

Code of Conduct and Ethics Compliance



Approved on 7th January 2019

Dear coworker,

Nowadays it happens quite often to underestimate ethics and moral principles values, preventing right path toward having a proper code of conduct.

Even more often we feel ourselves obliged to face tough choices to take trying to fix problems in a way it could belong to a gray area.

Irrationality and personal driven decisions rule situations in which integrity might be exposed to risks, and it might be hard to remain objective by then.

Furthermore, laws and regulations dealing with ethics are a pretty complex matter, and even subject to personal translations.

Electronic Center S.p.A, at the contrary, recognizes how important is defining all these values and principles in a sharp approach, giving a valuable contribute to building up a better future for us and coming generations.

Expressly for this reason we wanted to set up a Code of Conduct, that should be observed by all Administrators, Mayors, Managers, Employees and everybody has a role in Italy or abroad, we do consider such a Ethics compliance document crucial for getting fulfilled all our company targets.

I wish these few pages, I am kindly inviting you to read carefully, will be shared and promoted by you in your daily activity with anybody you'll have a meeting with, and I push you even, whenever you might have suggestions, to provide your own contribution to refine and bringing to a crystal clear stage and complete this Code.

Cordially

Sole Administrator,

Ori William

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PREMIS

The code of ethics is the Charter of Rights and moral duties that defines the ethical-social responsibility of each participant in the company organization.

It is an effective means of preventing irresponsible or unlawful behavior on the part of those who works in the name and on behalf of the company. It introduces a clear and explicit definition of one's own ethical and social responsibilities to all interested parties involved directly or indirectly in the business.

It is therefore the main instrument of implementation of ethics within the company, aimed at clarifying and defining all the principles which are called to conform its recipients, in their reciprocal relationships and in relations with the bearers of Interests of the corporate.

The recipients of the code, are therefore invited to respect the values and principles of the same and are obliged to protect and preserve, through their behaviors, the respectability and image of Electronic Center S.p.A., as well as the integrity of its economic and human heritage.

The Code of Ethics does not replace and does not prevail over the laws in force and on the National Collective Agreement of Workers.

MISSION

Our company mission is Distribution of connection systems, wiring material, active and passive electronic components, electromechanical components and automation components. All this boasting a capillary sales network formed by experienced people who, thanks to a deep technical competence, can, at the design stage, satisfy the customer's needs, creating value for the shareholders, the employees and the territory, in awareness of the necessary respect for the ethical principles and rules of conduct expressed in this code.

VISION

To be the best partner of our customers, through the search for products-services-solutions that meet the needs.

Electronic Center points to the pursuit of total quality in any aspect of business activity. The company is certified UNI EN ISO 9001, which identifies a series of norms and guidelines developed by the "International Organization for Training" (ISO), which defines the requirements for the implementation of a system of management of Quality, in order to

regulate the company processes, improving the effectiveness and the efficiency in the realization of the product and in the delivery of the service and obtaining a better satisfaction of the customer.

RECIPIENTS

The Code of Ethics, applies and is binding on members, components of the social organs, directors, executives and all employees.

Electronic Center is working to ensure that customers, suppliers, agents, officers, collaborators, citizens, public institutions and any other person involved in the activity of Electronic Center adopt a behavior inspired by the same rules of conduct Here you recall. It is the duty of all recipients to know the content of the code, to understand the meaning and to be active to ask for any clarification.

ETHICAL VALUES

Electronic Center S.p.A. wants to formalize the commitment to behave according to the following ethical values:

- Moral legitimacy
- Equity
- Equality
- Protection of the person
- Environmental protection
- Diligence
- Transparency
- Onesty
- Confidentiality
- Impartiality
- Health protection

PRINCIPLES TO BE REFERRED TO

Predisposing the following Code of Ethics, Electronic Center, wants to express the commitment transmitted in compliance with the laws in the performance of business.

