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# **Bystronic Tube Processing S.p.A. Code of Ethics**

Approved by the Board of Directors of Bystronic Tube Processing S.p.A. on 04 November 2022

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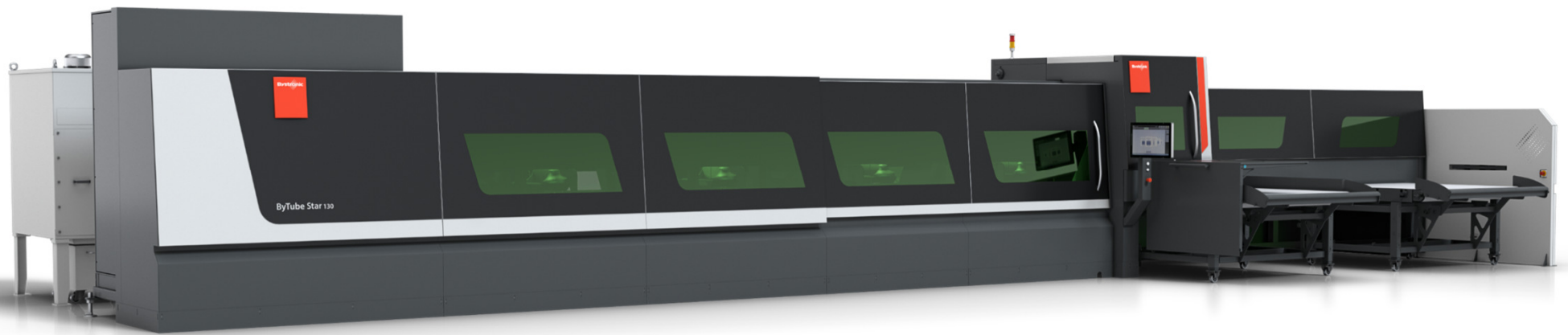
## Introduction

Bystronic Tube Processing S.p.A. (hereinafter also referred to as "**Bystronic**" or the "**Company**") is a company belonging to a globally leading international group in the sheet metal processing sector (hereinafter also referred to as the "**Bystronic Group**"), with headquarters in Niederönz, Switzerland, and other production and development sites in Sulgen (Switzerland), Gotha (Germany), Cazzago San Martino and San Giuliano Milanese (Italy), Tianjin and Shenzhen (China), and Hoffman Estates (USA).

Bystronic operates in a single, recently built site in Cazzago San Martino (BS), where it develops and manufactures 2D and 3D laser cutting systems for the processing of tubes and profiles with fiber and CO2 laser cutting systems, intended for customers of all the world. In addition to development and production, Bystronic organizes training courses for technicians and salesmen at its own factory.

The Company, aware that the adoption of a Code of Ethics is of primary importance also in order to prevent the crimes envisaged by Legislative Decree 8 June 2001, n. 231, decided to clearly establish the set of corporate values that inspire Bystronic and all those who carry out their activities in favor of it.

These principles are collected – as well as in the Code of Conduct applied globally by the Bystronic Group, to which reference is made – in this document (hereinafter the "**Code of Ethics**"), which sets out the principles with which the Company complies and of which it claims compliance. Observance by all Recipients (as defined in the following paragraph) and, in any case, by all those who, in Italy or abroad, cooperate and collaborate with it in the pursuit of its corporate purpose.



