



**Organization, Management, and Control Model
pursuant to
Legislative Decree No. 231/2001**

Ethical Code

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01	27/05/2024	Issue	Consiglio di Amministrazione
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INTRODUCTION

OSAR is a Company that has been operating in the hot forging field since 1975. From the very beginning, workers rights have been considered as a central value in corporate decisions. Therefore, The Code of Ethics here below represents the cornerstone on the operational and management strategies. It declares rights, moral and behavioral obligations for the Company, in full respect of the principles of ethical, social and environmental responsibility considering the interests of all the involved parts. The main aim is to provide the guideline for an inspirational Company Conduct that goes beyond the observance of the law. It is based on a high standard behaviours to prevent irregularities and preserve OSAR's reputation.

The Board of Directors approved this Code of Ethics. It is an integral part of the Organization and Control Model adopted by OSAR envisaged by Legislative Decree 231/2001. Every OSAR's effort is made to ensure that the activities are a mutual benefit to the Parties with due respect for the provisions concerning Safety Workers Rights.

Moreover, we try to adopt an eco-friendly and sustainable business model, suitable with Safety, Workers Rights and Environment (for further information, please consult the specific Quality and Environment Policy MSGI05).

ADDRESSEES OF THIS CODE OF ETHICS

Members, employees, workers, directors members of the Board of Auditors and the Statutory Auditor must follow the Code of Ethics rules. Whenever possible, it is also applied to the third-parties involved (suppliers, partners, consultants and whoever set up a working relationship with the Company).

Osar promotes the respect of the Code of Ethics regulations and all the members previously mentioned must comply with it.

The Code of Ethics can be found on the Company's website: <https://www.osar.it/>

ETHICAL VALUES

Ethical values on which our Company is based on:

- **Moral integrity:** OSAR promotes the principles of legality, impartiality, honesty, respect among people, including fairness and impartiality inside and outside the Company represent the common way of acting.
- **Transparency:** OSAR guarantees absolute transparency in providing complete and thoughtful information. The main aim is informing both internal and external teams about economic, social and environmental impact of our Company's activities.
- **Personal Commitment:** to be a part of OSAR's team means building trust relationships among colleagues, department heads and management. Business goals and awareness of tasks and responsibilities are everyone's milestone.
- **No bribery or corruption:** neither bribery nor corruption are tolerated. Osar establishes transparent policies and relationships with both public administration and private individuals.
- **Moral commitment:** OSAR does not support children exploitation at all. In addition, our Company strongly refuses any kind of discrimination and different treatment due to race, social status, origin, nationality, religion, disability, sexuality, sexual orientation, family responsibilities, union membership, marital status, age or any other conditions that could cause discrimination.

- **Coherence:** it is important that everyone is in perfect harmony with business ethic policy and Company's procedures doing the best to perform their duties. This is considered the basis to achieve Company's goals.

- **Smuggling:** both employees and collaborators directly or indirectly involved in the import process must ensure regular introduction of goods in the Country, with particular attention to customs regulations. Consequently, every freight forwarder and the traceability of customs clearance are verified by OSAR.

- **Fight against terrorism:** respect of all the rules against terrorism, organized crime, subversion of democracy represents a key Company's priority. In OSAR's policy there is no place for any kind agreements with Associations with these previously mentioned aims.

OSAR strongly believes in all the ethical values mentioned above. Therefore, all the members, directors, employees, collaborators and whoever has a representative role must respect the laws and regulations at both national and supranational level.

Employee Commitment

All the employees have to agree to:

- Avoid any behaviours in contrast with business policy and Company's procedures.
- Promptly notify to the Company about the violation of a legal or moral norm available in the dedicated section at this link: <https://www.osar.it/whistleblowing/>;
- Set an example of conduct for the colleagues;
- Supervisors have to insist on the observance of this current Code and safety and ethics rules and regulations;
- Directors, employees and collaborators have to avoid any situations that could cause a conflict of interest with the Company.

