

**FRANZOSINI / FIDI  
CORPORATE  
SUSTAINABILITY  
PROGRAM**

**(FAIM) v. 2022  
JANUARY 2023**

Franzosini is a company with more than 180 years of history. It wouldn't be possible to achieve the quality level without a focusing on the Environmental, Social and Governance results. In such, and in accordance with the requirements of FAIM conditions Franzosini has applied a Corporate sustainability program.

The program consists of 3 pillars:

1. **Environmental policy.** Please consult the attachment 1 Environmental policy.
2. **Ethical code.** Please consult the attachment 2 Ethical code.
3. **Code of Conduct.** Please consult the attachment 3 Code of conduct.

In order to check the progress of achievement of the goals and to identify a new one once a working group has been created. The group will provide a periodic self- assessment and present the results on annual Management meeting. Every year all the staff is attended the course FRANZOSINI GOALS. During this course all the objectives and the result are communicated to a staff. The Environmental policy, Ethical code and Code of Conduct in English and Italian languages are shared during this course also.

The continuous improvement of the well-being of the employees and the quality of the service is a top priority of our company, that is why any person of the FRANZOSINI staff could present their proposes regarding improvement of this criteria in anonymous way via letters inserted on continuous improvement mailbox installed at the coffee break area.

All of the proposes are registered and the working group is presenting them to a quality manager and/ or during the Yearly Management Meeting.

The reporting on our Corporate Sustainability program progress will be published after the Yearly Management Meeting on our website in order that all our customers and our Supply Chain could follow them.

# **FRANZOSINI / FIDI ENVIRONMENTAL POLICY**

**(FAIM) v. 3.2  
December 2020**

Franzosini International Movers is aware of the growing importance of safeguarding our environment, especially in light of the recent challenges the world is facing due to global warming.

The company's mission is to positively contribute to a sustainable development.

To that purpose, the company pursues a set of **OBJECTIVES**:

- **orienting** the business strategy towards the adoption of sustainable technology and energy from renewable sources
- **reducing** the environmental impact, both direct and indirect
- **managing** the business with a resource-wise mindset, trying to reduce as much as possible the consumption of energy, paper and water
- **minimizing** the production of waste
- **bettering** the method of detection, calculation and traceability of environmental data with special attention to the CO2 emissions and to the waste-disposal
- **raising** awareness to our service providers about the importance of the environmental protection and avoiding (where possible) to recur to agents not in line with this line of conduct.

In response to these objectives, the company undertook the following **COMMITMENTS**:

- **evaluate** the company's business choices so as to grant compatibility between business needs and environmental needs
- **communicate** the results obtain by the persuit of the environmental policy
- **ri-examine** the environmental policy periodically so as to monitor progresses and redefine the new goals and strategies

This is achieved through a set of **ACTIONS**:

- **distributing** the environmental policy to al personnel so as to align all personnel and service providers with our standards and commitments, in addition to spreading memos in key-points throughout our facilities
- **endowing** the company with the right tools to enact and efficient recycling process
- **recurring** to clean energy providers and recycling companies to collect recyclable waste
- **implementing** all the possible actions in everyday routine to perform better environmentally.

# The Values and Ethical Code



since 1845

# **Franzosini**®

TRASLOCHI NAZIONALI ED INTERNAZIONALI  
TRASPORTI - MAGAZZINI  
INTERNATIONAL MOVERS

**Casa di Spedizioni Luciano Franzosini s.r.l.**  
**FRANZOSINI INT'L MOVERS**

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## Franzosini Values

### → FAIRNESS AND PROPRIETY

Displaying fairness and correctness in doing one's job both in dealings inside and outside the company.

### → TRANSPARENCY

Giving a clear, accurate, and timely report of economic/financial results within the Franzosini and outside of it. Encouraging debate, to the extent of voicing disagreement with decisions by your superiors where there is an arguably better alternative. Being open to different views and encouraging change. Exchanging information across all levels in the organization.