## **CHAPTER I**

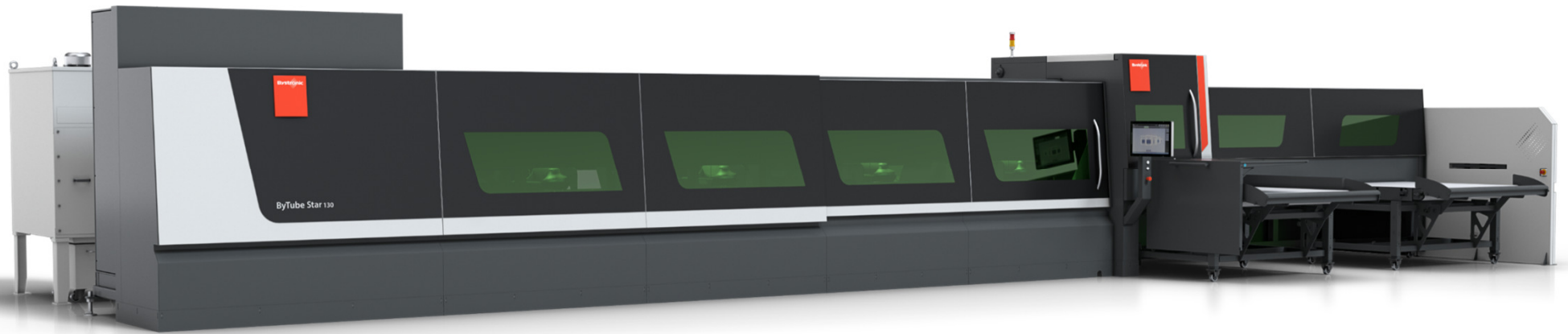
### General provisions

### 1 Objectives and recipients

The **principles** of this Code of Ethics **are binding** on all those who, within the Company, hold positions of representation, administration or management, or who exercise, even de facto, the management and control of Bystronic, for all employees without exception any, for those who cooperate and collaborate with it - in any capacity - in the pursuit of its objectives and for anyone who maintains business relations with it, such as, for example, suppliers, consultants, commercial partners, etc. (hereinafter referred to jointly as the "**Recipients**" or individually as the "**Recipient**").

The Company undertakes to disseminate this Code of Ethics, so that it is brought to the attention of all Recipients, as well as to guarantee adequate training on its contents for company personnel.

The Company undertakes to faithfully observe the provisions of this Code of Ethics and to carry out its activities with the utmost **diligence, professionalism** and **reliability**, constantly promoting correct and **decent behavior** in relations with customers, suppliers and partners and protecting the reputation and image of society.



## CHAPTER II

### Principles

### 2 Ethical principles

The behavior of the Recipients is inspired by the following principles (hereinafter also referred to as the "**Principles**"):

- compliance with the regulatory provisions applicable in Italy and in any other country in which the Recipients operate;
- transparency towards all stakeholders, that is all individuals, groups of individuals or institutions whose interests are directly or indirectly influenced by the performance of corporate activities (for example, shareholders, customers, employees, collaborators, suppliers, investors, Public Administration, etc.);
- responsibility towards the community which, even indirectly, can be influenced in its economic and social development by the Company's activities;
- the protection of safety and health, physical and moral integrity as well as the rights of workers;
- the protection and safeguarding of the environment in all its components of the atmosphere, water, soil and subsoil, flora, fauna and ecosystems;
- respect for employees and the commitment to enhance their professional skills;
- the refusal for any behavior which, although aimed at achieving a result consistent with the interest of the Company, presents aspects that are not compatible with the principles of this Code of Ethics and with the commitment to comply with the applicable regulatory provisions, as well as the rules of conduct and procedures by Bystronic.

The Recipients conform their conduct to the aforementioned Principles, as set out in the following paragraphs of this Code of Ethics.

**Under no circumstances** can the conviction of acting in the interest or to the advantage of Bystronic justify conduct contrary to the same.

### 3 Legality

All behaviors in the context of work activities carried out on behalf or in the interest of Bystronic are based on the **strictest compliance with the national, community and international laws in force** and **applicable** to the Company or in the management of the relationship with the same.

### 4 Corruption prevention

The Company promotes - and requires - **compliance** with the **anti-corruption principles** and regulations applicable to it.

**Corruption in all its forms is prohibited** and full compliance with the principles of integrity, correctness, impartiality, legality is promoted, in line with what is defined by company provisions.



### 5 Conflict of interest prevention

Recipients operate **impartially** in the exclusive interest of Bystronic, taking decisions **responsibly, transparently** and according to **objective evaluation criteria**, avoiding situations where there are, or may even appear to be, a **conflict of interest\***.

In the event of a conflict of interest, even if only potential, the Recipients inform their immediate superior or their company contact **without delay**, complying with the decisions taken in this regard.

### 6 Professionalism and reliability

Bystronic conducts its business **in accordance with the highest standards of professional ethics**.

