

ANTI-CORRUPTION POLICY

Approved on:	05/04/2023	Approved by:	Chief Executive Officer	Effective date:	05/04/2023
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Introduction

Foreword

The Newlat Food Group (hereinafter also "the Group" or "Newlat Food") recognises the primary importance of conducting business in accordance with the principles of loyalty, fairness, transparency, honesty and integrity and provides principles and rules of conduct for the prevention, identification and management of corruption risks within its sphere of influence by committing to comply with the rules and regulations governing its activities in the countries and jurisdictions in which it operates.

Newlat Food adopts a "zero tolerance" approach to any act of corruption, opposing all forms of active or passive bribery, not only because of the illegality of these and the consequent risk of serious penalties, but above all because corruption constitutes an obstacle to conducting business by impeding the dynamics of healthy competition, as it leads economic operators to make choices not based on price or the quality of the goods and services offered. Last but not least, from an ethical point of view, corruption compromises the integrity of all those involved and violates the fundamental values of the organisation to which they belong.

Purpose and addressees

The Anticorruption Policy (hereinafter also the 'Document' or the 'Policy') outlines the general principles and rules of conduct to be followed in the performance of activities, prohibited conduct, safeguards to protect against the risk of corruption, the relevant sanction profiles, as well as the relevant roles and responsibilities.

In detail, through the Policy, Newlat Food aims to achieve the following objectives:

- Promoting compliance with all applicable anti-corruption regulations
- Increase awareness of the commitment to preventing and combating corruption by all stakeholders
- In the event of violations, apply the sanctions provided for
- Encourage the reporting of any suspected, actual or alleged corrupt act through the defined channels and modalities, ensuring protection of the reporter from any form of retaliation

The addressees of this Document are all employees, collaborators, as well as directors, managers and corporate bodies, customers, suppliers and, in general, all those who, directly or indirectly, permanently or temporarily, establish business relations with the Group or act as a contractual party or on behalf of Newlat Food.

Background reference

In view of the role that Newlat Food plays both nationally and internationally, it was appropriate to identify, in addition to the governance and compliance tools already in place, the behavioural principles to be adopted when carrying out corporate activities, so that these are carried out in compliance with international conventions and the main laws in force in the countries where the Group operates, aimed at preventing corruption in all its forms.

The provisions and guidelines contained in this Policy have been drafted by analysing the activities that may expose the Group to the risk of corruption and are inspired by the corporate culture and values and by national and international regulations.

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External reference context

- Legislative Decree No. 231/2001 (the 'Legislative Decree 231')
- UK Bribery Act 2010
- French Law No. 216-1691, also known as 'Sapin II' Law
- OECD Convention on Combating Bribery
- United Nations Convention Against Corruption (UNCAC)

Internal reference context

- Group Code of Ethics and Conduct
- Organisation, Management and Control Models adopted pursuant to Legislative Decree 231 by the main Group Companies
- Internal procedural system
- Supplier Code of Conduct

Definitions

According to international conventions, 'bribery' is defined as the act of offering, promising, giving, paying, requesting, soliciting, inducing, accepting or receiving a financial or other benefit, directly or indirectly, whether in the private or public sector, in order to obtain or retain an undue advantage for oneself or others or to unduly influence the achievement of an objective.

Thus, both active corruption, which consists of the act of bribing, and passive corruption, i.e. the act of being bribed, fall within the definition of corruption.

The advantage from an act of corruption does not only include money, but may also consist of other utilities such as, but not limited to:

- Gifts, presents and donations
- Payment of entertainment expenses, meals and travel expenses, acts of hospitality in general, outside the limits defined by company policies
- Contributions and Sponsorships
- Provision of services, professional appointments, employment or investment opportunities
- Award of a contract or acknowledgement of a fee capable of influencing a commercial or institutional counterparty
- Other benefits or advantages

Rules of Conduct

In establishing business relations with customers, suppliers, collaborators and other private parties and in interfacing with the Public Administration, the Group and its representatives undertake to act with integrity and transparency, complying with all applicable laws and regulations and avoiding any form of corruption, whether active or passive.

