BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

Overview

1. Legislative Decree no. 231 dated 8th June 2001

1.1. Key Characteristics and Scope

With the entry into force of Legislative Decree no. 231 dated 8th June 2001 (henceforth, also "Legislative Decree no. 231/2001" or "Decree") the Italian legislator – adapting to a series of measures adopted at a European level – introduced into our legal system the administrative liability of entities deriving from a crime.

This liability is in addition to that of natural persons who have materially committed the offence and, pursuant to Article 5 of the Decree, arises if certain offences ("**Predicate Offences**") are committed in the interest or to the advantage of the entity, in Italy or abroad, by:

- Persons who hold positions of representation, administration or management of the company, or of one of its organisational units with financial and functional autonomy, as well as by persons who also exercise de facto management and control (the "Senior Persons");
- Persons subject to the management or supervision of Senior Persons.

Pursuant to Article 1 of the Decree, the addressees of the regulations in question are entities with legal personality, companies and associations, even without legal personality, while the State, territorial public bodies, other non-economic public bodies, as well as entities that perform functions of constitutional importance, are expressly excluded from the scope of application of Legislative Decree no. 231/2001.

Where the entity is able to demonstrate having adopted and effectively implemented an organisation suitable for avoiding the commission of the Predicate Offences, through the execution of an adequate *Risk Assessment*, the adoption of an Organisation, Management and Control Model as envisaged by Legislative Decree no. 231/2001 (the "Model") and the establishment of an internal body with autonomous powers of initiative and control and with the task of supervising, also making the necessary adjustments, the functioning and observance of the Model (the "Supervisory Body", "SB" or "Body"), it will not be liable under administrative responsibility (pursuant to Article 6 of Legislative Decree no. 231/2001).

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

1.2. **Predicate Offences**

Predicate Offences, from which the entity's responsibility derives, are the offences strictly indicated in Legislative Decree no. 231/2001 and subsequent amendments and additions.

The Predicate Offences, currently included in the scope of application of the Decree and divided into 28 macro-categories, are listed below.

1. Undue receipt of funds, fraud against the State, a public body or the European Union or for obtaining public funds, computer fraud against the State or a public body and fraud in public supplies (Article 24 of Legislative Decree no. 231/2001) [Article amended by Law no. 161/2017, by Legislative Decree no. 75/2020 and by Law no. 137/2023]:

- Misappropriation of public funds (Article 316-*bis* of the Italian Criminal Code) [Article amended by Decree-Law no. 13/2022];
- Undue receipt of public funds (Article 316-*ter* of the Italian Criminal Code) [Article amended by Law no. 3/2019 and by Legislative Decree no. 13/2022];
- Bid rigging of auctions (Article 353 of the Italian Criminal Code) [Article introduced by Law no. 137/2023];
- Disturbance of the freedom of the contractor selection procedure (Article 353-bis of the Italian Criminal Code) [Article introduced by Law no. 137/2023];
- Fraud to the detriment of the State or other public body or the European Communities (Article 640[2][1] of the Italian Criminal Code);
- Aggravated fraud in obtaining public funds (Article 640-*bis* of the Italian Criminal Code) [Article amended by Decree-Law no. 13/2022];
- Computer fraud to the detriment of the State or other public body (Article 640-*ter* of the Italian Criminal Code);
- Fraud in public supplies (Article 356 of the Italian Criminal Code) [Article introduced by Legislative Decree no. 75/2020];
- Fraud against the European Agricultural Fund (Article 2 of Law no. 898/1986) [Article introduced by Legislative Decree no. 75/2020].

2. Computer crimes and unlawful data processing (Article 24-bis of Legislative Decree no. 231/2001) [Article added by Law no. 48/2008; amended by Legislative Decree no. 7 and 8/2016 and by Legislative Decree no. 105/2019]:

- Computer documents (Article 491-*bis* of the Italian Criminal Code)
- Unauthorised access to a computer or telecommunications system (Article 615-ter of the Italian Criminal Code) [Article amended by Law no. 90/2024];

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

- Unlawful possession, dissemination and installation of equipment, codes and other means of accessing computer or telecommunications systems (Article 615-*quater* of the Italian Criminal Code) [Article amended by Law no. 238/2021 and Law no. 90/2024];
- Illegal interception, obstruction or interruption of computer or telematic communications (Article 617-*quater* of the Italian Criminal Code) [Article amended by Law no. 238/2021 and Law no. 90/2024];
- Possession, dissemination and abusive installation of equipment and other means aimed at intercepting, preventing or interrupting computer or telematic communications (Article 617 *quinquies* of the Italian Criminal Code) [Article amended by Law no. 238/2021 and Law no. 90/2024];
- Damage to computer information, data and programmes (Article 635-*bis* of the Italian Criminal Code) [Article amended by Law no. 90/2024];
- Damage to computer information, data and programs used by the State or other public body or in any case of public utility (Article 635-*ter* of the Italian Criminal Code) [Article amended by Law no. 90/2024];
- Damage to computer or telecommunications systems (Article 635-*quater* of the Italian Criminal Code) [Article amended by Law no. 90/2024];
- Abusive possession, dissemination and installation of computer equipment, devices or programs aimed at damaging or interrupting a computer or telematic system (Article 635-*quater*[1] of the Italian Criminal Code) [Article introduced by Law no. 90/2024];
- Damage to computer or telecommunication systems of public utility (Article 635-*quinquies* of the Italian Criminal Code) [Article amended by Law no. 90/2024];
- Computer fraud by the electronic signature certifier (Article 640-*quinquies* of the Italian Criminal Code);
- Violation of the rules Italy's National Cybersecurity Perimeter (Article 1[11] of Legislative Decree no. 105/2019);
- Extortion (Article 629[3] of the Italian Criminal Code) [Article added by Law no. 90/2024].

