

CODE OF ETHICS ROTHO BLAAS

Mod. 5.3.1 rev. 00



Solutions for Building Technology

Dear collaborators and partners!

We are an innovative and rapidly expanding international wood construction company and strive to become the global leaders in our industry.

- As Rotho Blaas, to our customers we offer a complete range of technological, training and support solutions. We are problem solvers and modern manufacturers whose word as well as technological and business skills can be counted on 100%.
- At Rotho Blaas, our collaborators enjoy an informal and dynamic working environment that rewards merit and creates leadership opportunities within a solid organization. We promote a climate of positive collaboration, personal development and respect for the individual throughout our organizational structures.
- For our suppliers/partners, we create technological and business growth opportunities. With them, we share the challenges that come from customers with solidity and reliability.
- We build the local economic fabric by offering professional development opportunities that are qualified and individual growth oriented. We are concerned with social needs and contribute to the well-being of the community through beneficial initiatives.

Working properly and responsibly is one of the basic requirements of our entrepreneurial knowledge and worldwide success. We believe it is essential to establish **a code of ethics to be referred to by our management, collaborators, customers, suppliers and any other partners**, in order for everyone to act in a consistent manner and comply with the law.

This document contains the general **values, ethical principles and rules of behaviour** which, just like those pertaining to laws, regulations and contracts, characterize the organization and business of Rotho Blaas.

Robert Blaas

*Owner and Managing Director
01.01.2019*

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I CODES OF CONDUCT

1. COMPLIANCE WITH CURRENT REGULATIONS

As a multinational company, we comply with our **internal procedures, rules and regulations** in addition to the **national and international laws, legal regulations and provisions in force** in the countries where we do business.

2. QUALITY OF PRODUCTS AND SERVICES

The quality and safety of our products and processes are our goals. We hold numerous **certifications** of compliance with European and international standards for the development of **high-tech solutions**.

Our technical expertise, quality control system and audits by external bodies **guarantee our customers the truthfulness and compliance of these declarations**.

All **claims** are seriously considered and **an opportunity for us to improve** and innovate.

We have always been committed to developing new solutions and improving the quality of our business.

3. FAIR COMPETITION

We are fair to our competitors and commit to **fair market competition** and compliance with the **antitrust and competition laws** in force. Illicit agreements and concerted practices aimed at restricting the free market are prohibited.

4. SUPPLIERS AND PARTNERS

To **select** our suppliers and partners, we adopt objective and transparent criteria according to our internal procedures. **The suppliers selected by us accept the principles** provided in this document. We make sure that such principles are put into practice during the periodic audits carried out at our suppliers' premises by internal or external bodies.

5. CONFLICT OF INTEREST

We respect our employees' personal interests and privacy. Likewise, their personal or financial interests will not affect the company's business decisions.

Any situation where economic interests are at stake, with suppliers/customers/competitors or third parties, including through family members, is considered to be a **conflict of interest**.

We avoid situations in which such interests come into conflict with the interests of our company and/or business partners. **Before** any situation that may involve a conflict of interest **takes place, it must be reported in writing to one's supervisor** and approved by management. This also applies to the exercise of any secondary activity that may have any influence on the present employment.

6. CORRUPTION AND FAVOURITISM

Rotho Blaas is committed to implementing the necessary measures to prevent and avoid instances of **corruption and favouritism**.

Bribery payments and promises of benefits, whether made or received directly by the company or our employees, officers, directors or by third parties, are considered **acts of corruption**.

Actions or decisions based on a corrupt behaviour are immoral, distort competition, damage the company's assets and reputation and harm the general welfare. We want to acquire orders only in an honest and fair manner. We do not tolerate **any immoral and corrupt behaviour**.

There can be no individual **gifts and/or benefits** to and from customers, suppliers and other business partners. Our internal management system guidelines are applied in customary business practices.

7. ORGANIZED CRIME AND MONEY LAUNDERING

Any relationship **with organized crime and/or terrorist organizations** is prohibited.

Any activity involving direct and/or indirect money and and/or asset **laundering** is prohibited.

Therefore, we carry out an initial audit on our suppliers/customers/partners and make sure that all transactions are traceable, including payments.

8. TRANSPARENCY AND TRACEABILITY

We make sure that **all economic, equity and financial information** contained in our financial statements and tax-related and judicial documents is correct, truthful, transparent, complete and easily understandable.

All our business **operations must be understandable and documented**, making it possible to identify the people who proposed, authorized and carried them out. This applies specifically to the decision-making and authorization process, especially as far as business and product development processes as well as cash and payment flows.