### → SUSTAINABLE GROWTH

Working to ensure long-term responsible growth in full awareness of the inter-dependence of the economic, social, and environmental spheres, and being mindful of the effects a decision in one such sphere has on the others. Seeking to be a leader of R&D in green technologies and services, ahead of market demand, in the knowledge of the benefits that today's achievements will bring to tomorrow's world. Linking together value creation, social progress, concern for stakeholders, and higher standards of living and environmental quality.

### → CUSTOMER FOCUS

Understanding the market in which Franzosini operates and considering the impact on clients of all your actions and conduct. Turning any opportunity that arises in your work to the advantage of customers, anticipating their needs.

### → RESPONSIBILITY AND STRIVING AFTER RESULTS

Striving determinedly after results by becoming personally involved in forming plans, in developing them, and in generating concrete results.

### → PROFESSIONAL EXCELLENCE

Possessing technical know-how and applying the leverage it provides to become a front runner. Doing your job methodically and with relish while keeping to the rules.

### → INNOVATION

Being the first to come up with radical product/service/process solutions that can be implemented. Pursuing excellence and never accepting current standards as good enough. Constantly looking out for opportunities to upgrade existing processes and systems.

### → QUALITY AND PERFORMANCE

Ensuring the maximum quality of service as well as the excellence of and processes. Maintaining an unflinching commitment to performance as a way of meeting customer expectations in terms of safety and service.

### → INTEGRATION

Appreciating how a given action fits into the wider scheme of events. Cooperating across and within functions and geographical boundaries to achieve common goals. Raising efficiency and facilitating change while ensuring that duplication of effort is kept to a minimum.

### → SPEED

Sensing the urgency of delivering solutions that address stakeholder requirements, through early recognition of them. Reacting quickly to development needs, effectively identifying the best solutions.

## Introduction

FRANZOSINI conducts its internal and external operations in accordance with the principles set out in this Ethical Code (the “Code”), in the belief that business ethics must be pursued alongside business success. Any director, statutory auditor, manager, and employee in FRANZOSINI and, in general, anyone in Italy and abroad who works for or on behalf of FRANZOSINI, or has business dealings with it (“Addressees of the Code”) must, in carrying out their functions and responsibilities, comply with the principles and rules in this Code.

## Principles of Conduct

Integrity, transparency, rectitude, and propriety mould the action of FRANZOSINI.

In particular, FRANZOSINI:

- strives after excellence and competitiveness in the market by offering its customers high-quality services that provide an effective response to their needs;
- ensures that its action is fully transparent to all its stakeholders without compromising the confidentiality entailed in running its business and ensuring its commercial operations are competitive: for this reason the Addressees of the Code must observe the utmost confidentiality regarding the information acquired or derived through or when carrying out their functions;
- undertakes to champion fair competition, a vital requirement in the pursuit of its own self-interest and a guarantee for all market operators, for customers, and for stakeholders in general;
- eschews and condemns the recourse to any conduct that is illegal or in any way improper as a means of securing its economic aims, the latter being pursued solely through the excellence of its performance in terms of innovation, quality, and economic, social, and environmental sustainability;
- safeguards and develops its human resources;
- subscribes to the principle of equal opportunity in the workplace regardless of sex, marital status, sexual persuasion, religious faith, political and trade-union views, skin colour, ethnic origin, nationality, age, and disability;
- pursues and endorses the protection of internationally proclaimed human rights;
- makes responsible use of resources, consistent with the aim of achieving sustainable development, having regard to the environment and the rights of future generations;
- will not tolerate corruption of public officials, or any other party, in any guise or form, or in any jurisdiction, or even in places where such activity is admissible in practice, tolerated, or not challenged in the courts. For this reason, Addressees of the Code are prohibited from offering complementary gifts or other benefits that could constitute a breach of rules, or are in conflict with the Code, or might, if brought to public notice, damage FRANZOSINI or just its reputation;
- defends and protects its corporate assets, and shall procure the means for preventing acts of embezzlement, theft, and fraud against the Group;