3. **Organised crime offences (Article 24-*ter* of Legislative Decree no. 231/2001, added by Law no. 94/2009 and amended by Law no. 69/2015):**

- Criminal association (Article 416 of the Italian Criminal Code);
- Mafia-type association, also foreign (Article 416-*bis* of the Italian Criminal Code) [Article amended by Law no. 69/2015];

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

- Political-mafia electoral exchange (Article 416-*ter* of the Italian Criminal Code) [Article thus replaced by Article 1(1), Law no. 62/2014, as of 18th April 2014, pursuant to the provisions of Article 2[1], of the same Law no. 62/2014];
- Kidnapping with the purpose of extortion (Article 630 of the Italian Criminal Code);
- Association for the purpose of the illegal trafficking of narcotic or psychotropic substances (Article 74 of Presidential Decree no. 309/1990) [Paragraph 7-*bis* added by Legislative Decree no. 202/2016];
- All crimes if committed by availing of the conditions referred to in Article 416-*bis* of the Italian Criminal Code to facilitate the activity of the associations referred to in the same Article (Law no. 203/1991);
- Illegal manufacture, introduction into the State, sale, transfer, possession and carrying in a public place or open to the public of war or war-type weapons or parts thereof, explosives, clandestine weapons as well as more common firearms excluding those provided for by Article 2(3) of Law no. 110/1975 (Article 407[2][a][5] of the Italian Code of Criminal Procedure).

4.**Embezzlement, official misconduct, undue induction to give or promise benefits and corruption (Article 25 of Legislative Decree no. 231/2001) [Amended by Law no. 190/2012, Law no. 3/2019 and Legislative Decree no. 75/2020]:**

- Official misconduct (Article 317 of the Italian Criminal Code) [Article amended by Law no. 69/2015];
- Corruption for the exercise of a function (Article 318 of the Italian Criminal Code) [Article amended by Law no. 190/2012, Law no. 69/2015 and Law no. 3/2019];
- Bribery via an act contrary to official duties (Article 319 of the Italian Criminal Code) [Article amended by Law no. 69/2015];
- Aggravating circumstances (Article 319-bis of the Italian Criminal Code);
- Bribery in judicial proceedings (Article 319-ter of the Italian Criminal Code) [Article amended by Law no. 69/2015];
- Undue induction to give or promise benefits (Article 319-quater) [Article added by Law no. 190/2012 and amended by Law no. 69/2015];
- Bribery of a person in charge of a public service (Article 320 of the Italian Criminal Code);
- Penalties for the briber (Article 321 of the Italian Criminal Code);
- Incitement to bribery (Article 322 of the Italian Criminal Code);
- Embezzlement, official misconduct, undue inducement to give or promise utilities, bribery and incitement to bribery of members of international Courts or of bodies of the European

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

Communities or of international parliamentary assemblies or of international organisations and of officials ofEuropean Communities and foreign States (Article 322-bis of the Italian Criminal Code) [Article amended by Law no. 190/2012 and Law no. 3/2019];

- Trafficking in unlawful influence (Article 346-bis of the Italian Criminal Code) [Article amended by Law no. 3/2019];
- Embezzlement, limited to paragraph 1 (Article 314 of the Italian Criminal Code) [Article introduced by Legislative Decree no. 75/2020];
- Embezzlement by profiting from another person's error (Article 316 of the Italian Criminal Code) [Article introduced by Legislative Decree no. 75/2020];
- Undue use of money or movable things (Article 314-bis of the Italian Criminal Code) [Article introduced by Law no. 112/2014].

5. **Counterfeiting money, public credit cards, revenue stamps and identification instruments or markings (Article 25-*bis* of Legislative Decree no. 231/2001, added by Legislative Decree no. 350/2001, converted with amendments by Law no. 409/2001; amended by Law no. 99/2009; amended by Legislative Decree no. 125/2016):**

- Alteration of currency (Article 454 of the Italian Criminal Code);
- Counterfeiting of currency, spending and introduction into the State, jointly, of counterfeit currency (Article 453 of the Italian Criminal Code);
- Spending and introduction into the State, alone, of counterfeit currency (Article 455 of the Italian Criminal Code);
- Spending counterfeit currency received in good faith (Article 457 of the Italian Criminal Code);
- Forgery of revenue stamps, introduction into the State, purchase, possession or putting into circulation of forged revenue stamps (Article 459 of the Italian Criminal Code);
- Counterfeiting watermarked paper in use for the manufacture of public credit papers or stamps (Article 460 of the Italian Criminal Code);
- Manufacture or possession of watermarks or instruments intended for the counterfeiting of money, revenue stamps or watermarked paper (Article 461 of the Italian Criminal Code);
- Use of counterfeit or altered stamps (Article 464 of the Italian Criminal Code);
- Counterfeiting, alteration or use of trademarks or distinctive markings or patents, models and designs (Article 473 of the Italian Criminal Code);
- Introduction into the State and trade of products with false markings (Article 474 of the Italian Criminal Code).