It is important, however, to emphasize those that are the principles that society refers to every day, so that the addressees of the code can understand their own ethical responsibilities:

- **Confidentiality** on the information that the company comes into;
- **Transparency** in respect of any relationship made to interested parties

RESPONSIBILITY

The company Presidency, in the awareness of its responsibilities, is inspired by the principles contained in this Code of conduct, inspiring its activity to values of honesty, integrity in the pursuit of corporate objectives, loyalty, Fairness, respect for people and rules and mutual cooperation.

The commitment of the company, of the directors and of those who are in charge of department referrer, is the responsible management of the company in the pursuit of the business purposes, that is the creation of value through a system of sharing of the objectives Strategic-operative own of the Mission of Electronic Center, in which the different roles of management, coordination, address and control find a harmonious balance.

RELATIONS WITH DEPARTMENT MANAGERS

Electronic Center asks the various department managers:

- a behavior inspired by autonomy and independence, providing correct information;
- a behaviour inspired by integrity, loyalty and a sense of responsibility towards society;
- awareness of the role;
- The sharing of objectives and critical spirit, in order to ensure a meaningful personal contribution.

The legitimate manifestation of divergent positions cannot and must not affect the corporate image, the prestige and the interests of society, defended and supported by the presidency and the top bodies.

The information received for office or business reasons is considered confidential and is prohibited from any use not deriving from the performance of the functions to which each is placed.

The commitments of loyalty and confidentiality assumed by accepting the employment within the company, bind the people even after the cessation of the relationship with the company.

HUMAN RESOURCES

The management of the company requires its employees, collaborators and administrators to respect the principles of behavior, the values and the responsibilities that they refer to during the delivery of the work performance.

The company management undertakes to realize functional working conditions, to the protection of the psycho-physical integrity and the health of the workers and to the respect

of their moral personality, avoiding discrimination, illicit conditionings and undue inconvenience.

It also adopts criteria of merit, competence and in any case strictly professional for any decision relating to the employment relationship with its employees and external collaborators.

Discriminatory practices in the selection, recruitment, training, development and remuneration of staff, as well as any form of nepotism or favoritism, are expressly prohibited. Each recruitment or promotion must be carried out respecting criteria of merit and competence.

The main success factor of the company is the professional and organizational contribution that each of the committed human resources ensures.

All personnel and collaborators of Electronic Center S.p.A.:

- imprint its activity, whatever the level of responsibility related to the role, to the highest degree of efficiency, in accordance with the operative provisions defined.
- adapting its internal and external behaviors to the principles and values of this code, in the awareness of the responsibilities that the company requires during the delivery of the work performance.
- assumes, in relations with colleagues, behaviours based on the principles of civil coexistence and full cooperation and cooperation, considers the confidentiality vital principle of the activity.

The observance of the laws and regulations in force is a specific obligation of each one, who is obliged to report to the Company Management any irregularities related to the management and the modalities of delivery of the services, in the certainty that no type of retaliatory will be put into being against him.

Are prohibited:

- The adoption of attitudes that could compromise the image of the company.
- The use of Corporate Goods for purposes other than their own or for personal use.
- The dissemination to third parties or the use for private purposes or otherwise improper information and news concerning Electronic Center S.p.A.
- The performance of work or other tasks outside the Company's job, even free of charge, if in contrast or in competition with the firm.

The interruption or the termination of the working relationship with the company, irrespective of the cause, does not justify the disclosure of confidential information or the

externment of considerations which may cause damage to the image and the interests of Electronic Center.

The behaviour of each person responsible conforms to the values expressed in the Code of Ethics and is an example for their employees.

The system of controls contributes to improving the efficiency of business processes and is therefore a common objective of all levels of the organizational structure to contribute to its effective operation, through the timely observance of internal procedures, In order to allow for the easier identification of the points of responsibility.

The employee who believes that he has been discriminated against is required to report the incident to his manager and/or supervisory body, which will ensure the actual violation of the Code of Conduct.

CONFLICT OF INTEREST

A conflict of interest is generally any activity that is contrary to the business objectives of Electronic Center S.p.A.; Therefore, every episode, even apparent, which may in some way lead to this situation, must be immediately communicated to the Directorate.