- protects and safeguards the corporate reputation, which is an intangible asset of the company, and the reputation of all its outside workers, demanding of itself conduct befitting of these objectives, also in order to preserve the corporate culture embodied by the set of values that reflect FRANZOSINI's distinctive nature;
- condemns the pursuit of personal interest and/or that of third parties to the detriment of social interests;
- is committed, within the Company and in its dealings outside, to complying and securing compliance with local national legislation, as befits its role as an active and responsible member of the communities it operates in;
- will not tolerate any kind of harassment;
- creates organizational mechanisms to prevent breaches by its employees and non-employee workers of the rules and principles of transparency, propriety, and fairness.

## Stakeholders

→ **SHAREHOLDERS** In its relations with all classes of shareholders FRANZOSINI is fully transparent, complies with the requirements of accuracy, timeliness, and equal access, and aims to ensure that a proper valuation of Company assets can be made.

→ **ENVIRONMENT** In running its operations FRANZOSINI is mindful of the Environment and public health. A key consideration in investment and business decisions is environmental sustainability, with the Company supporting eco-compatible growth, not least through the adoption of special technologies and production methods (where this is operationally feasible and economically viable) that allow for the reduction of the environmental impact of Company operations, in some cases even below statutory limits. The Company works alongside leading national and international organizations to promote environmental sustainability both on a local and a global scale.

→ **CUSTOMERS** FRANZOSINI bases the excellence of its services on nonstop innovation. Its goal is to anticipate customers' needs and meet their demands with an immediate and professional response that is delivered with propriety, courtesy, and unstinting cooperation.

→ **HUMAN RESOURCES** FRANZOSINI recognizes the crucial importance of human resources, in the belief that the key to success in any business is the professional input of the people that work for it in a climate of fairness and mutual trust. FRANZOSINI safeguards health, safety and industrial hygiene in the workplace, both through management systems that are continually improving and developing and by promoting an approach to health and safety based on prevention and the effective handling of occupational risk. FRANZOSINI considers respect for workers' rights as fundamental to the business. Equally, FRANZOSINI demands conduct based on the mutual respect, integrity and dignity of people. Working relationships are managed placing particular emphasis on equal opportunity, on furthering each person's career development, and on turning their diversity to account by creating an inclusive working environment.

→ **SUPPLIERS AND OUTSIDE WORKERS** Suppliers and outside workers play a key role in improving the competitiveness of the business. While seeking the keenest competitive edge, the company bases its relations with suppliers and outside workers on fairness, impartiality, and ensuring equal opportunities for all parties concerned. FRANZOSINI requires that its suppliers and outside workers comply with the principles and rules in this Code.

→ **THE WIDER COMMUNITY** Relations between FRANZOSINI and public authorities at local, national, and supranational levels are characterized by full and active cooperation, transparency, and due recognition of their mutual independence, economic targets, and the values in this Code. FRANZOSINI intends to contribute to the prosperity and growth of the communities it operates in by providing efficient and technologically

advanced services. FRANZOSINI does not provide contributions, advantages, or other benefits to political parties or trade union organizations, or to their representatives or candidates, this without prejudice to its compliance with any relevant legislation.

→ COMPETITORS FRANZOSINI acknowledges that proper and fair competition is essential if businesses and markets are to flourish. In operating its own business it embraces competition based on innovation and on the quality and performance of its services. Company companies and all their employees must eschew unfair commercial practices and, under no circumstances, does a belief that they are acting in the interest of the Company justify conduct that is at variance with these principles.

## Compliance with the Code

FRANZOSINI requires that the conduct of all Addressees of the Code is consistent with the general principles it states. Accordingly, there is a duty on all Addressees of the Code to avoid any action that conflicts with those principles. FRANZOSINI also requires all addressees of the Ethical Code, including outside workers, to report any known violations of this Ethical Code promptly and according to the established procedures. The Company undertakes that it will adopt procedures, rules, or instructions for specifically ensuring that the values affirmed herein are reflected in the effective conduct of the Group, its employees, and its outside workers. A breach of the principles and content of this Code may amount to non-performance of the primary obligations under the offender's employment agreement and/or their contract, with the possibility they may face disciplinary measures as provided in legislation, collective agreements, or by contract.

