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## PROCEDURE FOR REPORTING TO THE SUPERVISORY BODY

**SICER s.p.a.**

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<b>Signature:</b>	 <b>sicer</b> S.P.A.	<b>Issue Date:</b>	15/09/2017
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## 1 Definitions

**Code of Ethics:** adopted pursuant to Italian Legislative Decree No. 231/01, it is the document by means of which the Company lays down the rights, duties and responsibilities of the same Company in relation to the subjects with whom it holds relationships for the attainment of its corporate purpose. The purpose of the Code of Ethics is to establish reference ethic “standards” and behavioural rules that the Recipients of the Code shall observe in the relations with the Company, with the aim of preventing and repressing unlawful conduct.

**Collaborators:** those who act in the name and/or on behalf of the Company based on a mandate or another collaboration relationship (by way of example and not limited thereto: financial promoters, interns, free-lancers with contractual and project based agreements, outsourced workers).

**Consultants:** Subjects who perform their professional activity for the company, based on a contractual relationship.

**Italian Legislative Decree 196/03:** Italian Legislative Decree of 30 June 2003, No. 196 – Personal data protection code.

**Italian Legislative Decree 231/01 or Decree:** Italian Legislative Decree of 8 June 2001, No. 231 which sets out the “Regulations of administrative responsibilities of legal entities, companies and associations, even without legal status”, and subsequent amendments and addenda.

**Recipients of the Code of Ethics:** the shareholders, members of the Corporate Bodies, the employees and all those persons who, even if external, operate - either directly or indirectly - for or with Sicer s.p.a. (e.g. collaborators of any kind, consultants, suppliers, customers).

**Recipients of the Model:** the members of the Corporate Bodies, the auditing company, the employees as well as those who, even if not part of the employee category, work for Sicer s.p.a. and operate under the control and steering of the Company (by way of example and not limited thereto: financial promoters, interns, free-lancers with contractual and project based agreements, outsourced workers).

**Subordinate workers or employees:** Subordinate workers or employees, i.e. all the Company employees (first, second and third professional area employees; cadres; managers).

**Law 146/2006:** Italian Law no. 146 of 16 March 2006 (Ratification and enforcement of the United Nations Convention and Protocols against transnational organised crime adopted by the General Assembly on 15 November 2000 and 31 May 2001).

**Model / OMCM:** Organisation, management and control model pursuant to Art. 6 and 7 of the Decree.

**SB:** Supervisory Body, as provided for by Articles 6, Par. 1, Letter b) and 7 of Italian Legislative Decree no. 231/2001, that is appointed to supervise the operation and observance of the Model and update it as required.

**Reporting:** any information about alleged findings, irregularities, infringements, censurable behaviours and facts or, however, any practice that does not comply with the provisions of the Code of Ethics and/or of the Organisation, Management and Control Model.

**Anonymous reporting:** any reporting in which the details of the reporting person are not expressly given and may not be traced.

**Deceitful reporting (mala fides reporting):** reporting made for the sole purpose of damaging or, in any case, act to the detriment of a Recipient of the Code of Ethics and/or Model.

**Company:** Sicer s.p.a.

**Reporting subjects:** the Recipients of the Code of Ethics and/or the Model, as well as any other subject that gets in touch with the Company with the aim of submitting a report.

**Reported subjects:** the Recipients of the Code of Ethics and/or the Model who committed the following: alleged

findings, irregularities, infringements, censurable behaviours or facts or any other practice that does not comply with the provisions of the Code of Ethics and/or of the Organisation, Management and Control Model.

**Third parties:** Sicer s.p.a. contractual parties, being both natural persons and legal entities (such as, for example, suppliers, consultants etc.) with whom the Company starts any kind of collaboration governed by an agreement, and who are bound to cooperate with the Company within the scope of risk activities.

**Subordinates:** persons subject to the direction or supervision of a person having an executive position pursuant to Art. 5, par. 1, lett. b) of the Decree.

## 2 Purpose

This procedure has the purpose of establishing clear and identified information channels capable of assuring receipt, analysis and handling of reports, also in anonymous form, pertaining to infringements of the Model and/or Code of Ethics. The procedure also aims at defining the activities required for proper handling of such reports by the Supervisory Body.

## 3 Scope of application

These regulations apply to the Recipients of the Model and/or Code of Ethics, that is:

- Shareholders;
- Directors;
- Members of the Board of Statutory Auditors
- Members of the Supervisory Body;
- Employees;
- Collaborators;
- generally speaking, those persons who do not fall in the employee category but work for Sicer s.p.a. and operate under the control and steering of the Company (by way of example and not limited thereto: financial promoters, interns, free-lancers with contractual and project based agreements, outsourced workers).
- generally speaking, those persons who, even if being external professionals, operate for or with Sicer s.p.a., either directly or indirectly (e.g. consultants, suppliers, customers);

as well as any other subject that comes in touch with the Company in order to submit a report. The Reporting Subjects, when dealing with the Company and according to the provisions of the Model and Code of Ethics, shall report as provided for in the following chapter "scope of reporting".