Recipients are required to carry out the activities for which they are responsible with an adequate commitment to the responsibilities entrusted to them, protecting the reputation of the Company and of the Bystronic Group.



\*By **conflict of interest** is meant the case in which the Recipient pursues an interest of his own or that of third parties, other than the corporate one, or carries out activities that may, in any case, interfere with his ability to make decisions in the exclusive interest of the Company, or personally benefits of business opportunity thereof.

### 7 Fair competition

The Company believes in **fair competition**, as well as in a competitive market and acts in compliance with antitrust legislation. Bystronic, in fact, **rejects collusive practices, obstructive behavior and the dissemination of false, misleading, distorted or denigrating information** regarding a competitor, its products or its services. Therefore, misleading behavior is prohibited.

For this purpose, the Company refrains from carrying out any acts that could integrate forms of unfair competition.

### 8 Transparency and correctness in the management of corporate information

The Company believes that transparency of information represents an essential value, therefore accounting records are kept according to principles of **truth, completeness, clarity, precision and accuracy**.

The corporate assets are managed correctly and honestly; therefore, all Recipients contribute to protecting its integrity so that maximum protection is achieved.

In the management of corporate activities, the Recipients are required to provide **transparent, truthful, complete and accurate information**, even externally, refraining from spreading false news or carrying out simulated operations.

No Recipient may provide news to press operators or other means of communication and information without having been **previously authorized** by those in charge of external communications.

With particular reference to the formation of the financial statements, the **truthfulness, correctness and transparency of the financial statements**, reports and other corporate communications required by law constitute an essential principle in the conduct of business and a guarantee of fair competition.

### 9 Confidentiality and protection of personal data

The Company protects the **confidentiality** of the information that constitutes company assets, or in any case of the information or personal data of third parties in its possession, in the strictest observance of the legislation in force, also on the matter of protection of personal data.

The **obligation of confidentiality** therefore extends, in addition to corporate data that are not already public and to the management methods of company processes, also to information relating to customers, suppliers and commercial partners, whose personal data the Company acquires and processes.

**No Recipient** can take advantages of any kind, direct or indirect, from the use of confidential information or personal data, acquired during the activities carried out for the Company, nor communicate such information to others or recommend or induce others to use the same .

In the communication of information to third parties, permitted for professional reasons, **the confidential nature of the information must be expressly declared** and compliance with the third party's obligation of confidentiality must be requested.

In the case of access to **password-protected** electronic information, the latter can only be known by the assignees, who have the obligation to keep them carefully and not to disclose them.

### 10 Protection of corporate assets

Company assets must be used by operating with **diligence, responsibly** and in order to guarantee their **protection** and **integrity**.

It is **expressly forbidden** to use company assets for personal needs or needs unrelated to service reasons, **except as** provided by company policies and contracts with individual workers.

### 11 Value of the person and human resources

Human resources represent **a valuable asset** for Bystronic for the **development** and **growth of the company** in the sector in which it operates. The Company therefore protects the value of the human person and - in this perspective - **does not tolerate** discriminatory conduct, harassment and/or **personal offences**.

The Company undertakes to ensure that in the workplace and in the exercise of all company activities there is no harassment or discriminatory behavior based on **age, gender, sexual orientation, race, colour, language, nationality, political and trade union opinions, religious beliefs, marital and family status, disability, genetic information** or other personal characteristics not related to work.

In the selection and management of personnel, the Company adopts criteria of **equal opportunities, merit and enhancement of the abilities**, skills and potential of individuals.

**The Company supports gender equality** and the full participation of all people equally - regardless of gender and gender - in corporate life and/or decisions, essential elements for building an inclusive society.

### 12 Job security

**Bystronic promotes the occupational health and safety** of its employees and of all those who access its offices and work environments.

The Company undertakes to guarantee **conditions of work** that respect individual dignity and safe and healthy workplaces, also through the dissemination of a culture of safety and risk awareness, promoting responsible behavior on the part of everyone, including through training activities, in compliance with company procedures and current accident prevention regulations.

