without fear of reprisal, intimidation or harassment.



2.8 Protection of individual rights

Within the limits established by protection of other people's rights and at paragraph 4.5 below, the Company guarantees the rights to opinion, free expression and free association.

The Company guarantees the security of personal data available to it (employees, customers, suppliers, etc.) and protects the right to privacy of its employees against any interference or violation originating from inside or outside the organisation.

2.9 Promoting “responsible” raw material supply chain

Purchasing of raw materials such as tin, tantalum, tungsten, gold, cobalt and mica could directly or indirectly finance armed conflicts cause of serious violations of human rights, including child labour, forced labour and slavery.

The Company implements and promote measures aimed at identifying risks and taking appropriate measures to minimize such risks.

This also includes continuous efforts to enhance transparency along the upstream supply chain extending back to raw material extraction. Information regarding smelters or refineries used by suppliers or sub-suppliers are managed and requested in the supply chain.

Smelters or refineries that are detected as not meeting the requirements of the OECD guidelines (“OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas”) are excluded from the business.

3) RESPONSIBILITY TOWARDS INTERESTED PARTIES & THIRD PARTIES

The Company establishes relationships with customers, suppliers, consultants, contractors, agents and business partners exclusively on the basis of the following criteria: trust, quality, competitiveness, professionalism and respect for the rules.

In the development of the activities with these subjects, the Company is committed to:

- establish relationships only with subjects which: have a respectable reputation; are engaged in lawful activities and have a corporate ethical culture comparable to the one of the MTA. To this aim in the management of relationships with customers, suppliers, consultants, contractors, agents and business partners the available information should be previously verified;
- ensure the transparency of the agreements and avoid the subscription of secret terms and agreements in contrast with the law. In particular, regarding the selection of suppliers, consultants, collaborators and for the purchase of goods or services, the Company ensures that this activity is inspired exclusively by objective parameters of quality, convenience, price, capacity, efficiency such as to allow setting a fiduciary relationship with said subjects. The Company deals with its partners respecting them and avoiding, in any case,



the exploitation of its position as major, advantaged part. The Company requires to its suppliers that the supplied products are not coming from previous illegal activities, child labour activities, or activities related to financing of terrorism;

- ensure respect for intellectual property rights and safeguard any information deriving from the collaboration: commercial information, financial information, technical know-how, strategic and development plans, personal data and, in general, any other corporate information processed by the company to business purposes. This protection begins by limiting access to information only to personnel who have a legitimate need and, in any case, always in compliance with applicable laws and regulations.

DEALING WITH THE CUSTOMER

Fairness in customer relations is a company's primary objective in its business relations.

3.1 Banned behaviors

Any form of corruption is prohibited and condemned by the Company. Bribes or other means of obtaining undue or improper advantage are not to be offered or accepted.

3.2 Disclosure of information

Information regarding business activities (e.g. organization of activities, economic-financial conditions and agreed services) is disclosed in compliance with settled agreements, current regulations and the practices of the relevant industrial sector.

3.3 Intellectual property

Intellectual property rights are respected; transfer of technology and knowledge is done in a way that protects intellectual property rights.

3.4 Compliance with product safety and quality requirements

All employees contribute to ensuring that the Company delivers quality products and services that offer a high level of safety, reliability and environmental performance.

In particular, employees are expected to fully comply with all standards implemented to prevent, identify and correct - above all - defects with implications for product safety.

3.5 Sincerity of Customer information

All employees provide Customers with truthful, non-misleading information about the features of the Company products and services.



RELATIONSHIPS WITH THIRD PARTIES

3.6 Adoption of correct management practices

The rules expressed in point 1.2 relating to prohibited behavior in the context of relations with institutions/Public Administration also apply in relations between the Company and other organizations of a private nature.

In particular, even towards subjects not bound to the Company by contractual relationships, such as competitors, government agencies and associations, the Company promotes, for the former, fair competition by following the relevant legal/regulatory provisions. of competition and protection of property rights, and, for the latter, cooperation and transparency.

