



ITALIAN NAUTICAL UPHOLSTERY

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CODE OF CONDUCT

PREAMBLE

The Code of Conduct (hereinafter also referred to as the “Code”) contains a set of principles and rules whose observance by the Recipients is of fundamental importance for the proper functioning, reliability and reputation of TAPPEZZERIA NAUTICA TOTI BENITO s.r.l (hereinafter “TAPPEZZERIA NAUTICA TOTI BENITO”), defining the duties of honesty, diligence, loyalty, fairness and good faith that all Recipients are required to observe.

The Code of Conduct is intended to help provide legal certainty and ensure that others are treated in accordance with the law within the company, as well as in relation to customers and business partners. The aim is to prevent corruption, defend human rights, ensure fair competition and contribute to environmental protection.

1. SCOPE OF APPLICATION

The Code applies, in Italy and abroad, to all Recipients (as defined below).

The term “Recipients” is defined as all subjects to which the rules of this Code of Conduct apply, namely:

- I.1 The directors and members of the social organs of TAPPEZZERIA NAUTICA TOTI BENITO.
- I.2 Manager and any other subject in the top position, for this means any person who has functions of representation, administration or management or armies, even de facto, the management and control of a single area (the “Company Representatives”).
- I.3 All employees of TAPPEZZERIA NAUTICA TOTI BENITO, including term or part-time workers and workers treated as such (the “Collaborators”).
- I.4 All the subjects who, without being employees, cooperate in various ways with TAPPEZZERIA NAUTICA TOTI BENITO, carry out activities at, on behalf of or in the interests of TAPPEZZERIA NAUTICA TOTI BENITO, maintain business relations with it, receive from or have long-term relationships with those tasks (consultants, suppliers, customers, agents, contractors, business partners, contractors, etc.).

All Recipients are required to know the Code of Conduct, to observe the provisions both in their relationships (c.d. internal relations), to contribute actively to its implementation and to report any deficiencies to the competent reference function.

All the Recipients, due to their competences, in the context of relations with external entities, must:

- I.1 Inform them adequately about the commitments and obligations imposed by the Code.
- I.2 Require compliance with the obligations directly affecting their activities.
- I.3 Take appropriate internal and, if within its competence, external measures in the event of failure by third parties to comply with the Code.

2. OBJECTIVE

The objective is to provide Recipients with guidance in their daily work and in their relationships with employees, customers, suppliers and business partners.

3. INTRODUCTION

In view of its activities, also in the international sphere, TAPPEZZERIA NAUTICA TOTI BENITO SRL is subject to a wide range of social, political and legal framework conditions that must be observed. The trust of business partners in our company and products is our greatest asset. It is therefore our common task to ensure this trust every day through honest and fair behaviour.

The Code aims to support correct behaviour by providing guidance and help in daily work.

Especially in times of fundamental change, as we are living, a stable foundation of values is an indispensable prerequisite for sustainable success. Infringements of these framework conditions, in particular those of the legal system of a country, can cause significant financial disadvantages to the undertaking and cause lasting damage to the reputation of the undertaking.

This Code constitutes the basis for all actions and business decisions of TAPPEZZERIA NAUTICA TOTI BENITO SRL and for a morally, ethically and legally impeccable behavior of all employees of the company.

In the event of a breach of legal provisions, internal guidelines, regulations and instructions or provisions of this Code, each employee must expect disciplinary consequences. In addition, violations can also have consequences criminal and civil for the person concerned. The Code of Conduct is updated and adapted by management as necessary.



4. CONTRACTUAL VALUE OF THE CODE AND RESPONSIBILITY FOR IMPLEMENTATION

The code is an integral part of the employment contract.

Compliance with the rules of the Code must be considered an essential part of the obligations of the employees of TAPPEZZERIA NAUTICA TOTI BENITO. The violation of the rules of the Code may constitute a breach of primary obligations of the employment contract or disciplinary offence, with all legal consequences, also with regard to the maintenance of the employment relationship and may involve actions for damages caused by the same violation. For the non-employee Recipients, compliance with the Code is a prerequisite for the continuation of the professional or collaborative relationship in existence with TAPPEZZERIA NAUTICA TOTI BENITO.