More specifically, the Company undertakes to:

- **disseminate** and **consolidate** a **culture of safety**, developing risk awareness and promoting responsible behavior;
- **seek the best safety standards available** and applicable to company activities on the basis of consolidated scientific and technological knowledge. ;
- **implement preventive actions** aimed at guaranteeing the health and safety of workers;
- **promote training programs** aimed at making all company personnel responsible for health and safety in the workplace, **ensuring understanding** of the risks associated with the work activities carried out within the Company;
- **involve and raise awareness** of all corporate subjects, at all levels, in the management of issues relating to safety in the workplace;
- application and maintenance of correct procedures at all levels of the company organization.

From this point of view, each Recipient is called to contribute personally, within the scope of their activity, to maintaining the safety of the work environment in which they operate and to behave responsibly to protect their own health and safety and that of others.

### 13 Protection of the environment and cultural heritage

In managing company activities, Bystronic takes the utmost account of the **protection of the environment** and **cultural heritage**, pursuing the improvement of environmental conditions and the protection of the cultural and landscape heritage of the community in which it operates, in full compliance with current legislation

In particular, attention is paid to the following aspects:

- continuous commitment to **reduce the impact on the environment;**
- collaboration with internal subjects (e.g. Corporate Management Systems Manager, employees, etc.) and external subjects (e.g. the Institutions in charge of control) **to optimize the management of environmental issues;**
- pursuit of **adequate levels of environmental protection** through the implementation of management and monitoring systems;
- promotion of actions aimed at the differentiation in the collection, recycling and **correct disposal of waste.**

### 14 Contrast to money laundering and self-laundering phenomena

The Company requires **maximum transparency in commercial operations and in relations with third parties**, in full compliance with national and international regulations on the subject of combating the phenomenon of money laundering.

All financial transactions, including those with other Group companies, are **adequately justified** in the contractual relationships and are carried out using means of payment which guarantee their traceability.

Consequently, the Recipients cannot start business relationships on behalf of the Company with partners, customers, suppliers or third parties who do not give guarantees of **integrity**, do not enjoy a **good reputation** or whose name is associated with events related to money laundering or, in general to criminal activity of any kind.

### 15 Product quality

Bystronic pays the utmost attention to the **quality of its products**.

Recipients are therefore called upon to provide truthful, precise and exhaustive information regarding the quality and type of raw materials and components used in the production of the machines.

### 16 Use of IT equipment and systems

All **users authorized** to use the Company's equipment and IT systems use the **company's IT resources** in compliance with **current regulations**: it is expressly forbidden to engage in conduct that could damage, alter, deteriorate or destroy the IT systems or telematics, computer programs and data, of the Company or of third parties. All users protect the **integrity** of the equipment and internal computer systems, refraining from manipulations that could modify their functionality in any way.

It is also **prohibited to illegally enter** computer systems protected by security measures, as well as obtain or disseminate access codes to protected computer or telematic systems.

It is expressly forbidden to use the company's computer equipment and systems **for purposes contrary to the law**, public order or morality, as well as to commit or induce the commission of crimes or in any case to racial hatred, the glorification of violence, to discriminatory acts or the violation of human rights.

### 17 Protection of industrial and intellectual property

The Company ensures, in implementation of the principle of compliance with the law, **compliance** with internal, community and international **regulations** aimed at protecting industrial and intellectual property.