6. **Crimes against industry and trade (Article 25-*bis*.1 of Legislative Decree no. 231/2001, added by Law no. 99/2009):**

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

- Unlawful competition with threat or violence (Article 513-*bis* of the Italian Criminal Code);
- Disturbing the freedom of industry or trade (Article 513 of the Italian Criminal Code);
- Fraud against national industries (Article 514 of the Italian Criminal Code);
- Fraud in the exercise of trade (Article 515 of the Italian Criminal Code);
- Sale of non-genuine food as genuine (Article 516 of the Italian Criminal Code);
- Sale of industrial products with false markings (Article 517 of the Italian Criminal Code);
- Manufacture and trade of goods made by usurping industrial property rights (Article 517-*ter* of the Italian Criminal Code);
- Counterfeiting of Geographical Indications and Designations of Origin for agro-food products (Article 517-*quater* of the Italian Criminal Code).

7. **Corporate offences (Article 25-*ter* of Legislative Decree no. 231/2001, added by Legislative Decree no. 61/2002, amended by Law no. 190/2012, Law no. 69/2015 of Legislative Decree no. 38/2017 and Legislative Decree no. 19/2023):**

- False corporate communications (Article 2621 of the Italian Civil Code) [Article amended by Law no. 69/2015];
- Minor offences (Article 2621-*bis* of the Italian Civil Code);
- False corporate communications by listed companies (Article 2622 of the Italian Civil Code) [Article amended by Law no. 69/2015];
- Impeded control (Article 2625[2] of the Italian Civil Code);
- Improper restitution of contributions (Article 2626 of the Italian Civil Code);
- Illegal distribution of profits and reserves (Article 2627 of the Italian Civil Code);
- Illegal transactions involving shares or quotas of the company or parent company (Article 2628 of the Italian Civil Code);
- Transactions to the detriment of creditors (Article 2629 of the Italian Civil Code);
- Failure to disclose a conflict of interest (Article 2629-*bis* of the Italian Civil Code) [Article added by Law no. 262/2005];
- Fictitious capital formation (Article 2632 of the Italian Civil Code);
- Undue distribution of corporate assets by liquidators (Article 2633 of the Italian Civil Code);
- Bribery amongst private individuals (Article 2635 of the Italian Civil Code) [Article added by Law no. 190/2012; amended by Legislative Decree no. 38/2017 and by Law no. 3/2019];
- Incitement to bribery amongst private individuals (Article 2635-*bis* of the Italian Civil Code) [Article added by Legislative Decree no. 38/2017 and amended by Law no. 3/2019];

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

- Unlawful influence on the Shareholders' Meeting (Article 2636 of the Italian Civil Code);
- Market rigging (Article 2637 of the Italian Civil Code);
- Obstructing the exercise of the functions of public supervisory authorities (Article 2638[1] and [2] of the Italian Civil Code).

8. **Crimes for the purpose of terrorism or subversion of the democratic order set out in the Italian Criminal Code and special laws (Article 25-*quater* of Legislative Decree no. 231/2001, added by Law no. 7/2003):**

- Subversive associations (Article 270 of the Italian Criminal Code);
- Associations for the purposes of terrorism, including international terrorism or subversion of democratic order (Article 270-*bis* of the Italian Criminal Code);
- Aggravating and mitigating circumstances (Article 270 *bis*[1] of the Italian Criminal Code) [Article introduced by Legislative Decree no. 21/2018];
- Assistance to associates (Article 270-*ter* of the Italian Criminal Code);
- Recruitment for the purposes of terrorism, including international terrorism (Article 270-*quater* of the Italian Criminal Code);
- Transfer organisation for the purposes of terrorism (Article 270-*quater*[1] of the Italian Criminal Code) [Article introduced by Legislative Decree no. 7/2015, converted with amendments by Law no. 43/2015];
- Training activities with purposes of terrorism, including international terrorism (Article 270-*quinquies* of the Italian Criminal Code);
- Financing of conduct for the purposes of terrorism (Article 270-*quinquies*[1] of the Italian Criminal Code);
- Embezzlement of seized goods or money (Article 270-*quinquies*[2] of the Italian Criminal Code);
- Conduct for the purposes of terrorism (Article 270-*sexies* of the Italian Criminal Code);
- Attacks for terrorist or subversive purposes (Article 280 of the Italian Criminal Code);
- Acts of terrorism with deadly or explosive devices (Article 280-*bis* of the Italian Criminal Code);
- Acts of nuclear terrorism (Article 280-*ter* of the Italian Criminal Code);
- Kidnapping for the purpose of terrorism or subversion (Article 289-*bis* of the Italian Criminal Code);
- Seizure for the purpose of coercion (Article 289-*ter* of the Italian Criminal Code) [Article introduced by Legislative Decree no. 21/2018];
- Incitement to commit some of the crimes established by the first and second chapters (Article 302 of the Italian Criminal Code);
- Political conspiracy by agreement (Article 304 of the Italian Criminal Code);
- Political conspiracy through association (Article 305 of the Italian Criminal Code);
- Armed gang – training and participation (Article 306 of the Italian Criminal Code);
- Assistance to participants in conspiracy or armed gang (Article 307 of the Italian Criminal Code);

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

- Seizure, hijacking and destruction of an aircraft (Article 1 of Law no. 342/1976);
- Damage to ground installations (Article 2 of Law no. 342/1976);
- Sanctions (Article 3 of Law no. 422/1989);
- Active repentance (Article 5 of Legislative Decree no. 625/1979);
- New York Convention of 9th December 1999 (Article 2).

9. **Practices of mutilation of female genital organs (Article 25-quater[1] of Legislative Decree no. 231/2001) [Article added by Law no. 7/2006]:**

- Practices of female genital mutilation (Article 583-*bis* of the Italian Criminal Code).