Each individual employee is responsible for compliance with and implementation of the Code of Conduct. Managers and/or executives must set an example to their employees in implementing the contents of the Code of Conduct. They must also instruct their employees on the use of the Code of Conduct, monitor compliance with it and, if necessary, train them with the support of relevant departments within the company. In interpreting the rules of the Code of Conduct, employees must also be guided by common sense and ask themselves whether a particular course of action based on reasonable ethical and moral standards can give rise to criticism. In the case of legal provisions, there is no room for discretion. In case of uncertainties or questions, each employee can consult with his or her supervisor or management for appropriate advice and decision support.

5. BUSINESS MANAGEMENT AND COMPLIANCE WITH LAWS AND REGULATIONS

The company in business relations is inspired by the principles of loyalty, fairness, transparency, efficiency and openness to the market. The Recipients acting on behalf of TAPPEZZERIA NAUTICA TOTI BENITO are bound in the business relationships of interest to TAPPEZZERIA NAUTICA TOTI BENITO and in relations with the Public Administration to an ethical behavior and respect for laws, With maximum transparency, clarity, fairness and efficiency. In commercial or promotional relationships and relations, the Recipients are also required to conduct themselves in accordance with the company policies of TAPPEZZERIA NAUTICA TOTI BENITO which may never result in acts contrary to law, the current legislation or company procedures adopted with reference to individual functions. All corporate actions and decisions must be strictly adhered to in accordance with applicable laws and other external and internal regulations. All employees are required to inform themselves fully about the laws, other regulations and internal guidelines and regulations applicable to their area of responsibility and, in case of doubt, to contact management.

6. RESPECT / HUMAN RIGHTS

Based on the UN Charter and the European Convention on Human Rights, human rights are considered as fundamental values that must be respected and observed by all employees. The corporate culture of TAPPEZZERIA NAUTICA TOTI BENITO recognizes and embraces the fact that each person is unique, valuable and respected for his or her individual abilities. TAPPEZZERIA NAUTICA TOTI BENITO prohibits, among other things, all forms of trafficking in human beings, child labour and forced labor, and does not tolerate any form of discrimination.

This also applies to sexual harassment in any form. Sexual harassment, in particular, is an act of discrimination within the meaning of art. 26, paragraphs 1 and 2 of d.lgs. 198/2006 and consist in any sexual behavior expressed in physical form, verbal or non-verbal, that is unwanted, it has the purpose or in any case the effect of violating the dignity and freedom of the person who is subjected to it and of creating an intimidating, hostile, degrading, humiliating or offensive climate.

Forms of sexual harassment or discrimination are:

- 6.1 In the verbal sphere: sexual allusions, sexual or racial epithets, insults or derogatory comments, vulgar taunts, threats, proposals or vulgar or insulting sounds.
- 6.2 In the visual environment images, photographs and objects denigrating or vulgar, obscene gestures.
- 6.3 In the physical field unwanted physical contacts of any kind.

These principles also apply to behaviour towards business partners.

7. EQUAL OPPORTUNITIES / EQUAL TREATMENT

We offer equal opportunities for all. We do not discriminate against or tolerate discrimination on the basis of ethnic or national origin, sex, religion, personal beliefs, age, disability, sexual orientation, skin colour, political opinions, of social origin or any other feature protected by law.

We embrace diversity, actively promote inclusion and create an environment that fosters the individuality of each individual in the best interest of the company. Our employees are selected, recruited and promoted on the basis of their qualifications and skills.



8. MONEY LAUNDERING

Several states, including the European Union, have enacted anti-money laundering laws. All employees and Recipients are prohibited from undertaking, alone or in collaboration with third parties, or to carry out operations of receiving, laundering and using money, goods or utilities of illicit origin.

9. TAXES

We are aware of our social responsibility in fulfilling our tax and customs obligations and we expressly commit to comply with national and international legislation.

10. FAIR COMPETITION

Transparent and fair market behaviour guarantees the interests of both individual companies and employees as well as the competitiveness of TAPPEZZERIA NAUTICA TOTI BENITO as a whole in the long term. Restricting free competition and violating the rules on competition and antitrust are incompatible with the philosophy and corporate culture and image of TAPPEZZERIA NAUTICA TOTI BENITO. Violations of national or international laws on unfair competition and antitrust can have serious consequences for TAPPEZZERIA NAUTICA TOTI BENITO and the employees concerned.

11. SUPPLY

TAPPEZZERIA NAUTICA TOTI BENITO carefully selects its suppliers and service providers based on objective criteria. When purchasing products and services, we involve the responsible procurement offices in accordance with relevant sourcing principles. We expect our suppliers to comply with applicable national and international laws and regulations, including the ILO (International Labour Organization) International Labour Conventions and the UN Universal Declaration of Human Rights.