4) RESPONSIBILITY TOWARD THE COMPANY

All employees represent the Company image. As a result, they are expected to refrain from disparaging the Company, its strategies, executives and products.

The employees are expected to conduct themselves in a way that reflects the Company values during conversations, seminars and other events where they represent the Company.

Presentations of the Company or its activities prepared for these events provide truthful information while complying with confidentiality requirements and promoting the company's image.

4.1 Protection of company information

All employees with access to company information are required to protect its integrity, availability and confidentiality.

All employees and collaborators are required to adopt measures to protect information consistently with the nature/classification of the information itself (public, internal, confidential information, personal data), in compliance with company rules and applicable regulations/laws.

Any person who has access to it must protect the confidentiality of the information processed by the Company (e.g. information on new projects, strategic, industrial, financial or operational data and, in general, any information whose disclosure could harm the interests of the Company).

4.2 Conflicts of Interest

All employees are expected to avoid conflicts of interest.

A conflict of interest arises when an employee, one of his / her family members or friends is in a position to personally benefit from a transaction carried out in the Company name or on its behalf, notably with customers or suppliers.

In particular, employees are barred from acquiring interests in suppliers or customers, unless the acquisition consists in the purchase of listed shares in compliance with the rules prohibiting the use of privileged information.

Suppliers are to be selected on the basis of clear decision-making procedures and objective criteria. Employees are expected to put the Company interests first in negotiations with suppliers, in compliance with the law and principles of fairness.



4.3 Limits on gifts and invitations

All employees are expected to comply with the principles of integrity and loyalty in their relations with customers and suppliers. Employees do not solicit gifts directly or indirectly. They refuse all gifts with a value exceeding what is generally accepted or that could compromise their independence.

This rule also applies to invitations to non-job-related seminars or trips.

4.4 Use and protection of corporate assets

All employees are responsible for using corporate assets and resources properly and exclusively in connection with their professional duties.

Corporate assets are used in compliance with the company's current rules and procedures and all necessary measures are taken to prevent any damage, theft or unauthorised use by a third party.

Employees are expected to protect the Company from the risk of fraud or misappropriation of assets by implementing the requisite controls within their area of responsibility.

All employees are barred from using their status or authority to benefit from any type of favouritism or special advantages.

With particular reference to I.T. resources (information systems), it is forbidden to use corporate assets for needs unrelated to work reasons, for purposes contrary to the law, public order or morality.

The use of information and communication systems must always avoid any risk of committing an illicit act, of instigating discrimination, violence or violation of personal rights (it is expressly forbidden to use company information systems for consultation, access and, in general, for any activity concerning sites with child pornography content).

It is also expressly forbidden to engage in conduct that in any way could damage, alter or put at risk the hardware or software information systems. Each employee of the Company is responsible for the security of the assigned information systems, avoiding fraudulent or improper use of the same (including the transfer of their access credentials to the systems).

4.5 Separation between work and political activities

All employees involved in political activities as private citizens during their free time and away from the workplace are expected to refrain from combining these activities with those carried out in/for the Company.

The Company does not make financial contributions to political parties.

5) LABOUR RELATIONS AND WORK CONDITIONS (HEALTH and SAFETY)

The Company endorses one of the key principles of the ILO's Declaration of Philadelphia (1944) which states that labour is not a commodity.

Based on this principle, the Company promotes measures to improve labour relations, and work conditions under every respect (for instance, concerning hiring,



promotion, sanctions, training, redeployment, salaries and wages, working hours, social insurance/security, bargaining, prevention, protection, safety, health and hygiene in the workplace).

The Company further acknowledges that “social dialogue” is the preferred means to achieve work conditions capable of safeguarding the opposing and mutual interests of organisation and workers.

All employees are expected to be familiar and comply with applicable safety rules and ensure that others comply as well, in accordance with the health and safety Law requirements.

Special care should be given to the working conditions and well-being of all persons present at site (visitors, suppliers, customers). As concerns prevention, employees are expected to:

- set an example, by strictly applying safety rules themselves and ensuring that others do the same;
- remain vigilant at all times, to identify and manage risks, and
- act swiftly, to ensure that risky situations are addressed immediately.

