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ANTI-CORRUPTION POLICY

Approved by: Board of Directors

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Approved by Chief Executive Officer

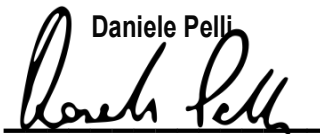
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Table of Revisions

Review	Notes to the revision
00 of 10/01/2024	First issue
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Preparation

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1.

Introduction

This corporate policy of the anti-corruption management system represents LUXY S.p.A.'s commitment to the principles and requirements laid down by the voluntary standard ISO 37001:2016, as well as to compliance with the principles established by the Code of Ethics and Anti-Corruption, which also meets the requirements established by Legislative Decree no. 231/2001 "Administrative responsibility of entities".

One of the key factors in the Company's reputation is its ability to conduct its business with loyalty, fairness, transparency, honesty and integrity, in compliance with laws, regulations and social responsibility guidelines.

LUXY S.p.A. promotes and adheres to policies that are consistent with laws and legal standards for transparency and the prevention of corruption in business relationships (hereinafter also Anti-Corruption Laws), at national and international level.

2.

Area of Application

This Policy concerns all employees and collaborators, the Board of Directors of the Company, and - where applicable - suppliers, partners and, more generally, all those with whom the Organisation comes into contact in the course of its activities (hereinafter, collectively, also only the "Addressees").

3.

General Anti-Corruption Principles

LUXY S.p.A.'s commitment against corruption prohibits Addressees from requesting, promising, offering or receiving gifts, gratuities or other similar benefits, whether potential or actual, to or from persons outside the Company, whether public officials or persons in charge of a public service, government representatives, public employees or private citizens, whether Italian or from other countries, such as to give rise to unlawful conduct or, in any case, such as to be interpreted by an impartial observer, as aimed at obtaining an advantage, including a non-economic one, considered relevant by custom and by common belief, also understood as facilitating, or guaranteeing the attainment of, services in any case due in business activities.

Each Addressee is required to read, understand and apply the procedures and protocols of the Anti-Corruption Management System and to behave in accordance with its provisions.

Zero tolerance, appropriate procedures, an active role of management, and effective communication constitute the framework for setting improvement targets.

In accordance with the requirements of the UNI ISO 37001 standard, LUXY S.p.A. has established its own Policy for the Prevention of Corruption consistent with the purposes of the context in which it operates. Therefore, the Organisation prohibits the recipients of this Policy

from:

- offering, promising, giving, paying, authorising someone to give or pay, directly or indirectly, any economic advantage or other benefit to a public official, a person in charge of a public service or a private individual (active corruption);
- accepting a request or solicitation, or authorising someone to accept a request or solicitation, directly or indirectly, of an economic advantage or other benefit from anyone (passive corruption) when the intention is to:
 - a) inducing a public official, a person in charge of a public service, or a private individual, to improperly exercise any function of a public nature or in any case based on good faith in the exercise of the responsibilities entrusted to him/her on a fiduciary basis, in a professional relationship also on behalf of third parties, or to carry out any activity associated with a business by rewarding him/her for having carried it out;
 - b) influence the adoption of an official act (or an omission) by a public official or a person in charge of a public service or influence the adoption or omission of any decision in breach of official duty, including by private people;
 - c) influencing or compensating a public official, a person in charge of a public service or a private individual for an act of his/her office;
 - d) obtain, secure or retain business or an unfair advantage in connection with business activities; or in any case, violate applicable laws.

With specific reference to its employees and in accordance with the company's organisational system based on control and segregation of activities, LUXY S.p.A. provides that employees who engage in relations or negotiations with external counterparties, public or private, may not execute alone and freely following things:

- enter into contracts with such counterparties;
- accessing financial resources;
- entering into consultancy contracts or requesting professional services;
- granting benefits (gifts, gratuities, benefits, etc.);
- hiring personnel.

LUXY S.p.A. adheres to and promotes policies consistent with laws and standards of legality for the prevention of corruption and transparency in national and international business relations.

The Company, therefore, requires all its stakeholders to ensure their compliance with the laws for the prevention of corruption applicable to their context, by signing a commitment to meet the requirements of the management system for the prevention of corruption and to foster the continuous improvement of the system.

4. Anti-Corruption Policy Objectives

The Company promotes an anti-corruption policy that complies with the requirements of the UNI ISO 37001 standard as it wishes to reinforce and consolidate the principles of the Code of Ethics and Anti-Corruption, requiring a commitment to compliance with the principles contained therein from all personnel and all third parties working on its behalf.

In order to achieve the objective of corporate management aimed at ensuring adequate anti- corruption safeguards, LUXY S.p.A:

- prohibits corruption at all company levels and requires its suppliers and business partners to comply with the anti-corruption laws that apply to its organisation;
- ensures compliance with corruption prevention laws applicable to the organisation;
- encourages the reporting of suspicions in good faith, or on the basis of a reasonable and confidential belief, without fear of retaliation;
- is committed to the continuous improvement of the management system for the prevention of corruption;
- guarantees the authority and independence of the compliance function for the prevention of corruption;
- establishes the consequences of non-compliance with the corruption prevention policy.

The corruption prevention policy:

- a) is also available as documented information on the institutional website;
- b) is reported in the appropriate languages within the organisation and to business associates placing a corruption risk above the low level.