12. DONATIONS / SPONSORSHIP

TAPPEZZERIA NAUTICA TOTI BENITO grants donations without any expectation in return and only within the respective legal system. The allocation of funds for donations and sponsorships is transparent and understandable and must be approved only by management.

13. BRIBERY / GIFTS

All employees are strictly prohibited from offering or accepting benefits, directly or indirectly, if this is intended to improperly affect business transactions. The only exceptions are low-value gifts and hospitality within normal business practices. All other gifts must be refused or returned and the personnel office must be informed. The offering or receipt of money or non-monetary benefits is not permitted under any circumstances. In any case, you should take into account the specific laws and customs of the country where you operate.

14. HEALTH AND SAFETY AT WORK

TAPPEZZERIA NAUTICA TOTI BENITO is committed to spreading and consolidating a safety culture, developing awareness of risks, promoting responsible behavior on the part of all employees and working to preserve, especially with preventive actions, the health and safety of workers. The activities of TAPPEZZERIA NAUTICA TOTI BENITO must be carried out in full compliance with current legislation on prevention and protection. Operational management should aim to improve health and safety conditions at work. TAPPEZZERIA NAUTICA TOTI BENITO is also committed to ensuring the protection of working conditions in the protection of the psycho-physical integrity of the worker, respecting his moral personality, avoiding that this suffers unlawful conditioning or undue inconvenience.

15. ENVIRONMENTAL PROTECTION

As an industrial company, we are responsible for the environmental friendliness and sustainability of our products and locations. We rely on environmentally friendly, advanced and efficient technologies. Already in development and production, we pay attention to the careful use of natural resources, the continuous reduction of environmental impacts and compliance with laws and regulations for environmental protection. We also constantly review the environmental compatibility of our products and production processes and, if necessary, optimise them.



16. PRIVACY

TAPPEZZERIA NAUTICA TOTI BENITO, in order to guarantee the protection of personal data, undertakes to treat them in compliance with the GDPR (General Data Protection Regulation), relating to the protection of natural persons with regard to the processing of personal data, and the free movement of such data. It is "personal data" any information relating to a natural person identified or identifiable, even indirectly, by reference to any other information, including a personal identification number. Both the employees and the company are required to pay attention and maximum confidentiality during the processing, collection, modification, storage and/or transmission of personal data. We protect personal data of employees, former employees, customers, suppliers and other interested parties in accordance with the provisions and requirements of law.

17. CORPORATE COMMUNICATIONS

All oral and written statements and press releases concerning the activity and interests of TAPPEZZERIA NAUTICA TOTI BENITO are made exclusively through the respective administrators or responsible for communication. This applies to both traditional and digital communication. The disclosure of personal data, both within the company and outside, is only permitted within the scope of legal provisions.

18. IT / INTERNET

When using IT, the company rules of TAPPEZZERIA NAUTICA TOTI BENITO and safety regulations must be respected in order to limit the general risks. Computer equipment (PCs, notebooks, etc.) must always be properly stored and password protected as far as technically possible. When travelling on business, only the data that is immediately necessary should be carried. Personal passwords may not be shared with other employees or third parties.

If company data is stolen or cannot be found, a report must be made immediately to the respective manager or management. In the case of electronic data, password blocking or other appropriate measures must be carried out immediately in agreement with the IT manager. The communication services of TAPPEZZERIA NAUTICA TOTI BENITO, such as Internet, intranet and e-mail, are mainly used for operational purposes.

Each Recipient is therefore obliged to:

- 18.1 Do not send threatening or abusive emails, do not use obscene or otherwise low-level language, do not make inappropriate or undesirable comments, that may cause personal injury and/or damage to the corporate image, and which in any case constitute a violation of the values and policies of TAPPEZZERIA NAUTICA TOTI BENITO such as, for example, sexual harassment, racial discrimination and other forms of discrimination.
- 18.2 Avoid spam that may generate a traffic of data/information/processes within the company telematics network such as to significantly reduce the efficiency of the network with negative impacts on productivity.
- 18.3 Not to browse websites with indecent and offensive content or, a fortiori, pornographic or otherwise unacceptable or contrary to the laws and common oral.
- 18.4 Avoid uploading unauthorized software onto company systems and never make unauthorized copies of licensed programs for personal, corporate or third-party use.

For the private use of e-mail, Internet and other electronic means the Company Rules apply.