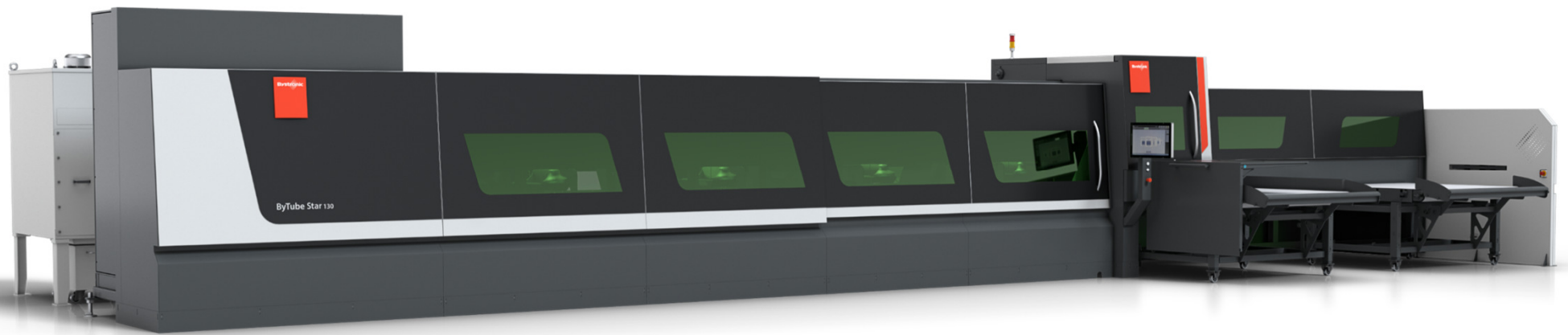
Recipients are required to **protect the Company's intellectual property**, such as **trademarks, copyrights, trade secrets** and **patents**, and promote the correct use of all intellectual property, including computer programs and banks of data, to protect the author's property and moral rights.

### 18 Contrast to tax fraud and smuggling

**Compliance** with all **current tax** and **customs regulations** is ensured.

Bystronic complies with tax obligations in the terms and in the manner prescribed by law or by the competent tax authority. **Maximum collaboration is guaranteed with each tax and customs authority**, with a view to maximum transparency.





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## **CHAPTER III**

Relations with third parties

### 19 Relations with the Public Administration

Relationships and relations with Public Administrations, with Public Officials, including foreign ones, with Public Service Officers and, in any case, any relationship of a public nature are inspired by **the most rigorous observance of the applicable regulatory provisions** and the principles of **transparency, honesty and fairness**.

In these relations, the Recipients **must not improperly influence** the decisions of the officials who deal or decide on behalf of the Public Administration. The management of relations with officials, exponents or representatives of the Public Administration is in any case reserved exclusively to company roles **authorized** for this on the basis of the system of proxies and powers of attorney.

It is, therefore, **forbidden to offer or give financial benefits, gifts or other benefits**, personal or otherwise, to favor or reward decisions favorable to the Company, and in any case to recognize benefits such as to generate, in an impartial third party, doubts regarding the relative correctness or adequacy.

In relations with the Public Administration, it is **prohibited to use** documents containing untruthful data or to omit relevant information in order to obtain national or EU contributions or funding in the interest of Bystronic. It is not permitted to use any public contributions received for purposes other than those for which they were assigned.

It is **forbidden to exploit existing or alleged relationships with a public official or with a person in charge of a public service** in order to unduly obtain or promise money or other pecuniary advantage as consideration for the illicit mediation with the public official or in charge of a public service, or to remunerate this person in relation to the performance of an act contrary to his official duties, or even the omission or delay of an act of his office.

The inspection visits by the supervisory authorities and relations with the judicial authority must be managed by **authorized personnel** in a spirit of **collaboration, correctness and transparency**, with the absolute prohibition of hindering the regular performance of the verification activity through the concealment or destruction of documentation.

## CHAPTER III – Relations with third parties

### 20 Relations with customers, suppliers, partners

Bystronic aims at the maximum satisfaction of its customers, or of the other companies belonging to the Bystronic Group, guaranteeing them **professionalism, availability and timeliness**.

The choice of suppliers and the determination of the related purchase conditions are left to the competent corporate functions which act on the basis of **objective and impartial criteria**, based mainly on the assessment of **reliability, quality, efficiency and cost-effectiveness**.

In any event, the Company requires **suppliers** to comply with all applicable laws, including, without limitation, employment laws relating to child labor, minimum wages, overtime compensation, hiring and job security.