5.1 Occupational safety

Worker exposure to potential safety hazards (e.g., electrical and other energy sources, fire, moving vehicles, and fall hazards) has to be checked through proper controls, safety procedures and preventative maintenance.

Where hazards cannot be adequately controlled by these means, workers have to be provided with appropriate personal protective equipment.

Workers are not sanctioned for behavior aimed at risk prevention and the pursuit of safety.

5.2 Emergency preparedness

Emergency situations and events are identified and assessed. Emergency plans and response procedures, (e.g. evacuation procedures) are issued and known.

5.3 Occupational injury and illness

Procedures and systems are in place to manage, track and report occupational injury and illness.

5.4 Industrial hygiene

Worker exposure to chemical, biological and physical agents is identified, evaluated, and controlled. When hazards cannot be adequately controlled by engineering and administrative means, workers are provided with appropriate personal protective equipment.

5.5 Physically demanding work

Worker exposure to physically demanding tasks, including manual material handling and heavy lifting, prolonged standing and highly repetitive or forceful assembly tasks is to be identified, evaluated and controlled.



5.6 Machine safeguarding

Physical guards, interlocks and barriers are provided and properly maintained for machinery used by workers.

5.7 Facilities for workers

Workers are guaranteed decent sanitary facilities, access to drinking water and the possibility of preparing, storing and consuming food in infrastructures with adequate hygienic and sanitary conditions.

When specified, worker dormitories provided by the company are clean, safe, with adequate heat, ventilation and reasonable personal space.

5.8 Human resources development and training

Company Top Management acknowledges that human resources development is a process that leads to individual growth and emancipation through the expansion of individual skills and knowledge. The Company promotes access to skill development, training and growth opportunities by its employees on a fair and equal basis. Notwithstanding the above commitments, the Company may promote labour mobility within the organisation or adopt economic and occupational indemnity schemes in particular economic situations.

6) ENVIRONMENT PROTECTION

Company Top Management and all employees contribute to the Company Environmental Policy and commitments. They are expected to comply with an Environmental Management System or procedures developed for the production sites of the Group.

6.1 Environmental authorizations and reporting

All required environmental permits (e.g. discharge authorization) and registrations are obtained, maintained and kept current; related deeds, documents and reports are properly preserved and archived.

6.2 Pollution prevention and resource saving

Waste of any nature and water and energy consumption are reduced or eliminated at source through practices such as improving production, maintenance of systems and processes, replacing materials with better types, conservation, recycling and reuse of materials.

6.3 Hazardous substances

Chemical and other materials involving a hazard if released to the environment are identified and managed to ensure their safe handling, movement, storage, recycling / reuse and final disposal.



6.4 Wastewater and solid waste

Wastewater and solid waste generated by MTA's activities, industrial processes and manufacturing plants are monitored, controlled and treated as prescribed by the relevant environmental standards, before their emission/transfer or final disposal.

6.5 Air emissions

Air emissions of volatile organic substances, aerosols, aggressive gases, particulates, or other gases generated by production or maintenance operations are characterized, monitored, controlled and treated as prescribed by the reference environmental standards, prior to final expulsion.

6.6 Soil protection

Stopping land degradation are essential to reverse biodiversity loss, assure healthy food and safeguard human health.

For further development of production sites, the Company considers of primary importance the reduction in soil consumption, preferring re-use of already urbanized soils, the reduction of soil sealing and the soil protection from pollution.

6.7 Environmental, biodiversity and wildlife habitat protection

In course of its business, the Company opposes the loss of natural ecosystems (lands, forests, water ecosystems) and supports the protection of valuable anthropized ecosystems such as rural areas or small areas of native communities (for example, by protecting those areas or by avoiding forced eviction from those areas). Where such protection is not feasible, compensations of equivalent social and ecological/environmental value will be implemented.

The Company considers biodiversity, natural ecosystems and wildlife habitats as part of the world heritage of humanity.