## 4 Liability and dissemination

This procedure is an essential and integral part of the Model, and is therefore approved by the Board of Directors of the Company that, based on a proposal from the Supervisory Body, shall also have the responsibility to update and integrate the same procedure.

It can be accessed in "electronic format" on the internet website [www.sicer.it](http://www.sicer.it)

The same methods outlined above are adopted for reviewing and integrating the procedure at a later date.

## 5 Scope of reporting

The scope of reporting is the commission or attempted commission of one of the offences provided for by Italian Legislative Decree 231/2001 and by Law 146/06, i.e. the infringement or fraudulent avoidance of the principles and

provisions of the Organisation and Management Model and/or of the ethic values and behavioural rules of the Company's Code of Ethics.

## 6 Reference principles

### 6.1 Anonymity and protection guarantee

The Reporting Subjects, whose identity is not disclosed, shall be protected against any form of discrimination, penalization and retort. The Supervisory Body guarantees total confidentiality and anonymity for the reporting persons, subject to applicable legislation and protection of the Company's rights.

### 6.2 Anonymity

Even if the SB, in compliance with the Code of Ethics, prefers to receive reports in non-anonymous form, also anonymous reports shall be, however, admitted.

In this event, the SB shall priorly evaluate the authenticity and importance of the report with respect to their tasks. The SB shall take into account anonymous reports containing relevant facts with respect to the SB's tasks and not facts having generic, confused and/or clearly defamatory content.

## 7 Reporting methods

The reports shall be submitted to the Supervisory Body via direct communication or, for employees, by means of the Function Managers, who shall promptly transmit the original copies of the documents received to the Supervisory Body, using confidentiality criteria so as to assure effective investigations and protect the reputation of the persons involved with reporting.

The reports can be sent in any form. However, to facilitate compilation, a *Report Form* facsimile is available both on the company Intranet as well as on the website [www.sicer.it](http://www.sicer.it), and is also attached hereto.

Being the Person in Charge of data processing pursuant to the Privacy law, the SB requires that the data contained in the reports submitted via the Model or open documents be relevant with respect to the purposes laid down by Italian Legislative Decree 231/2001.

In addition, in the detailed description of the behaviour that led to the reporting, no information that is not strictly connected with the scope of reporting shall be provided. In the event of clearly deceitful reports (*mala fides*), the SB reserves the right to file the same and delete the names and elements that may allow the reported subjects to be identified.

All the communications from the Reporting Subject to the Supervisory Body may be sent, alternatively and without preference, via:

- E-mail;
- Note/letter.

To get in touch with the SB, Sicer s.p.a has created a special e-mail box, reserved to the SB for report sending: [odv@sicer.it](mailto:odv@sicer.it)

The regular mail address is the following:

Supervisory Body c/o Sicer s.p.a.,

Viale Montegrappa No. 4-18

41042 Ubersetto di Fiorano Modenese (MO)

## **8 Information notice pursuant to Art.13 of Italian Legislative Decree no. 196/2003**

Sicer s.p.a., company with registered office in Ubersetto di Fiorano Modenese (MO), Viale Montegrappa No. 4-18, Data Controller pursuant to Art. 13 of Italian Legislative Decree 196/2003, informs you that your personal data acquired by means of this report shall be exclusively processed for the purposes of compliance with the obligations established by Italian Legislative Decree 231/2001, and shall be used and subsequently stored, mainly on paper.

Since also anonymous reports are considered legitimate, providing your personal data is only voluntary and should you refuse to provide the said data, this shall not lead to any consequence in relation to the validity of the operations performed by Sicer s.p.a.'s Supervisory Body (hereinafter SB). In any event, the reporting parties shall remain personally responsible for any defamatory content found in their communications, and Sicer s.p.a., through their SB, reserves the right not to take into account clearly deceitful reports (mala fides).

Furthermore, Sicer s.p.a. reminds you that the data you provided must be relevant with respect to the scope of reporting, so that the SB shall freely decide not to follow up on reports concerning behaviours or subjects not involved with the obligations provided for by Italian Legislative Decree 231/2001. Subject to performance of the laws obligations, the personal data you provided shall not be communicated nor disclosed.