10. **Crimes against the individual (Article 25-*quinquies* of Legislative Decree no. 231/2001) [Added by Law no. 228/2003; amended by Law no. 199/2016]:**

- Reducing to or maintenance in slavery or servitude (Article 600 of the Italian Criminal Code);
- Child prostitution (Article 600-*bis* of the Italian Criminal Code);
- Child pornography (Article 600-*ter* of the Italian Criminal Code);
- Possession of or access to pornographic material (Article 600-*quater*) [Article amended by Law no. 238/2021];
- Virtual pornography (Article 600-*quater*[1] of the Italian Criminal Code) [Article added by Article 10 of Law no. 38/2006];
- Tourism initiatives aimed at exploiting child prostitution (Article 600-*quinquies* of the Italian Criminal Code);
- Human trafficking (Article 601 of the Italian Criminal Code) [Article amended by Legislative Decree no. 21/2018];
- Purchase and sale of slaves (Article 602 of the Italian Criminal Code);
- Illegal intermediation and exploitation of labour (Article 603-*bis* of the Italian Criminal Code);
- Solicitation of minors (Article 609-*undecies* of the Italian Criminal Code) [Article amended by Law no. 238/2021].

11. **Market abuse offences (Article 25-sexies of Legislative Decree no. 231/2001) [Article added by Law no. 62/2005]:**

- Market manipulation (Article 185 of Legislative Decree no. 58/1998) [Article amended by Legislative Decree no. 107/2018 and Law no. 238/2021];
- Abuse or unlawful communication of privileged information, recommendation or inducement of others to commit abuse of privileged information (Article 184 of Legislative Decree no. 58/1998) [Article amended by Law no. 238/2021].

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

12. **Other cases of market abuse (Article 187-*quinquies* of the Consolidated Law on Finance) [Article amended by Legislative Decree no. 107/2018]:**

- Prohibition of market manipulation (Article 15 of EU Regulation no. 596/2014);
- Prohibition of insider trading and unlawful disclosure of inside information (Article 14 of EU Regulation no. 596/2014).

13. **Crimes of culpable homicide and grievous or very grievous negligent injury, committed in breach of the rules on accident prevention and on the protection of occupational health and hygiene (Article 25-*septies* of Legislative Decree no. 231/2001) [Article added by Law no. 123/2007; amended by Law no. 3/2018]:**

- Unintentional bodily harm (Article 590 of the Italian Criminal Code);
- Manslaughter (Article 589 of the Italian Criminal Code).

14. **Receiving, laundering and using money, goods or benefits of unlawful origin, as well as self-laundering (Article 25-*octies* of Legislative Decree no. 231/2001) [Article added by Legislative Decree no. 231/2007 and amended by Law no. 186/2014 and by Legislative Decree no. 195/2021]:**

- Receiving stolen property (Article 648 of the Italian Criminal Code) [Article amended by Legislative Decree no. 195/2021];
- Money laundering (Article 648-*bis* of the Italian Criminal Code) [Article amended by Legislative Decree no. 195/2021];
- Use of monies, property or benefits from an illegal source (Article 648-*ter* of the Italian Criminal Code) [Article amended by Legislative Decree 195/2021];
- Self-laundering (Article 648-*ter*[1] of the Italian Criminal Code) [Article amended by Legislative Decree no. 195/2021].

15. **Offences relating to non-cash means of payment (Article 25-*octies*[1] of Legislative Decree no. 231/2001) [Article added by Legislative Decree no. 184/2021 and amended by Law no. 137/2023]:**

- Misuse and counterfeiting of non-cash payment instruments (Article 493-*ter* of the Italian Criminal Code);
- Possession and distribution of computer equipment, devices or programmes aimed at committing offences involving non-cash payment instruments (Article 493-*quater* of the Italian Criminal Code);
- Computer fraud aggravated by carrying out a transfer of money, monetary value or virtual currency (Article 640-*ter* of the Italian Criminal Code);
- Fraudulent transfer of values (Article 512-bis of the Italian Criminal Code) [Article introduced by Law no. 137/2023].

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

16. **Other cases relating to non-cash payment instruments (Article 25-*octies*[1][2] of Legislative Decree no. 231/2001) [Article added by Legislative Decree no. 184/2021].**

17. **Copyright infringement offences (Article 25-*novies* of Legislative Decree no. 231/2001) [Article added by Law no. 99/2009]:**

- Offences referred to in the previous point committed in relation to the works of others not intended for publication whereby such is prejudicial to their honour or reputation (Article 171[3] of Law no. 633/1941);
- Making available to the public, in a system of telematic networks, through connections of any kind, a worked protected as intellectual property or part thereof (Article 171[1][a-*bis*] of Law no. 633/1941);
- Unauthorised duplication for profit of computer programs, the import, distribution, sale, possession for commercial or entrepreneurial purposes or rental of programs contained in media not marked by the Italian Society of Authors and Publishers Association (SIAE), or the preparation of means to remove or circumvent the protection devices of a computer programs (Article 171-*bis*[1] of Law no. 633/1941);
- Reproduction, transfer to another medium, distribution, communication, presentation or public demonstration of the content of a database; extraction or reuse of the database; distribution, sale or rental of databases (Article 171-*bis*[2] of Law no. 633/1941);
- Unauthorised duplication, reproduction, transmission or dissemination in public by any process, in whole or in part, of intellectual works destined for the television, cinematographic, sale or rental circuit of discs, tapes or similar media or any other medium containing phonograms or videograms of similar musical, cinematographic or audiovisual works or sequences of moving images; literary, dramatic, scientific or educational, musical or musical drama, multimedia works, even if inserted in collective or composite works or databases; reproduction, duplication, transmission or unauthorised dissemination, sale or commerce, transfer for any reason or unauthorised import of more than fifty copies or specimens of works protected by copyright and related rights; entry into a telematic network system, by means of connections of any kind, of an intellectual work protected by copyright, or part thereof (Article 171-*ter* of Law no. 633/1941);