9. DEALING WITH THE AUTHORITIES

In our public sector relations, we strongly condemn corruption and the provision of money and/or favours. Offering, promising or granting advantages is strictly forbidden, in particular to public officials, as these actions could be considered as attempts to influence service decisions.

During **inspections and court proceedings**, we are at the disposal of the legal representatives and comply with internal guidelines. In any case, getting employees or third parties not to release statements or make false ones to judicial and/or control authorities is forbidden.

In no case do we grant **payments, benefits** or gifts/freebies to public service officials and employees or employees of public sector companies in order to receive orders or benefits in exchange, whether for our company or others.

Every transaction with the public administration must be **traced**.

10. DATA PROTECTION AND SECURITY

Rotho Blaas **protects the personal data processing and privacy** of its employees, customers, suppliers and partners in addition to **information security**.

We comply with the directives of our IT Policy and internal offices. We implement adequate measures to protect our information and IT systems from misuse, loss, damage and unauthorized use.

11. CONFIDENTIALITY AND ASSETS PROTECTION

We always use professional standards to manage **intellectual property and sensitive business and confidential information**, so as to protect the interests of our company and partners and meet regulatory and legal requirements.

It is in our common interest to protect **our company's property and assets**. We should protect our company's assets, treat them with care and respect and never use them inappropriately or without authorization for personal or third-party purposes. Any theft, removal or improper use of financial resources and property will be punished.

Company secrets are extremely valuable, as they ensure our competitive advantage. Therefore, we treat all company information with confidentiality and do not make it known without authorization. This includes the company's strategy, research and development, inventions, new products and projects, data, etc.

Likewise, we respect the secrets of our competitors, business partners and customers, and commit to not violating them.

12. EMPLOYEE RELATIONS

Rotho Blaas recognizes the principle of worker protection and is committed to creating a collaborative and non-hostile work environment.

To achieve our business goals, we focus on the skills and competence of our collaborators. Therefore, we promote the professional and personal development, an open communication, and we take care that information is reasonable and working conditions are suitable.

We guarantee an **adequate salary** and various additional services to encourage the health and well-being of our employees.

Every employee should rely on the fact that their **dignity and personality** are respected by everyone and at all times. We work together in a friendly and respectful way. Any discriminatory behaviour as determined by the law or that is threatening, hostile or derogatory will be sanctioned.

A multiplicity of ideas, points of view and skills improves the quality of our work and ensures long-term success. **We appreciate, respect and value the heterogeneity of society, including its multiplicity of languages, cultures and lifestyles.** Therefore, we do not discriminate against anyone and we treat all people in the same way, regardless of the following:

- ethnicity, background and nationality
- faith and religion
- political activities or affiliations
- gender and sexual orientation
- age, disability, illness, pregnancy
- academic title
- role / job or hierarchical level

We wish for the creation of **long-term relationships** and avoid the use of temporary work as much as possible. Illegal employment, child labour and foreign workers without a residence permit are not allowed.

In relations among ourselves and with others, we pursue **openness, tolerance**, respect, good manners, **loyalty and trust**.

Rotho Blaas **ensures listening to critical voices**, having implemented anonymous and/or personal reporting processes through the Feedbox system and/or one's direct supervisor and/or trusted individuals such as the workers' safety representative and or HR department and/or supervisory body.

13. RESPONSIBILITIES AND PERSONNEL POLICY

We aspire to have a fair balance between **the company's economic interests and the interests of its employees**. Even in the event of a controversy, our goal is to create together and preserve valid foundations for a constructive collaboration.

Acting responsibly requires **responsible managers**. Therefore, we expect all our managers at all levels to set a good example by engaging in **honest behaviour**, thus guiding collaborators and providing a positive workplace atmosphere. Being receptive toward one's collaborators makes it possible to have an open exchange of views.

Managers and supervisors should ensure collaborators **security and support** despite a dynamic environment.

From our management and our collaborators, we demand that they have a **broadmindedness and predisposition to change**, encouraging them with active feedback and rewarding sincerity.

As collaborators, we assume each our responsibilities in the workplace, with the greatest professionalism and integrity possible.

We all learn from our mistakes. Recognizing one's mistakes is an important prerequisite. However, providing information regarding errors and misconduct is also fostered and well accepted. Collaborators who notice or point out mistakes and wrong behaviours help everyone to improve.

Work-Life Balance: We work on creating workplace conditions that motivate and stimulate people. We improve our workplace in such a way as to best combine work, family and private life.

Managing knowledge and ideas: The potential for ideas of our collaborators is a real added value. We contribute our knowledge and skills to the company's success, we specialize and face future challenges with diligence and competence.