Company's Commitment

OSAR will put energy and effort into the following points:

- The spread of the Code of Ethics all over the Company and third parts;
- Once verified that the ethical standards or the internal procedures had been broken, OSAR ensures to take the appropriate disciplinary actions;
- Full and complete transparency and honesty during the process of control. For instance: close attention to the information provided; compliance with the law; clear accounting in accordance with internal procedures and current regulations.
- Careful choice of suppliers in order to check that the Code of Ethics is fully understood and the reasons why the Company needs to follow it to establish trust and a business for mutual success.
- Preservation of physical and mental health of both employees and collaborators with safe and healthy workplaces and working conditions that are respectful of individual dignity. Above this, OSAR will constantly control that suppliers show respect towards employees and collaborators.

- OSAR S.r.l. is a big believer of education as a fundamental element to improve one's own Company value. Consequently, our Company encourages the improvement of skills and knowledge of all the employees and collaborators
- The company is dedicated to managing its activities in an environmentally friendly manner (about this, it has been obtained the ISO 14001 environmental certification and the constant commitment is maintaining it).

Mission

OSAR is a Company operating in machining industry.

A good reputation is an essential intangible resource, because it encourages investments, adds value to work, increases customer loyalty, ensures suppliers' calm and supports the reliability in the eyes of creditors.

The cornerstones of this aspect are:

- Correct use of available resources. Functional mechanism for control, less waste and less malfunction, development of our professional resources need to be applied.
- A managerial culture increment and a customer base attention represent a tool to achieve The Company's goals.
- All the employees are involved to define mutual goals
- Product offering increment and in line with business needs.

Ethics in our interpersonal relationships:

Relationships with employees and collaborators

OSAR believes that the main element for success is supporting the employees. Consequently, the Company recognizes the importance of human resources to whom is required proficiency, dedication, loyalty, honesty and cooperation.

Personal behaviour rules

Employees, collaborators and consultant have to:

- Take care of their skills and their professionalism, improving them with the experience and the cooperation with their working team, with a constructive and pro-active mind to stimulate the professional growth of collaborators.
- Maintain a personal commitment and a correct behaviour to reach OSAR's goals.
- Self catch up on current legislation in relation with one's own tasks.
- Protect and keep confidential all the information acquired with working
- Use the business tools and informatic system in a functional way and just for the ordinary course of business or internal authorized purposes.
- Not to give, accept or promise any gifts, benefit, special treatments out of the ordinary business practices.

Conflict of interest

- OSAR works hard to prevent and contrast every situation that can interfere with professional judgment and one's own objectivity due to self – interest or associated persons.
- OSAR management must not put economic activities or self and familiar interests before duties and business roles.
- If there might be a conflict of interest, involved people have not to take any action and communicate it to their hierarchical superior or to the Supervisory Body that needs to examine its presence and relevance.

Confidentiality of information

- Every information concerned with OSAR's activities and related to the role in the Company is confidential and just for the sole interest of the Company.
- OSAR s.r.l. ensures the confidentiality of the personal data in its possession. If managers, employees, and collaborators might become aware of this information for work purposes, they have to use it just for activities concerned with their role and ensure all the security measures to guarantee its confidentiality and non-disclosure.
The Company is also committed to ensuring respect for people's privacy by the compliance with the provisions of the D.lgs. 196/2003 c.d. "Privacy Code" and Regulation (UE) 2016/679 c.d. "GDPR".

Administration and attention to the customer

- OSAR is committed to guarantee fair treatment and distribution of information towards both existing and potential clients.
- Our behaviour towards the clients is based on helpfulness, respect and politeness for the mutual satisfaction. We strongly believe that listening and dialogue are fundamental elements to guarantee timelines and quality to the customer.
- We work to give clear information with clear and simple language. As the same, OSAR's commitment extends to maintain customer's privacy as well.
- Customer satisfaction is the primary focus of the Company's activities. For this reason, OSAR has got Quality Management System through the certification UNI EN 9001:2015.