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

- Failure to notify SIAE of the identification data of media not subject to the mark or false declaration (Article 171-*septies* of Law no. 633/1941);
- Fraudulent production, sale, import, promotion, installation, modification, utilisation for public or private use of devices or parts thereof suitable for decoding audio-visual transmissions with conditional access performed over the air, by satellite, by cable, both in analogue and digital form (Article 171-*octies* of Law 633/1941).

18. **Inducement not to make statements or to make false statements to the judicial authorities (Article 25-*decies* of Legislative Decree no. 231/2001) [Article added by Law no. 116/2009]:**

- Incitement to not make statements or to make false statements to the judicial authorities (Article 377-*bis* of the Italian Criminal Code).

19. **Environmental offences (Article 25-*undecies* of Legislative Decree no. 231/2001) [Article added by Legislative Decree no. 121/2011, amended by Law no. 68/2015 then amended by Legislative Decree no. 21/2018]:**

- Environmental disaster (Article 452-*quater* of the Italian Criminal Code);
- Environmental pollution (Article 452-*bis* of the Italian Criminal Code);
- Culpable offences against the environment (Article 452-*quinquies* of the Italian Criminal Code);
- Trafficking and abandonment of highly radioactive material (Article 452-*sexies* of the Italian Criminal Code);
- Aggravating circumstances (Article 452-*octies* of the Italian Criminal Code);
- Killing, destruction, capture, removal, possession of specimens of protected wild fauna or flora species (Article 727-*bis* of the Italian Criminal Code);
- Destruction or deterioration of *habitats* within a protected site (Article 733-*bis* of the Italian Criminal Code);
- The import, export, possession, use for profit, purchase, sale, display or possession for sale or for commercial purposes of protected species (Articles 1, Article 2, Article 3-*bis* and Article 6 of Law no. 150/1992);
- Discharges of industrial wastewater containing dangerous substances, discharges on the ground, in the subsoil and in the groundwater, discharge into the sea waters by ships or aircraft (Article 137 of Legislative Decree no. 152/2006);
- Unauthorised waste management activities (Article 256 of Legislative Decree No. 152/2006);

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

- Pollution of the soil, subsoil, surface water or groundwater (Article 257 of Legislative Decree no. 152/2006);
- Illegal trafficking of waste (Article 259 of Legislative Decree no. 152/2006);
- Breach of obligations regarding reporting, keeping compulsory registers and forms (Article 258 of Legislative Decree no. 152/2006);
- Activities organised for the illegal trafficking of waste (Article 452-*quaterdecies* of the Italian Criminal Code) [Article introduced by Legislative Decree no. 21/2018];
- Sanctions (Article 279 of Legislative Decree no. 152/2006);
- Intentional pollution caused by ships (Article 8 of Legislative Decree no. 202/2007);
- Culpable pollution caused by ships (Article 9 of Legislative Decree no. 202/2007);
- Cessation and reduction of the use of harmful substances (Article 3 of Law no. 549/1993).

20. **Employment of undocumented third-country nationals (Article 25-*duodecies* of Legislative Decree no. 231/2001) [Article added by Legislative Decree no. 109/2012, amended by Law no. 161/2017]:**

- Employment of undocumented third-country nationals (Article 22[12-*bis*] of Legislative Decree no. 286/1998);
- Provisions against clandestine immigration (Article 12[3][3-*bis*] and [3-*ter*] and Article 12[5] of Legislative Decree no. 286/1998).

21. **Racism and xenophobia (Article 25-*terdecies* of Legislative Decree no. 231/2001) [Article added by Law no. 167/2017 and amended by Legislative Decree no. 21/2018]:**

- Propaganda and incitement to commit racial, ethnic and religious discrimination (Article 604-*bis* of the Italian Criminal Code) [Article added by Legislative Decree no. 21/2018].

22. **Fraud in sports competitions, abusive exercise of gambling or betting and games of chance exercised by means of prohibited devices (Article 25-*quaterdecies* of Legislative Decree no. 231/2001) [Article added by Law no. 39/2019]:**

- Abusive exercise of gambling or betting activities (Article 4 Law no. 401/1989);
- Fraud in sporting competitions (Article 1 of Law no. 401/1989).

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

23. **Tax offences (Article 25 *quinquesdecies* of Legislative Decree no. 231/2001) [Article added by Law no. 157/2019 and Legislative Decree no. 75/2020]:**

- Fraudulent declaration by use of invoices or other documents for non-existent transactions (Article 2 of Legislative Decree 74/2000);
- Fraudulent declaration by means of other artifices (Article 3 of Legislative Decree 74/2000);
- Issuing of invoices or other documents for non-existent transactions (Article 8 of Legislative Decree no. 74/2000);
- Concealment or destruction of accounting documents (Article 10 of Legislative Decree no. 74/2000);
- Fraudulent evasion of taxes (Article 11 of Legislative Decree no. 74/2000);
- Untrue declarations (Article 4 of Legislative Decree no. 74/2000) [Article introduced by Legislative Decree no. 75/2020];
- Failure to file a tax return (Article 5 of Legislative Decree no. 74/2000) [Article introduced by Legislative Decree no. 75/2020];
- Undue compensation (Article 10-*quater* of Legislative Decree no. 74/2000) [Article introduced by Legislative Decree no. 75/2020].