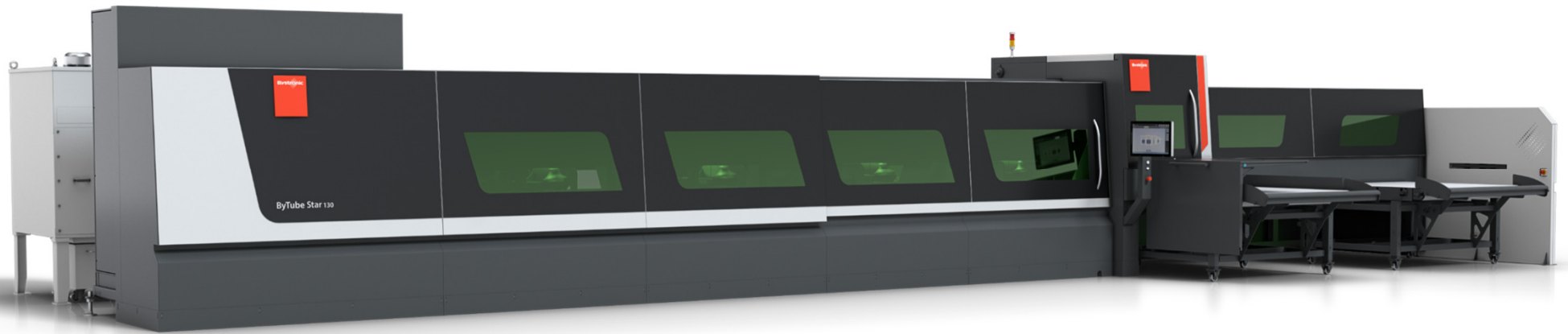
Even the choice of possible commercial partners falls on operators who meet the criteria of **ethics, reliability, good reputation, credibility** in the reference market and professional seriousness.

### 21 Relations with institutions and other organizations

Relations with institutions are based on the utmost **rigor, transparency** and **correctness** in respect of institutional roles. Similar behavioral rules characterize the political and trade union relations that Bystronic maintains.

Contributions, direct or indirect, to parties, trade unions, political exponents/candidates or to events with political aims **are not permitted**.

Relations, even in the form of loans, with national or foreign organizations, associations or movements which pursue, directly or indirectly, purposes prohibited by law, contrary to ethics or public order or which violate the fundamental rights of the person **are not permitted**.



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## **CHAPTER IV**

### Sanctions and final provisions

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### 22 Reports

The task of supervising compliance with this Code of Ethics is entrusted to the Supervisory Body set up pursuant to Legislative Decree 231/2001. Therefore, each **Recipient** may address any doubts regarding its interpretation to said Body and **is required to report** to the same **any violation or alleged violation** of the provisions of this Code of Ethics, of which he becomes aware in the exercise of his work or in the scope of existing relationships with the Company.

The violation or alleged violation must be carried out by direct **communication to the Supervisory Body** at the following e-mail address, dedicated to *whistleblowing* reports:

[odvbystronic@rbtlegal.it](mailto:odvbystronic@rbtlegal.it)

In the event of a report, the Supervisory Body guarantees the **utmost confidentiality** of the identity of the whistleblower in the reporting management activities.

In any case, the **whistleblower will not suffer any retaliatory** action (disciplinary sanctions, demotion, suspension, dismissal, etc.) nor will he be discriminated against in any way in terms of employment, for having reported in good faith an actual or presumed violation of the Code of Ethics.

### 23 Sanctioning consequences

Failure to comply with the Code of Ethics constitutes **a breach of the obligations deriving from the employment relationship** and represents an **offense of a disciplinary nature** (with reference to workers and collaborators on the basis of an employment law relationship) or the violation of a fiduciary mandate (with reference to the representatives of social). This non-compliance therefore entails the application, by the Company, of the measures deemed most suitable, according to the criteria of adequacy and proportionality between the violation committed and the consequent measure adopted, in compliance with the locally applicable legislation and the corporate procedures in force.

**Third parties** who engage in conduct contrary to this Code of Ethics are subject to contractual remedies (provided for in specific clauses) and, in the most serious cases, are prohibited from maintaining relations with the Company and the Group and reached by requests for compensation of the damage.

### **24 Dissemination of the Code of Ethics**

The Company undertakes to disseminate the Code of **Ethics as widely as possible** to all Recipients.

### **25 Approval of the Code of Ethics and amendments**

This Code of Ethics has been approved by the Bystronic Board of Directors.

Any changes and/or updates of the same must be approved in the same form and promptly communicated to the Recipients.

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