# Code of Conduct



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## Code of Conduct

### Code of Conduct

This document contains the "Code of Conduct" which Directors, Auditors, Managers, employees of FRANZOSINI, and in general all those who work in Italy and abroad in the name and/or on behalf and/or in the interest of FRANZOSINI or who have business relations therewith ("Recipients of the Code of Conduct") must comply with in order to prevent situations that could lead to unlawful acts in general, and in particular the crimes governed by Leg. Decree 231/20011.

This Policy identifies, though not exhaustively, behaviour related to "do's" and "don'ts", referring in particular to relations with Public Administrations, third parties, and to the Company's activities and obligations, specifying the principles of the Ethical Code in operational terms.

### §.1 "Do's"

- The Recipients of the Code of Conduct are committed to comply with the laws and regulations in force in the countries in which the Company operates.
- The Recipients of the Code of Conduct are committed to comply with corporate procedures, and follow the principles of the Ethical Code in any decision or action pertaining to the Company's management.
- The department heads must ensure that:
  - o so far as is reasonably practicable, all employees are aware of the rules and consequent behaviour required and, if at any time they have doubts on the procedures to follow, they are adequately assisted;
  - o a suitable program of continuous training and awareness of issues relating to the Ethical Code is implemented.

### Code of Conduct on the Company's relations with the Public Administration

- When participating in tenders called by the Public Administration and in general in any negotiation therewith, the Recipients of the Code of Conduct must operate according to applicable laws, regulations and professional integrity.
- The department heads who regularly deal with the Public Administration must:
  - o give their employees instructions on the operational mode of conduct to be followed in their formal and informal contacts with the various public offices/officers, according to the particularities of their scope of activity, giving them information about the law and making them aware of situations where there is a risk of crime;
  - o provide adequate mechanisms for tracing communication/information flows towards the Public Administration.
- When applying for contributions, grants or funding from the State, other public bodies or from the European Community, all the Recipients of the Code of Conduct involved in such procedures must:
  - o act fairly, using and presenting truthful and complete documents and statements, relating to the activities for which the benefits may be legitimately obtained;
  - o once the required funding is granted, use it for the purposes for which it has been requested and granted.

## Code of Conduct on corporate matters and communications to the market

- The Company's Directors - as well as the General Director (if appointed) and the Responsible Officer - responsible for preparing the statutory accounting documents, within their respective powers - and anyone under their supervision, are required to fully comply with company regulations; in particular, they must comply with the procedures, instructions and detailed operational rules relating to the drafting of financial statements and to the regulation of key corporate process.
- The administrative/accounting department heads, as part of their duties and within the scope of their powers, must ensure that each transaction is:
  - o legitimate, fair, authorized and verifiable;
  - o correctly and consistently recorded, so as to allow for the decision-making, authorization and execution process to be verified;
  - o supported by documents that are such as to allow, at any time, for controls on the characteristics of and reasons for the transaction and for the identification of those who have authorized, performed, recorded and checked the transaction itself.
- The Recipients of the Code of Conduct involved in drafting the financial statements or other similar documents, must behave properly, provide full cooperation, ensure the completeness and clarity of the information provided, the accuracy of the data and calculations, report any conflicts of interest, etc..
- The Company's Directors must give notice to the Board of Directors and to the Board of Statutory Auditors of any interest they may have, whether personally or on behalf of third parties, in a Company transaction, specifying its nature, terms, origin and scope; in the case of a Managing Director, he/she must also refrain from carrying out the transaction, delegating it to the Board.
- The Recipients of the Code of Conduct and in particular the Directors:
  - o when preparing the financial statements, any communications to the market or other similar documents, must represent the economic and financial situation of the Company in a truthful, clear and complete manner;
  - o must comply promptly with any requests for information made by the Board of Statutory Auditors, and facilitate in every way the performance of controls lawfully attributed to shareholders, other corporate bodies or the external audit firm;
  - o provide to the Supervisory Body with correct and complete information on the Company's economic and financial situation.