24. **Smuggling (Article 25-sexiesdecies of Legislative Decree no. 231/2001, added by Legislative Decree no. 75/2020)**:

- Contraband in the handling of goods through land borders and customs spaces (Article 282 of Presidential Decree no. 43/1973);
- Contraband in the movement of goods across transboundary lakes (Article 283 of Presidential Decree no. 43/1973);
- Smuggling in the movement of goods by sea (Article 284 of Presidential Decree no. 43/1973);
- Smuggling in the movement of goods by air (Article 285 of Presidential Decree no. 43/1973);
- Smuggling in extra-customs areas (Article 286 of Presidential Decree no. 43/1973);
- Smuggling for improper use of goods imported with customs facilities (Article 287 of Presidential Decree no. 43/1973);
- Smuggling in customs warehouses (Article 288 of Presidential Decree no. 43/1973);
- Smuggling in cabotage and in circulation (Article 289 of Presidential Decree no. 43/1973);
- Smuggling in the export of goods eligible for duty drawback (Article 290 of Presidential Decree no. 43/1973);
- Smuggling in the temporary import or export (Article 291 of Presidential Decree no. 43/1973);
- Smuggling of tobaccos processed abroad (Article 291-*bis* of Presidential Decree no. 43/1973);
- Aggravating circumstances of the crime of smuggling of foreign produced tobacco (Article 291-*ter* of Presidential Decree no. 43/1973);

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

- Criminal association aimed at the smuggling tobacco processed abroad (Article 291-*quater* Presidential Decree no. 43/1973);
- Other cases of smuggling (Article 292 of Presidential Decree no. 43/1973);
- Aggravating circumstances of smuggling (Article 295 of Presidential Decree no. 43/1973).

25. **Crimes against cultural heritage (Article 25-septiesdecies of Legislative Decree no. 231/2001) [Article added by Law no. 22/2022]:**

- Theft of cultural property (Article 518-*bis* of the Italian Criminal Code);
- Misappropriation of cultural property (Article 518-*ter* of the Italian Criminal Code);
- Handling stolen cultural property (Article 518-*quater* of the Italian Criminal Code);
- Fraudulent private deeds relating to cultural property (Article 518-*octies* of the Italian Criminal Code);
- Violations regarding the transfer of cultural property (Article 518-*novese* of the Italian Criminal Code);
- Illegal import of cultural property (Article 518-*decies* of the Italian Criminal Code);
- Unlawful removal or export of cultural property (Article 518-*undecies* of the Italian Criminal Code);
- Destruction, dispersal, impairment, defacement, soiling and unlawful use of cultural or landscape assets (Article 518-*duodecies* of the Italian Criminal Code);
- Counterfeiting of works of art (Article 518-*quaterdecies* of the Italian Criminal Code).

26. **Laundering of cultural assets and devastation and looting of cultural and landscape assets (Article 25-*duodevicies* of Legislative Decree no. 231/2001) [Article added by Law no. 22/2022]:**

- Money laundering of cultural property (Article 518-*sexies* of the Italian Criminal Code);
- Wreckage and looting of cultural and landscape assets (Article 518-*terdecies* of the Italian Criminal Code).

27. **Liability of entities for administrative offences dependent on crime (Article 12 of Law no. 9/2013) [Constituting a prerequisite for entities operating in the virgin olive oil sector]:**

- Trade in counterfeit or adulterated foodstuffs (Article 442 of the Italian Criminal Code);
- Adulteration and counterfeiting of foodstuffs (Article 440 of the Italian Criminal Code);
- Trade in harmful foodstuffs (Article 444 of the Italian Criminal Code);
- Counterfeiting, alteration or use of distinctive markings of intellectual works or industrial products (Article 473 of the Italian Criminal Code);

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

- Introduction into the State and trade of products with false markings (Article 474 of the Italian Criminal Code);
- Fraud in the exercise of trade (Article 515 of the Italian Criminal Code);
- Sale of non-genuine food as genuine (Article 516 of the Italian Criminal Code);
- Sale of industrial products with false markings (Article 517 of the Italian Criminal Code);
- Counterfeiting of Geographical Indications and Designations of Origin for agro-food products (Article 517-*quater* of the Italian Criminal Code).

28. **Transnational offences (Law no. 146/2006) [If committed transnationally, the following predicate offences constitute grounds for the administrative liability of entities]:**

- Conspiracy for the illegal trafficking of drugs or psychotropic substances (Article 74 of the Consolidated Text set forth in Presidential Decree no. 309/1990);
- Provisions against illegal immigration (Article 12[3], [3-*bis*], [3-*ter*] and [5] of the Consolidated Text referred to in Legislative Decree no. 286/1998);
- Criminal association aimed at the smuggling tobacco processed abroad (Article 291-*quarter* of the Consolidated Text set forth in Presidential Decree no. 43/1973);
- Incitement to not make statements or to make false statements to the judicial authorities (Article 377-*bis* of the Italian Criminal Code);
- Aiding and abetting (Article 378 of the Italian Criminal Code);
- Criminal association (Article 416 of the Italian Criminal Code);
- Mafia-type association (Article 416-*bis* of the Italian Criminal Code).