Administration and attention to the suppliers

- During the process of providing goods and services, OSAR's behavior is based on the impartial assessment of quality and costs to guarantee equal opportunities to every supplier. OSAR works to develop cooperative relations with suppliers focused on a mutual exchange of knowledge and information for mutual growth.
- The safety of both employees and suppliers is a top priority for the company. Therefore, OSAR is committed to overseeing in the manner provided for by the contracts and laws to preserve health and safety of workers involved in its supplies.
- Selection and qualification criteria are based on honesty and equity towards suppliers. Selection is based on the impartial assessment of performances, technical-professional suitability, environmental protection and social responsibility, according to specific rules established by regulations, procedures and certifications.
- Supplier's signed acceptance of this code represents one of the main selection criteria and it is a component of the contractual arrangement.
- Suppliers are periodically evaluated, concerning their behaviors and efforts to improve their performances.

- OSAR refuses any gift that could be perceived as a favor in order to receive preferential treatment.
- Approval and payment of passive invoices of services that do not exist in both objective and subjective terms or are simulated and aimed at avoiding tax-compliance are expressly forbidden.

Public administration

The Public Administration and the Company have a transparent relationship, based on the highest level of cooperation and fairness.

Any behavior that may cause ambiguity or that could indicate a lack of transparency is forbidden. For instance:

- give or promise money, gifts or other benefits to Public Officials or Public service Agent in order to influence their decisions to obtain favourable treatment or undue benefits.
- Any behavior that could appear to be collusive or that may undermine the principles of this Code of Ethics.
- Making false statements in front of Public Bodies in order to obtain public grants, subsidized financing, concessions or authorizations, licences or other administrative acts.
- Requesting confidential information that may compromise the integrity or reputation of both parties.

Organizations, trade unions and media

OSAR does not favor or discriminate against any political or trade union organization in any way. persons who have been expressly designated by OSAR are the only ones allowed to keep the reports with Press and media.

Communications with media have to be true, crystal clear, accurate and unambiguous.

Rules of conducts for members and directors

Information and reporting to all the members have to be accurate and correct.

OSAR ensures the confidentiality of information related to any company operations, development projects and strategic directions. All the members have to cooperate avoiding any behavior that is not in line with Society.

Implementation and control

This Code of Ethics has been written to make sure that all the ethical values belonging to OSAR s.r.l. have been understood. These values represent the keypoint of our Society and they are the standard behaviors that need to be followed by anyone who is related to our Company.

Supervisor Body

The control of this Code of Ethics and the Organization Management and Control Model to be respected belongs to the Supervisory Body.

The Supervisor Body has to collect the reports of potential violation of the Code of Ethics, check its nature and the severity and communicates the result to the competent bodies, to the senses of D.Lgs.231/2001.

Reports

OSAR decides the Company's communication channels where involved people can report any violations of the Code of Ethics to the Supervisory Body. It will analyze the report, listen to the reporting person and the person responsible for the violation.

The Supervisory Body protects the reporting person from any form of discrimination and disadvantage. OSAR is committed to protect the reporting person's identity to the senses of D.Lgs 24/2003, that applies the EU Directive 1937/2019.

Code of Ethics violations

Any violation of the Code of Ethics or the Model damages the trust between the Company and the person who has committed it (members, management, employees, collaborators. Suppliers and customers).

Once established, violations will be prosecuted with disciplinary measures provided by the Disciplinary System that represents a huge part of the Model, conforming to the National Collective Agreement and the Civil Code.

The respect of the Code of Ethics represents a huge component of the contractual obligations for all the employees, as per article 2104 of the Civil Code (duty of care).

Any violation of it is a breach of contract. As a consequence, it could be the reason for terminating the employment contract or a claim for damages by the Company.

Third party recipients (such as suppliers, consultant, partners) are asked to respect this Code and its respect represents a fundamental condition to maintain employment, business relationships and cooperation with the Company. For this reason, the obligation to comply with the Code of Ethics is explicitly required on the engagement letters. Any violation causes the termination of contract or the revocation of the engagement.