## Code of Conduct on relations with internal subjects and third parties

- The Recipients of the Code of Conduct, in accordance with the Ethical Code of FRANZOSINI, are committed to comply with the laws and regulations in force in the countries in which the Company operates. No relation will be initiated or continued with anyone who does not intend to respect this principle. The appointment of subjects operating in the name and/or on behalf and/or in the interest of the Company must be made in writing and must include a specific clause that requires compliance with the ethical-behavioural principles adopted by the Company. Failure to comply with this specific clause will entitle the Company to terminate the contractual relationship.
- All consultants, suppliers and in general, any third party acting in the name and/or on behalf and/or in the interest of the Company, are identified and selected with complete impartiality, autonomy and independent judgment. When selecting them, the Company will take care of assessing their competence, reputation, independence, organizational skills and ability to properly and timely perform the contractual obligations and tasks assigned thereto.

- All consultants and other people serving the Company must always, without any exception, act with integrity and diligence, in full compliance with all principles of fairness and lawfulness laid down in any code of ethics adopted in case by themselves.

## §.2 "Don'ts"

- The Recipients of the Code of Conduct shall not perform, not even as an association, any act which is or may be deemed contrary to the law and/or applicable regulations, even if that conduct results in or might, even if only abstractly, result in any benefit or interest to the Company.
- The Recipients of the Code of Conduct are expected to avoid any conflict of interest with the Company. Should a conflict of interest nonetheless arise, they are required to report it immediately to the Company.
- The Recipients of the Code of Conduct must refrain from any conduct that is detrimental to the image of the Company.

## Code of Conduct on the Company's relations with the Public Administration

- When dealing with representatives of the Public Administration, whether Italian or foreign, it is forbidden to:

- o promise or offer them (or their family members, relatives, cohabitants...) money, gifts or other benefits except in the case of gifts or items of moderate value (Moderate value is to be understood as less than 250 euro per beneficiary and transaction.) and incur unjustified entertainment expenses for purposes other than the mere promotion of the Company's image;
- o promise or provide, including through "third parties", jobs/services of personal utility (e.g. refurbishment of buildings owned or used by them - or owned or used by their relatives, in-laws, cohabitants, friends, etc.);
- o provide or promise to provide, solicit or obtain confidential information and/or documents, or any such documents or information that might compromise the integrity or reputation of either or both parties;
- o favour, in the acquisition process, suppliers and subcontractors indicated by representatives of the Public Administration as a condition for the successful performance of an activity (e.g. assignment of the job, grant of funding at special terms, licence grant).

These actions and behaviours are prohibited both if carried out directly by the Company through its employees and if carried out through non-employees acting in the name and/or on behalf and/or in the interest thereof.

- Moreover, when dealing with the Public Administration, it is prohibited to:
  - o produce false or altered documents/data;
  - o remove or omit true documents;
  - o act in such a way as to mislead the Public Administration in its technical and economic evaluation of the products and services offered/supplied;
  - o omit information that should be given, thus orienting unduly the decisions of the Public Administration in one's favour;
  - o behave in such a way as to unduly influence the decisions of the Public Administration;

- abuse of the position of a civil servant to obtain personal benefits or benefits to the Company.
- In general, it is prohibited to employ or assign employed advisory tasks to former civil servants who have personally and actively participated in a business negotiation, or have supported any requests made to the Public Administration by the Company or its subsidiaries, affiliates or companies subject to joint control.
- In the course of civil, criminal or administrative proceedings, it is forbidden to engage, whether directly or indirectly, in any illegal action that can favour or damage any of the parties.
- It is prohibited, in any way, shape or form, acting in the misunderstood interest of the Company, to coerce the Recipients to respond to the judiciary authority or to induce them to invoke the right to remain silent.
- When dealing with the judiciary authority, all forms of influence that induce the Recipient to make false statements, are prohibited; in particular, with respect to any statement to be made, the Recipient cannot accept money or other benefits, not even through third parties.