Pursuant to Art. 7 of Italian Legislative Decree 196/2003 you may exercise the following rights:

- Obtain information on the origin of your personal data, as well as on the purpose and methods of data processing, on the logic applied when handling data using electronic means, on the identification details of the Data Controller and of the Persons in Charge of Data Processing or of the categories of subjects whom your personal data may be communicated.
- Obtain the updating, the correction or, when of interest, the integration of personal data; the deletion, conversion to an anonymous form or blocking of the information processed in violation of the law, there including any information which does not need to be stored in relation to the purposes for which it was collected or processed at a later date; assessment of the operations that have been disclosed to third parties, also in relation to their content; information on those persons to whom your data have been communicated or disseminated, except in the event that such obligation cannot be fulfilled or involves using means to an extent that is clearly excessive with respect to the protected right.
- Oppose, in whole or in part, for legitimate reasons, to the processing of personal data that concern you, even if they pertain to the scope of data collection;

For exercising the above mentioned rights, you may contact directly the SB, in Charge of data processing and appointed for this purpose by the Data Controller pursuant to Art. 29 of Italian Legislative Decree 196/2003, via the e-mail box [odv@sicer.it](mailto:odv@sicer.it) or writing to the Supervisory Body at the registered office of the Company, found in Ubersetto di Fiorano Modenese (MO), Viale Montegrappa No. 4-18.

## **9 Management of reports by the Supervisory Body**

The activities that make up the report management process are the following: receipt, preliminary investigation and inquiry.

- Receipt: the Supervisory Body receives the reports directly from the reporting subject or through the Function

Manager (Office/Section/Operative Unit/Department) in their identified e-mail box or in the regular mail box.

- Preliminary investigation and inquiry: The SB shall evaluate the reports received using, based on their nature, the internal departments of the Company for an in-depth analysis of the facts reported. The SB may also consult directly with the person that reported the breach or the subjects mentioned in the report. After completing the preliminary investigation, the SB shall take suitable decisions, providing grounded reasons, and shall file the report where the case so requires, or may request the Company to evaluate the occurrence assessed and apply disciplinary and sanctioning measures and/or to act on the OMCM.

If in-depth examination highlights serious breaches of the OMCM and/or the Code of Ethics, or if the SB has serious grounds to suspect that an offence has been committed, the SB shall promptly notify the report and their evaluations to the Board of Directors and, on the first meeting available, to the Board of Statutory Auditors.

## **10 Filing the documentation**

The SB shall document, by filing soft and/or hard copy documents, the reports received, in order to assure full traceability of the actions taken to perform their core functions.

The documents stored as soft copy shall be filed in a special directory protected by authentication credentials known by the members of the SB, or by the subjects expressly authorised by the SB.

In the event of clearly deceitful reporting (*mala fides*) as reported under points 6.2 (Anonymity) and 7 (Reporting methods) herein, the SB reserves the right to file the same reports and delete the names and elements that may allow the reported subjects to be identified.

Hard copy documents shall be filed in an identified location, that only the members of the SB or the persons expressly authorised by the same SB can access.

## 11 Facsimile of the Form for reporting to the SB

### Form for reporting to the SB

*Reporting of the commission or attempted commission of one of the offences provided for by Italian Legislative Decree No. 231 dated 8 June 2001, which sets out the "Regulations of administrative responsibilities of legal entities, companies and associations, even without legal status, pursuant to Article 11 of Law No. 300 of 29 September 2000" and namely the infringement or fraudulent avoidance of Sicer s.p.a.'s Organisation and Management Model and/or Code of Ethics*

#### PERPETRATOR OF THE BEHAVIOUR REPORTED

#### DETAILED DESCRIPTION OF THE BEHAVIOUR THAT LED TO THE REPORTING:

#### DETAILS OF THE REPORTING SUBJECT (IN THE EVENT OF NON-ANONYMOUS REPORT)

Name:

Last name:

Organisational Unit:

Telephone:

E-mail:

Date

\_\_\_\_\_

Signature

\_\_\_\_\_

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- Obtain information on the origin of your personal data, as well as on the purpose and methods of data processing, on the logic applied when handling data using electronic tools, on the identification details of the Data Controller and of the Persons in Charge of Data Processing or of the categories of subjects to whom your personal data may be communicated.
- Obtain the updating, the correction or, when of interest, the integration of data; the deletion, conversion to an anonymous form or blocking of the information processed in violation of the law, there including any information which does not need to be stored in relation to the purposes for which it was collected or processed at a later date; assessment of the operations that have been disclosed to third parties, also in relation to their content; information on those persons to whom your data have been communicated or disseminated, except in the event that such obligation cannot be fulfilled or involves using means to an extent that is clearly excessive with respect to the protected right.
- oppose, in whole or in part, for legitimate reasons, to the processing of personal data that concern you, even if they pertain to the scope of data collection;

For exercising the above mentioned rights, you may contact directly the SB, in Charge of data processing and appointed for this purpose by the Data Controller pursuant to Art. 29 of Italian Legislative Decree 196/2003, using the e-mail address [odv@sicer.it](mailto:odv@sicer.it) or via regular mail writing to the Supervisory Body c/o Sicer s.p.a. in Ubersetto di Fiorano Modenese (MO), Viale Montegrappa No. 4-18.