6.8 GreenHouse gases (GHG) and Carbon Neutrality

To the aim of reaching the Carbon Neutrality in its business, the Company measures its GHG impacts following international standards and methods.

The Company pursues increasing of renewable energy usage and reduction of direct / indirect CO2 emissions considering all areas of potential release ("scope") of greenhouse gases:

Scope 1 - emissions directly originating from the company (e.g. facilities, vehicles);

Scope 2 - emissions originating indirectly for the production of energy purchased and used by the company;

Scope 3 - emissions originating indirectly both from "upstream" activities (e.g. production of materials and components, purchase of services, transport for supply, employee travel, etc.) and from "downstream" activities (e.g. transport and distribution of its products, treatment of the product at the end of its life).



6.9 Circular economy: circularity strategies

The products, materials and services are designed by the Company to be manufactured, used and maintained while minimizing the consumption of resources, waste and pollution.

The Company is committed to a design that favors the circular and sustainable management of material flows connected to the product, identifying and promoting all opportunities for reuse, repair and recycling of products and materials.



APPENDIX "A": MTA support & Whistleblowing system

Premise:

MTA believes in the centrality of the "person" and recognizes their fundamental right to be protected from any form of discrimination, retaliation or threat; people must therefore be protected even when this risk arises from their decision to report alleged violations of the MTA Code of Conduct.

Equally firmly, MTA believes in personal responsibility and, consequently, recommends expressing any report in an identified manner, thus facilitating the understanding of the situations and the protection of those involved (while guaranteeing that even reports expressed anonymously will find an adequate evaluation).

Considering that whistleblowing actions are both fundamental and "delicate" for the balance and working environment of any organization, improper use of the whistleblowing system will not be considered acceptable by MTA: anyone who deliberately abuses the whistleblowing system, in addition to be able to incur serious regulatory violations, may be subject to disciplinary sanctions in the company as lying or slandering other people is considered condemnable behavior and punishable at various levels.

A.1) Directions for sending reports to MTA

The person (**internal or external to the MTA Group**) who intends to proceed with a report of alleged violation is required to consider all the steps listed below, evaluating them preliminarily to decide whether to proceed with the report and subsequently reporting them also to the act of formal communication:

- step 1)** identify/indicate the principle (paragraph) of the Code of Conduct that you believe has been violated;
- step 2)** evaluate/describe the situation which, if it occurred, would have violated the Code principle (possibly indicate the specific aspect of the Code principle which would appear to have been violated);
- step 3)** identify/indicate the place, time and subjects involved in the alleged violation;
- step 4)** consider/indicate whether the report of alleged violation has already been brought to the attention of other subjects (e.g. your manager/manager of reference, the authority or other) and, if not, mention the reasons for this choice.

The conscious choice to use the whistleblowing channels put in place by the MTA is certainly legitimate and strongly recommended when a violation of the Code of



Conduct is suspected, especially if a serious regulatory violation is identified: regulatory violations significantly damage the reputation and interests of the MTA Group and must therefore be absolutely opposed.

In case of **doubts or questions about the contents of the MTA Code of Conduct** (interpretation of the principles of the Code, methods for reporting, responsibilities involved, etc.) the first point of contact is your **direct superior** - for staff within the MTA Group -, **your contact person MTA** - for suppliers and customers - or, the head of the **Headquarters Legal & Corporate Affairs** function as guarantor for the application of the Code ("Code of Conduct Implementation Officer").

It is possible to contact these subjects, even informally, before proceeding with an official report.

Doubts or questions about the contents of the Code of Conduct can also be submitted to the **Supervisory Board** of MTA S.p.A. (organo.vigilanza@mta.it) as a further subject to whom the Top Management has entrusted the task of supervising the functioning and observance of the principles of the Code of Conduct, in MTA S.p.A. (the board is made up of internal members and external professionals and is equipped with autonomous control powers).

The secure, confidential (alternative) channels through which all correspondence for **formal reporting** must take place are:

1) **MTA Group whistleblowing web channel** : <https://wb.mta.it/>

2) Postal **address** (on a confidential basis):

Organismo di Vigilanza MTA S.p.A.

c/o MTA S.p.A.