To facilitate the achievement of the objectives of this policy, the Company undertakes not to generate organisational, ethical and relationship uncertainty, through:

- a clear definition of its processes;
- unambiguous identification of roles and functions;
- a transparent system of proxies and powers of attorney;
- a linear system of rules, values, procedures and practices suggested by experience, to facilitate decision-making within the organisation;
- an extensive procurement system for goods and services that excludes fraudulent suppliers and supplies, through periodic monitoring actions for their qualification;
- an adequate system of internal controls addressing the behaviour of all its employees;
- an adequate system of external controls addressing the processes of all suppliers and collaborators of the Company.

Furthermore, LUXY S.p.A.:

- encourages the reporting of suspicious cases in good faith or on the basis of a reasonable belief, guaranteeing the protection of the confidentiality of the reporter and ensuring the absence of any form of retaliation against the latter for the mere fact of having reported;
- is committed to the continuous improvement of corruption risk management and prevention processes;
- sanctions any form of non-compliance with corruption prevention procedures and the contents of this corporate policy;
- assigns the role of Compliance Function for the prevention of corruption to the Manager of the Management System together with the expert consultant in the sector (the so-called 'Anti-Corruption Function') pursuant to Standard ISO 37001, ensuring the appropriate competence and independence requirements pursuant to the standard.

To this end, the Company fully empowers the Anti-Corruption Function to pursue the objectives contained in this policy, by virtue of the authority and independence vested in it, and, more specifically, to:

- overseeing the design and implementation of the Management System for the Prevention of Corruption;
- provide guidance and advice to staff on corruption-related issues and the Management System for the Prevention of Corruption;
- ensuring that the Management System for the Prevention of Corruption complies with UNI ISO 37001;
- reporting on the performance of the Management System for the Prevention of Corruption to the Governing Body and the General Management as appropriate.

Each employee and, in general, each Recipient is responsible for achieving adequate levels of corruption prevention. Therefore, there is a strong desire that the Management System for the Prevention of Corruption be an integral part of the Company's management and that this policy be disseminated to all personnel, to anyone working on behalf of the Company and to anyone who requests it, so as to make employees and/or collaborators aware of and inform all interested parties of the commitment that the Company has made towards minimising the risk of corruption.

5.**Non-Compliance Management**

Failure to comply with the Anti-Corruption Policy and/or any failure to comply with the provisions contained in the Anti-Corruption Laws and/or in the Anti-Corruption Manual and/or in the Legislative Decree 25 of 2023, may give rise to the activation of the Whistleblowing system set up by the Company and shall entail, with respect to LUXY S.p.A.'s employees, the activation of the disciplinary system, in accordance with the provisions of the applicable CCNL, and, with respect to suppliers, the activation of the disqualification process, with consequent termination of the contract.

6.**Management of reports**

The Anti-Corruption Policy of LUXY S.p.A. encourages the reporting of suspicious/anomalous events/contradictions with anti-corruption rules and/or the requirements of Legislative Decree no. 231/2001, made in good faith or on the basis of a reasonable belief.

To confirm this, a specific procedure has been drawn up (Reporting and Complaints Management Procedure), in compliance with the requirements of UNI ISO 37001 and Legislative Decree No. 231/2001, taking into account the following principles:

- a) encourage and enable individuals to report in good faith, or on the basis of reasonable belief, attempted, alleged and actual acts of corruption, or any breach or deficiency concerning the management system for the prevention of corruption, to the Corruption Prevention Compliance Function (either directly or through an appropriate third party);
- b) treat reports confidentially, so as to protect the identity of the whistleblower and others involved in or named in the report, with the exception of a procedure required to carry out an investigation;
- c) allow reporting in anonymous form, unless it is sufficiently substantiated;
- d) prohibiting retaliation and protecting whistleblowers from possible retaliation, after having in good faith, or on the basis of a reasonable belief, raised or reported suspicions of attempted, actual or suspected acts of corruption or violations concerning the policy for the prevention of corruption or concerning the management system for the prevention of corruption;
- e) enable staff to receive support from an appropriate person on what to do when faced with a suspicion or situation that may involve acts of corruption.

LUXY S.p.A. shall ensure that all members of staff are informed of the reporting procedures and are able to use them, and that they are aware of their rights and protections under those procedures.

7. Policy Communication

LUXY S.p.A.'s corruption prevention policy is available as documented information on the Company's institutional website and is communicated within the Organisation and to business associates posing a corruption risk above the low level.

Within the organisation, the dissemination of the Anticorruption Policy is implemented by the General Management, through the actions and cooperation of the heads of the various corporate functions.

In particular, the dissemination of the Anti-Corruption Policy takes place through:

- its availability at the company management and on the company notice board;
- training on business aspects and management processes;
- specific training on the Anticorruption Management System and Model 231 adopted by the Company;
- verification activities of the level of application of the adopted Anti-Corruption Management System.

8. Policy Review

The Anti-Corruption Policy is reviewed as necessary during the Review by the Governing Body, or in connection with the occurrence of the following events or circumstances:

- results of internal or external audits, which reveal a problem with the adequacy and/or effective implementation of the management system for the prevention of corruption;
- any changes dictated by changing circumstances;
- any sector-specific regulatory updates.