1.3. Disciplinary System

Articles 9 et seq. of the Decree regulate the sanctioning apparatus regarding the administrative liability of entities deriving from a crime, providing that pecuniary sanctions and/or disqualifying sanctions may be imposed, that the publication of the sentence and the confiscation of the price or profit of the crime may be ordered.

The financial penalties are applied whenever an entity commits one of the offences established in the Decree. They are applied in instalments of not less than one hundred nor more than one thousand[1], where the amount

[1] Regarding *market abuse*, Article 25-*sexies*2 of Legislative Decree no. 231/2001 establishes that, "*If as a result of the commission of the offences referred to in paragraph 1, the product or profit achieved by the entity is significant, the sanction is increased up to ten times that product or profit*".

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

of the quota ranges from a minimum of €258.22 to a maximum of €1,549.37 and can vary from a minimum of €25,822.00 to a maximum of €1,549,370.00. For the purposes of quantifying the number of quotas, the Judge must take into account:

- The seriousness of the act;
- The degree of the entity's liability;
- The activity carried out by the entity to eliminate or mitigate the consequences of the fact and to prevent the commission of further offences.

The amount of the quota is instead set on the basis of the economic and equity conditions of the institution. Article 12 of Legislative Decree no. 231/2001 identifies a series of cases in which the financial penalty is reduced. More specifically, there are two cases in which the pecuniary sanction is reduced by half and the penalty, in any case, cannot exceed €103,291:

- The offender committed the offence primarily in their own interest or in the interest of third parties and the entity did not receive an advantage or derive a minimal advantage therefrom, or;
- The pecuniary damage caused is of particular tenuousness.

To these first two cases are added two additional cases in which the reduction of the sanction goes from a third to a half if, before the declaration of the opening of the first instance debate:

- The entity has fully compensated for the damages and eliminated the harmful or dangerous consequences of the offence or has taken effective steps to do so; or
- A Model capable of preventing crimes of the same kind as that to have occurred has been implemented and made operational.

Finally is any case in which the reduction of the sanction goes from half to two thirds if both of the above conditions are met or if before the declaration of the opening of the first-instance argument:

- The entity has fully compensated for the damages and eliminated the harmful or dangerous consequences of the offence or has taken effective steps to do so; and
- A Model capable of preventing crimes of the same kind as that to have occurred has been implemented and made operational.

Disqualification sanctions, governed by Articles 13, 14 and 16 of Legislative Decree no. 231/2001 can only be applied in relation to crimes for which they are expressly provided for, if at least one of the following conditions is met:

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

- The entity has derived a significant profit from the offence and the offence was committed by Senior Managers, or by persons under the direction or supervision of Senior Managers when the commission of the offence was determined or facilitated by serious organisational shortcomings;
- In the event of repeated offences.

The disqualification sanctions applicable to the entities pursuant to the Decree are:

- Disqualification from exercising the activity, with consequent suspension or revocation of authorisations, licences or concessions functional to the performance of the same;
- Suspension or revocation of authorisations, licences or concessions functional to the commission of the offence;
- The prohibition to contract with the Public Administration, except in order to obtain the performance of a public service;
- Exclusion from facilitations, financing, contributions or subsidies and possible revocation of those already granted;
- A ban from advertising goods or services.

The type and duration (which can vary from 3 (three) months to 2 (two) years) of the disqualifying sanctions, are established by the Judge on the basis of the criteria set for the commensuration of the pecuniary sanctions. The Decree also foresees the possibility of applying certain sanctions definitively (thus exceeding the maximum duration of 2 [two] years), if certain events considered particularly egregious by the legislator occur. Where necessary, disqualifying sanctions may also be applied jointly.
The Judge, pursuant to Article 15 of the Decree, may order – instead of the application of the sanction of disqualification that determines the interruption of the entity's activity – the continuation of the entity's activity by a judicial commissioner for a period equal to the duration of the sentence of disqualification that would have been applied, if at least one of the following conditions is met:

- The entity performs a public service or a service of public necessity the interruption of which can cause serious harm to the community;
- Taking into account its size and the economic conditions of the territory in which it is located, the interruption of the entity's activity can cause significant repercussions on employment.

In the event of non-compliance with the sanctions of disqualification, a penalty consisting of imprisonment from 6 (six) months to 3 (three) years may be imposed on anyone, in execution of the activity of the entity to which

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

the disqualification penalty has been applied, violates the obligations or prohibitions inherent thereto (Article 23 of the Decree). In this case, against the entity in the interest or to the advantage of which the offence was committed, the pecuniary administrative sanction from 200 (two hundred) to 600 (six hundred) shares and the confiscation of the profit shall apply. All this, with the clarification that, if there is serious evidence to consider the liability of the entity for an offence dependent on a crime and there are well-founded reasons and specific elements such as to make it appear that there is a concrete danger that offences of the same nature are committed, the interdictory sanctions referred to above may also be applied as a precautionary measure.

In addition to the aforementioned sanctions, Article 19 of the Decree establishes that, in the event of a conviction, the confiscation of the price or profit of the offence is always ordered, as well as, in the event of the application of an interdictory sanction, the publication of the sentence itself.
In any event, disqualification sanctions shall not be applied when the offence was committed in the prevailing interest of the perpetrator or third parties and the entity has obtained a minimal or no advantage, ergo the damage caused is of particular tenuousness.
The application of disqualifying sanctions is also excluded if: *(i)* the institution has implemented the remedial measures as defined in Article 17 of Legislative Decree no. 231/2001; and *(ii)* the following conditions are met:

- The entity has fully compensated for the damages and eliminated the harmful or dangerous consequences of the offence or has taken effective steps to do so;
- The entity has eliminated the organisational shortcomings to have led to the offence by adopting and implementing a Model capable of preventing offences of the kind to have occurred;
- The entity has made available the profit obtained for the purposes of confiscation.