Employees may not work or provide advice directly or indirectly to a competitor or engage in competing activities with the economic interests of Electronic Center S.p.A., including the work for a supplier. They may not use the customer lists or contacts of Electronic Center S.p.A. to market their own goods or services, even if they are not properly competing with the products or services promoted by the company.

Employees must avoid any material financial interest in the company that may conflict with corporate interests.

They must also promptly report a situation of strong self-interest for themselves or their next family.

The former employee is still subject to restrictions on the use and disclosure of information owned by the company.

RELATIONSHIPS WITH CUSTOMERS AND SUPPLIERS

Customers are the most important resource of Electronic Center S.p.A.. In fact, the company presents as primary objective the satisfaction demanded of the customers, proposing a continuous raising of the quality of the products and the services.

In this context it is strongly emphasized that the company's activity is always based on the utmost correctness, transparency and collaboration, in full compliance with the laws, regulations and their institutional functions.

Illegal sums of money and bribes are absolutely prohibited under any circumstances. You are never allowed to receive sums of money or personal gifts, independent of the amount, that are express or implied condition to obtain any treatment of favor. More generally, no employee or executive of the company may perceive or offer sums of money that is unlawful or bribery by or to contractors, subcontractors, Sellers, consultants, suppliers, competitors or customers. Gifts and promotional items can be given to customers if they do not exceed the normal courtesy ratios and in any case must be of modest value and always respecting the laws.

Correctness, professionalism, efficiency, seriousness and reliability are the basis for establishing a valid relationship with customers, suppliers and external collaborators, whose choice is made in function of evaluations based on elements of objective references.

The selection of suppliers and the determination of the conditions of purchase must be based on an objective assessment of the quality, usefulness, price of the goods and services requested, the capacity of the counterparty to provide and guarantee timely goods and services of a level adapted to the business needs of Electronic Center S.p.A. in addition to its integrity and solidity.

Electronic Center S.p.A. is available in search of friendly solutions to the problems that arise with customers and suppliers, with the prospect of overcoming divergent positions and coming to a conciliation.

It is also compulsory for employees to report promptly to the competent persons of any major problems arising, in order to allow the adoption of the most appropriate measures at a time.

Electronic Center S.p.A. guarantees the processing of personal and sensitive data relating to its employees and to third parties in accordance with the criteria laid down by applicable law on privacy.

COMLIANCE WITH THE CODE

Compliance with the rules of the Code of Ethics is an essential part of employees contractual obligations. The obligation to comply with this code is included in the cooperation contracts. Infringement of the provisions of the Code of ethics by the employers constitutes failure of the contractual obligations and may determine, as appropriate:

- The application of the penalties and disciplinary measures provided for in the collective agreements applicable.
- The resolution of the employment relationship.
- Enforcement of penalties.

- Compensation for damage.

No one should ever presume to be able to ignore the regulations, believing that this is in the Company's interest.

In addition, no one within the Company has authority to issue orders or directives in breach of this Code

Each contributor or employee is required to report any breach of this Code and any request for infringement thereof by anyone coming to the Company Management.

The supervisory body shall assist the administrative body in the fixing and updating of the addresses of the internal control system, in assessing the adequacy of its actual functioning and in analysing the risks and carries out the additional tasks outlined in this Code.

This system uses a control activity carried out by the individual functions in relation to the procedures and activities of its own competence.

They have the task of evaluating and contributing to the improvement of risk management and governance processes, verifying the internal control system in terms of effectiveness and efficiency of operations, safeguarding the company's assets and Compliance with laws, regulations and internal procedures.

DIFFUSION

Corporate Management:

- Ensures the maximum dissemination of the Code of Ethics to the working providers (employees, collaborators and maintenance contracts), the external consultants, the suppliers and the auditors, providing the necessary interpretative support of the provisions contained therein.

- It carries out the necessary verifications to any news of breach of the norms of the code, also with the purpose of the application by the competent functions of the necessary sanctions measures.

- undertakes, if necessary, to apply any revision to this Code of Ethics.

- The Code of Ethics has been approved by the Sole Administrator.

- Any modifications and/or updates thereof will be approved by the same body and promptly communicated to the recipients.