19. CONFIDENTIALITY

Confidential information of any kind obtained in the course of professional activity, including information outside its field of activity, may not be used to pursue its own interests or made available for the use of third party interests. It is necessary to ensure that corporate information of any kind (documents, extracts, files, drawings, plans, forms, etc., including their reproductions on paper and electronic media or other data) are always kept safe. If such information is to be taken outside the holding for commercial reasons, it shall be protected against inspection or access by third parties.

All trade and company secrets as well as matters relevant to the company, in particular research and development processes, acquisition strategies or acquisition objectives shall be kept confidential, as well as significant investments, regardless of the source of information from which they come. If external partners (e.g. suppliers, consultants) are involved, appropriate confidentiality agreements must be made. Information from which business secrets may be derived must also be treated as confidential and may only be made available to employees who need it in the course of their professional activities. This also applies to information for which the contractual partners of TAPPEZZERIA NAUTICA TOTI BENITO have an interest in secrecy, especially if a corresponding non-disclosure agreement has been concluded for this purpose. The obligation of confidentiality remains unrestricted even after termination of employment. In addition, the relevant confidentiality provisions of the respective employment contracts shall apply.



20. CONFLICT OF INTERESTS

The Recipients must avoid situations and/or activities that may lead to conflicts of interest with TAPPEZZERIA NAUTICA TOTI BENITO or that could interfere with their ability to make impartial decisions, safeguarding the best interests of the same. By way of example, but not limited to, there is a conflict of interest in the case of:

- 20.1 Cinterest (overt and hidden, direct or indirect) of the Recipient in activities of suppliers, customers, competitors and, in any case, with external subjects that try to enter into business with TAPPEZZERIA NAUTICA TOTI BENITO.
- 20.2 Instrumentalization of its functional position for the pursuit of interests in contrast with those of TAPPEZZERIA NAUTICA TOTI BENITO.
- 20.3 use of information acquired in carrying out work activities, for the benefit of oneself or third parties in any case contrary to those of TAPPEZZERIA NAUTICA TOTI BENITO.
- 20.4 Taking on any kind of social work or carrying out any type of work activity, even indirectly, with customers, suppliers, competitors and third parties in general contrary to the interests of TAPPEZZERIA NAUTICA TOTI BENITO.
- 20.5 Taking on the duties of a broker, business broker or other intermediary for third parties in transactions concerning TAPPEZZERIA NAUTICA TOTI BENITO or its interests..

If a conflict situation, even potential, with the interests of TAPPEZZERIA NAUTICA TOTI BENITO occurs on the part of the Recipient, it is necessary for the Recipient to immediately inform his superior and, in cases of greater importance, to the management and refrain from any activity connected with the situation which gave rise to the conflict.

In the relations between TAPPEZZERIA NAUTICA TOTI BENITO and third parties, the Recipients must act according to ethical and legal rules, with an explicit prohibition of illegitimate favouritism, collusive practices, corruption or solicitation of personal benefits for themselves or others.

You are obliged to report promptly to your supervisor and management any information that may suggest or presage a situation of potential conflict of interest with TAPPEZZERIA NAUTICA TOTI BENITO. This shall be without prejudice to the rules governing conflicts of interest of members of corporate bodies as laid down by law.

21. REPORTS OF MISCONDUCT

Employees of TAPPEZZERIA NAUTICA TOTI BENITO SRL may find violations of the Code of Conduct, other internal policies and regulations or legal requirements. If employees become aware of such misconduct, they are free to report it immediately to management. Breaches should be reported first of all in a non-anonymous form, for example by mentioning the name of the whistleblower.

All incoming reports will be carefully examined and, if desired, treated confidentially. In order to promote open and trust-based communication, it is expressly stated that employees who report violations of laws, the Code of Conduct or other internal guidelines and regulations will not suffer any adverse consequences. This also applies to other persons who provide important information for the investigation of such misconduct.

However, TAPPEZZERIA NAUTICA TOTI BENITO expressly reserves the right to take disciplinary action against employees who intentionally or through gross negligence make false accusations. All incoming reports are taken seriously and immediately investigated and examined legally.

22. CONTACT

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23. ADOPTION, EFFECTIVENESS AND AMENDMENTS

This Code of Conduct has been adopted by resolution of the Board of Directors (CDA) of TAPPEZZERIA NAUTICA TOTI BENITO srl on February 12, 2025 with immediate effect from that date. Any update, modification or revision to this Code of Conduct must be approved by the CDA of TAPPEZZERIA NAUTICA TOTI BENITO.

