

Organizational management and control model pursuant to Legislative Decree no. 231/01

Legislative Decree 8 June 2001, n.231 ("the Decree") introduced in Italy a system of administrative liability of the entity, resulting from the commission of specific criminal offences, the so-called "precondition-crimes", in its interest or to its advantage by representatives, administrators, managers or employees or persons subject to their direction or supervision.

The Decree provides for the right (and not the obligation) to adopt an organization, management and control model aimed at preventing the commission of the precondition-crimes. The adoption and effective implementation of the model allows the company to be exempt from administrative liability provided that the task of supervising its functioning has been entrusted to a supervisory body with autonomous control powers, there has not been insufficient supervision and the persons who committed the crime have fraudulently circumvented the model.

VERNAY ITALIA S.R.L UNIPERSONALE has deemed it compliant with company policies to proceed with the implementation and adoption of its own organizational management and control model (the "Organizational Model") in which principles of conduct, protocols of conduct and company best practices are set out and incorporated.

The Organizational Model is made up of a general part and a special part.

In the general part, a brief introduction on the reference regulatory framework is followed by the presentation of the main organizational and corporate data as well as the description of the functions variously involved in the activities of crime risk assessment, control, reporting and updating of the Organizational Model.

In the special part, however, the conduct protocols adopted by VERNAY ITALIA S.R.L. UNIPERSONALE are illustrated, in order to prevent any risk of commission of relevant predicate crimes.

The Organizational Model contemplates, as its integral and essential part, a code of ethics and for gender equality in which the principles and criteria of conduct which inspire every aspect of the company's entrepreneurial activity are described (the "Code of Ethics and for gender equality").

Like the Organizational Model, the Code of Ethics and Gender Equality also defines criteria of conduct applicable both to the management of corporate relations and to the relations

maintained with parties external to the Company by anyone who works for VERNAY ITALIA S.R.L. UNIPERSONALE.

The company is available to provide any further information regarding the content and application of the Organizational Model and the Code of Ethics and for Gender Equality.

Reports to the Supervisory Body

Anyone who is aware of behavior and conduct that could constitute the commission of a significant offense pursuant to Legislative Decree. n. 231/2001 or lead to the violation of principles or rules contained in the Organizational Model or in the Code of Ethics, you can report it to the Supervisory Body at the following email address: odv@vernay.com

The Supervisory Body and the Company will work to ensure that the protection and maximum confidentiality regarding the identity of the whistleblower is ensured.