14. SOCIAL AND ENVIRONMENTAL RESPONSIBILITY

Sustainable business management: As a family-run business, our entrepreneurial choices reflect a **long-term vision** which includes our employees and the environment. This means making a reasonable profit in order to ensure a healthy and long-term development for the company.

Environmental responsibility: We are aware that we have an impact on the environment and we want our daily activities to help make as little of it as possible. Therefore, our way of thinking and doing things integrates actions that **minimize our impact on the environment** and carbon footprint while managing our available resources in a conscious manner.

Workplace and environmental safety protection: Rotho Blaas implements a strategy for the health and safety of its employees and also the environment. For this reason, Rotho Blaas:

- analyzes risks and dangers to its employees and the environment;
- guarantees the health and safety of all collaborators;
- guarantees the continuous quality improvement of products and processes as well as environmental safety and protection;
- complies with quality, safety and environmental laws;
- guarantees training, professional updating and information to its employees.

Rotho Blaas is committed to helping each employee settle in at work and with **professional training**, so they can get started in the company in the best way. In addition, every employee is given the opportunity of continuous **professional update** in their field.

Orientation to the common good: At our offices and sites, we support social, educational, scientific, cultural and sports institutions, projects and events for the benefit of society. We help people in need as well as the most needy directly and transparently by means of direct **donations**. We act in a transparent way when it comes to **sponsorships** as well, following our internal directives and the laws in force.

15. COMMUNICATION POLICY

We communicate in a credible, transparent, open, truthful and understandable way with customers, current and future collaborators, analysts, politicians, associations, media representatives and the public. We make sure that the information we release on our website or print, digitally and on paper, is accurate and carefully verified.

Our employees should never speak to the media or its representatives on behalf of Rotho Blaas, as there are **authorized people** to handle this. This guarantees that only reliable information is disclosed to the public.

As for statements made by employees, we apply the **right to free speech**. We make sure that **personal opinions are identified** as such whether at events, in public or in the media. In our public appearances on the company's behalf, we make sure that our behaviour and statements do not cause damage to the company and its reputation.

SCOPE OF APPLICATION AND VALIDITY

This code of ethics was prepared based on Italian Legislative Decree 231/2001 and applies to the entire Rotho Blaas Group. It integrates the regulatory framework to which the company is subject, together with the organization model, adopted pursuant to the same decree.

Quality management, safety, environmental and pri-

vacy procedures and operational documents are also an integral part of this code of ethics, as well as the general and specific organizational Model (MOG).

The Rotho Blaas Code of Ethics will be published on the website and on Sharepoint (Rotho Common). It will be modified for business needs, requests by the supervisory body (ODV) or for legislative changes

RECIPIENTS

Rotho Blaas demands compliance with this code of ethics by its management, supervisors, employees and all those who entertain business relation with it.

As these guidelines are the basis of our daily work, all those who have a relationship with Rotho Blaas are required to **know**, understand and apply **their contents**, including workers, employees, contractors and partners in any capacity, whether stable or temporary, and specifically, the following:

- shareholders, members of the board of directors and board of statutory auditors and supervisory bodies, legal representatives, general

managers, supervisors, employees, agents and all those with representation, decision-making and/or control powers;

- suppliers of goods and services, consultants and other partners;
- customers;
- and all those who carry out activities in the name and on behalf of Rotho Blaas, subsidiary and connected companies and/or entities.

The management and supervisors are responsible for the knowledge of and compliance with this code by the employees, their suppliers/customers or other partners and shall promote its implementation.

FAILURE TO COMPLY WITH THE CODE OF ETHICS

Should any violations of these provisions be detected, **Rotho Blaas will act accordingly.**

Violations can lead to measures regarding labour law, civil and criminal proceedings and even the termination of a contractual relationship, in accordance with the provisions of the respective national collective and category agreements.

Employees noticing a non-compliant behaviour by

another employee or a third party are required to point out to them that they are violating the rules in force. If such behaviour does not change, this must be reported to one's superiors, management or the supervisory body (ODV).

Any unresolved violation of this code of ethics **must be reported to the supervisory body (ODV)** at: **odv.rothoblaas@outlook.com**. The supervisory body will carry out precise checks on the fulfilment of this

code.

Employees who report in good faith an alleged violation by others should not fear any penalty and their names will be kept confidential.

We commit to preventing, discovering and punishing non-compliant behaviour through awareness-raising

and regular checks.

We react to incorrect behaviour with firmness and balanced and comprehensible **measures**. In this regard, our company follows the principle of proportionality. Therefore, we verify the right, necessary and proportionate consequences for each individual case.

Rotho Blaas Srl

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