V.le dell'Industria, 12

26845 Codogno (LO) - ITALY.

3) Postal **address** (on a confidential basis):

Legal & Corporate Affairs Manager

(MTA Code of Conduct Implementation Officer)

c/o MTA S.p.A.

V.le dell'Industria, 12

26845 Codogno (LO) - ITALY.

4) **ANAC external reporting web channel**: <https://www.anticorruzione.it/> (only for Italy), for reports of alleged violations of Code requirements which have the following characteristics:

- ♦ the alleged violation is unrelated to situations of dispute, claim/request linked to the personal interest of the reporting person and does not exclusively concern his/her (individual) employment relationship with hierarchically superior figures,
- ♦ it is suspected that the violation may lead to:
 - administrative, accounting, civil or criminal offences,
 - illicit conduct in violation of the Organization Model 231 of MTA S.p.A.,
 - offenses that fall within the scope of application of European Union acts;



- acts/omissions that harm the financial interests of the European Union;
- acts/behaviors that defeat the object and purpose of European provisions,
- ♦ the reporting person has already made an internal report and it has not been followed up on,
- ♦ the reporting person has reasonable grounds to believe that, if he/she made an internal report, it would not be followed up effectively or that the report itself could lead to a risk of retaliation;
- ♦ the reporting person has reasonable grounds to believe that the violation may constitute an imminent danger to the public interest.

A.2) Method of managing reports received by MTA

The MTA Group Code of Conduct contains principles and behavioral commitments that derive from:

- **standards, guidelines or principles of international importance** for the protection of people's rights, environmental protection or, more generally, the promotion of sustainable development;
- **regulatory provisions of the European Union or the Italian State** for the general protection of the public interest or for the protection of the integrity of the company itself;
- **laws of the Italian State** relating to the liability of companies with respect to crimes committed for the interest or advantage of the company itself.

Because of these different "regulatory" levels, reports of possible violations will be subject to an evaluation both by subjects competent in "law" matters and responsible for the MTA's decision-making processes.

Reports submitted on the MTA whistleblowing channel will therefore be evaluated by (in sequence):

1. the Supervisory Board of MTA S.p.A. (body with autonomous control and initiative powers);
2. the "MTA Internal Committee for the Code of Conduct" (hereinafter briefly referred to as "Internal Committee") consisting of the head of the Legal & Corporate Affairs function and the director of the Human Resources function (both from MTA Headquarters).

These subjects (both designated by Top Management) are bound to strict compliance with confidentiality and the same principles of the Code of Conduct, ensuring support and protection for the whistleblower.

The reports will be taken care of, in the first instance, by the Supervisory Board (with information to the Internal Committee).



Secondly, in cases of reports with the sole value of a possible violation of ethical principles (therefore without compromising legal norms) the reports will be taken care of by the Internal Committee for the verification and management of the issue, directly with the reporting party.

Both the Supervisory Board and the "MTA Internal Committee for the Code of Conduct" will act to ensure that:

- a) an acknowledgment of receipt of the report is issued to the reporting person within 7 days of the date of the report;
- b) communication is maintained with the reporting person (also to request any additional information);
- c) actions are taken to assess the existence of the reported situation;
- d) the information relating to the follow-up that is given or intended to be given to the report is communicated to the reporting person;
- e) a response to the report is in any case provided within 3 months of receipt.

Through the MTA whistleblowing channel, the whistleblower will be able to maintain contact with the Supervisory Board and/or the members of the Internal Committee.

➔ **Reports managed by the Supervisory Board**

Where the Supervisory Board believes that, due to serious and demonstrable circumstances, there are regulatory violations, the Supervisory Board may report directly to the shareholders as well as obtain the convening of the shareholders' meeting.

➔ **Reports managed by the Internal Committee**

If, after the analysis of the report by the Internal Committee, the existence of serious and urgent situations is ascertained, the Internal Committee is required to inform the Top Management to proceed quickly with corrective action and resolution of the problem.