### Code of Conduct on corporate matters and communications to the market

- The Company's Directors - as well as the General Director (if appointed) and the Responsible Officer - responsible for preparing the statutory accounting documents, within their respective powers - and anyone under their supervision, must refrain from behaviours that amount to the criminal conduct referred to by the Civil Code and the Finance Consolidated Act (Legislative Decree no. 98, 1998-TUF-) relating to "corporate crimes" as under Article 25-ter of Legislative Decree no. 231/2001.
- The Directors must not:
  - when pursuing the activities falling within their powers, perform or omit – following gifts or promised gifts - acts or facts in violation of the obligations set by law, including disposals of corporate assets for personal or third party interest;
  - return contributions to shareholders, or release them from the obligation to provide them, unless in case of a legitimate share capital reduction, and must not reduce the Company's share capital or carry out mergers or split-ups in violation of the law protecting creditors;
  - distribute profits or advances on profits not effectively earned or to be used according to law as reserves, or allocate non-distributable reserves;
  - have the Company acquire or subscribe shares or units issued by the Company or its parent company, except where allowed by law;
  - establish or falsely increase the capital of the Company through transactions not permitted by law.
- In their relations with the representatives of Italian and non-Italian companies, the Recipients of the Code of Conduct are prohibited to give or promise, either directly or through an intermediary, any money, goods or other benefits to those representatives (or to their family members, relatives, domestic partners...) outside of normal commercial and institutional relations, where the amount of said money, goods or other benefits is intended to acquire undue benefits, or such as to give the impression of bad faith or unfairness. In any event, it is prohibited to give or promise money, goods or other benefits to the aforementioned individuals so that they perform or fail to perform acts in violation of their official duties or their obligations of fidelity, thereby causing harm to the entity to which they belong.

– In general it is prohibited:

- when preparing financial statements, formalizing reports or other corporate communications addressed to shareholders or the public, to represent untrue facts for the



purpose of deceiving shareholders or the public, or to omit information whose disclosure is required by law, regarding the economic and financial situation of the Company or the Company it belongs to;

- to prevent or hinder control or audit functions legally attributed to shareholders, other corporate bodies, the external audit firm, the Supervisory Body and the Company Internal Audit responsible for internal controls;
- to omit disclosing any potential conflict of interest which Directors and/or Statutory Auditors, whether acting on their own or for third parties, might have in a determined Company transaction;
- when preparing the communications which, according to law, must be given to public supervisory authorities, to represent – for the purpose of hindering the supervision function – untrue facts regarding the economic and financial situation of the persons subject to supervision, or to conceal, by any other fraudulent means, in whole or in part, facts that should have been disclosed concerning the same situation.

## REPORTING REQUIREMENTS

The Recipients of the Code of Conduct have an obligation to report to the President of FRANZOSINI:

- any breach or suspected breach of the Code of Conduct; reports can be also anonymous. The Company and protects employees and third party collaborators from any adverse consequences arising from such reporting, ensuring the confidentiality of the informants, subject to the requirements of the law. By way of example, should be reported:
  - any conduct that gives rise to a risk of crime as under Legislative Decree 231/2001, concerning operational processes falling within their powers of which they have become aware, including through collaborators;
  - any measures and/or news from the police or any other authority, of which they become officially aware, concerning unlawful acts and/or potential offences as under Legislative Decree no. 231/2001 that may have an impact on the Company.

## §.3 Sanctions

Any behaviour that does not conform to the provisions of this Code of Conduct entails, independently of and leaving aside any criminal action against the offender, the application of disciplinary sanctions pursuant to existing legislation and/or collective agreements.