In general, all addressees of this Document are prohibited from offering, promising, giving or paying, requesting, soliciting, accepting or receiving (or authorising anyone to do so) directly or indirectly, sums of money or any other benefit in favour of private individuals and/or Public Officials with the aim of:

- Inducing a private individual or a Public Official to perform their function improperly or rewarding them for performing their function improperly

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- Rewarding a private individual or a Public Official for performing an act that is part of their duties
- Unduly influencing the performance or omission of an act proper to the duties of a private individual or a Public Official or the taking of any decision contrary to his official duties or obligations

Illicit conduct also includes the offer or receipt by the addressees of this Policy of an economic advantage or any other benefit in order to facilitate the establishment or maintenance of a business relationship (so-called 'indirect bribery').

In order to ensure transparency, integrity and reliability of its activities vis-à-vis all stakeholders, all commercial and financial transactions must be duly traced and recorded in accounting records in a true, correct and consistent manner, indicating not only their amount, but also their nature and the parties involved.

Among other things, the recipients of this Policy are required to:

- Operate with commitment and responsibility, in compliance with the law, pursuing the interest of the Company without abusing their position or powers
- Respect the principles of integrity, fairness and good faith
- Observe the rules of Model 231, the Code of Ethics and Conduct and this Document
- Act in a position of independence and impartiality, abstaining from conflicts of interest or declaring them as soon as they become aware or suspect their existence
- Do not use for private/personal purposes the information you have in your possession for office reasons
- Act with caution when making donations or sponsorships on behalf of the Group
- Do not make political contributions
- Avoid situations and behaviour that may hinder the proper performance of duties or harm the interests or image of the Company
- Respect the principle of segregation of roles between those who execute, those who control and those who authorise, as indicated by the Group's internal procedures
- Respect the rules for the exercise of signature and internal authorisation powers
- Before entrusting third parties to act on behalf of a Group company, conduct an appropriate verification and assessment of the reputation and reliability of the third party to whom the power of representation is entrusted, as well as formalise and manage the relevant contractual relationship appropriately
- Report, through the tools and channels made available, any corrupt acts, whether certain or suspected, any unlawful situations or behaviour not in line with company policies

Reports

Newlat Food offers employees, collaborators and, in general, third parties who have commercial and business relations with the Group's companies the opportunity to report, confidentially or anonymously, any unlawful conduct or irregularities that could entail the risk of violating the provisions of this Policy, national and international laws against corruption or, more generally, the principles defined in the Code of Ethics and Conduct, the Organization, Management and Control Models pursuant to Legislative Decree 231/2001 adopted by the main Group companies, the Group's policies and procedures, as well as, in general, potential violations of laws or regulations. Legislative Decree No. 231/2001 adopted by the main Group Companies, in the Group's Policies and Procedures and, in general, potential violations of laws or

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regulations. Therefore, if an individual becomes aware of or is subject to a situation concerning ethical misconduct, he/she is invited to report it by accessing one of the channels available to him/her:

- Web address <https://newlatfood.integrityline.com>
- Letter in sealed envelope sent to company offices

The Group undertakes to protect the reporting party in good faith against any form of retaliation, discrimination or penalisation for reasons directly or indirectly related to the reporting, without prejudice to legal obligations and the protection of the rights of the Company or persons in the event of use instrumental or in bad faith of a report.

To this end, a special Ethics Committee has been set up to handle whistleblowing and a procedure has been drawn up to regulate how whistleblowings are made and handled.

Sanctioning system

Newlat Food is constantly striving to prevent any conduct that violates the provisions of the Anti-Corruption Policy or regulations and to interrupt and sanction any contrary conduct by Recipients. In the event of any violation of this Document or anti-corruption regulations, the Group will take disciplinary measures in accordance with the provisions of collective agreements, Legislative Decree 231 or other applicable national regulations against employees.

By way of example but not limited to, the Group may impose sanctions on an employee who:

- Engages in conduct that violates the provisions of the Anti-Corruption Policy and/or legislation
- Failing to detect or report violations or threatening or retaliating against another employee who reports violations

The Group contemplates appropriate measures, including but not limited to contract termination and claims for damages against employees, customers and suppliers in the event of actions committed in violation of anti-corruption policy and/or legislation.

Roles and responsibilities

Board of Directors

The Board of Directors is the body responsible for the approval, effective implementation and updating of this Policy.

Supervisory Board

The Supervisory Board plays a role in monitoring the proper functioning of the internal control system and, therefore, of the safeguards put in place in the area of anti-corruption, with particular reference to the proper implementation of the Management and Control Model pursuant to Legislative Decree No. 231.

Heads of Function

The heads of departments are responsible for ensuring that this Document is fully implemented and that the personnel subject to their direction and supervision align their conduct with the rules set out in this Policy, in full compliance with anti-corruption legislation.

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