Finally, pursuant to Article 26 of the Decree, in the event of attempted crimes, the financial penalties (in terms of amount) and prohibitory penalties (in terms of time) are reduced by a third to a half and, in the event that the entity voluntarily prevents the action from being carried out or the event from taking place, is not liable under Legislative Decree no. 231/2001.

1.4. **Organisational Model as a Form of Exemption from Liability**

Pursuant to Article 6 of the Decree, the entity is not liable for the crimes committed by the Senior Officials if it is proven that:

- It has adopted and effectively implemented, before the offence was committed, a Model capable of preventing offences of the kind committed;

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

- It has entrusted a Supervisory Body, endowed with autonomous powers of initiative and control, with the task of supervising the operation of and compliance with the Model and of keeping it updated;
- The persons committed the offence by fraudulently evading the Model;
- The SB did not fail to perform the supervision or the latter was not insufficient.

For offences committed by persons not in a senior position, the entity is responsible only if the commission of the offence was made possible by the non-compliance with management and supervisory obligations by Senior Persons. In any case, the omission of management and supervision obligations is excluded if, prior to the commission of the offence, the entity adopted and effectively implemented a Model capable of preventing offences of the kind committed.

The Decree establishes that the entities, to meet the aforementioned needs, may adopt a Model "*on the basis of Codes of Conduct drawn up by the representative associations of the entities, communicated to the Ministry of Justice*", as directions that represent a simple framework that must in any case be "lowered" in concrete reality and thus within the dimensions of the entity and modulated on the basis of the specific activity it carries out.

1.5. **Confindustria Guide Lines**

As already mentioned in the previous §1.4., in order to facilitate entities in the preparation of their own Model, Article 6(3) of the Decree sets that trade associations may draw up specific guidelines. With this in mind, Confindustria has published the "*Guidelines for the Construction of Organisation, Management and Control Models Pursuant to Legislative Decree 231/2001*", which inspired the preparation of this Model. These guidelines are summarised in the following fundamental principles: *(i)* identification of the areas at risk of committing the Predicate Offences; *(ii)* preparation of a control system able to prevent the realisation of the Predicate Offences through the verifiability, documentability, consistency and congruity of each operation (the "Protocols"), as well as through the documentation of controls and the provision of an adequate sanctioning system; *(iii)* identification of a SB and information obligations by the SB and towards the SB.

The key elements of the control system outlined by Confindustria are:

- The Code of Ethics;
- The Organisational System;
- Manual and IT procedures;

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

- Authorisation and signatory powers;
- Control and Management Systems;
- Communication to the personnel and their training.

On 3rd October 2002, Confindustria prepared a "*Supplementary Appendix to the Guidelines for the construction of Organisation, Management and Control Models Pursuant to Legislative Decree 231/2001 with reference to the offences introduced by Legislative Decree no. 61/2002*". This integration, created with the aim of ensuring ever-greater transparency of the procedures and processes within the institutions, required:

a) The development of specific organisational and procedural measures – within the framework of the model already outlined by the Guidelines for offences against the Public Administration – aimed at providing a reasonable guarantee of prevention of this type of offence;

b) Clarification of the main tasks of the SB to ensure the effective, efficient and continuous operation of the Model.

The aforementioned Guidelines have been subject to successive updates, the last of which was published in June 2021. Among the main innovations, it is worth noting the opportunity to consider the adoption of an integrated approach in risk management, with specific in-depth analysis of tax *compliance*.

2. The BiesSse Tape Solutions S.p.A. Organisation, Management and Control Model

The Decree does not require the adoption of a Model, however BiesSse Tape Solutions S.p.A. (the "Company" or even "BiesSse") has considered it essential to take steps in this regard to guide the work of persons acting in the interest or for the benefit of the Company to comply with the principles of legality, fairness and transparency and, at the same time, to offer an effective means of prevention against the risk of offences being committed.

2.1. BiesSse Tape Solutions S.p.A.

BiesSse, present on the global market for over 40 years, is specialised in the production and processing of high-performance technical adhesive tapes. The breadth of the assortment and the rate of innovation render BiesSse one of the main operators in the national and international market of reference. The Company aims at excellence by availing of the best suppliers and industrial *partners* with whom it shares the same values.

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

BiesSse's approach aims to be proactive, focused on being positioned as a market *driver* capable of revolutionising industrial processes at the highest innovative rate. Indeed, BiesSse's *mission* is to develop integrated solutions to be the protagonist of increasingly-demanding markets and to innovate the most challenging industrial processes, making them highly performing, effective and efficient.

The BiesSse laboratories, dedicated to Quality Control and Research & Development, are equipped with state-of-the-art precision and measurement instruments, including: dynamometers, Shear Test machines, an electron microscopes, climatic chamber, pilot coating machine and rheometer. The Quality Management System is ISO 9001:2015 certified and constantly evolving, in line with current legislation.

Thanks to an in-depth knowledge of the sector and the main critical issues surrounding adhesive tape, BiesSse is able to design, develop and implement technologically-advanced industrial solutions, guaranteeing high performance, maximum safety and efficiency in every production process. In addition, continuous investments in Research & Development projects render it possible to pursue and ensure a continuous improvement of corporate *performance*.

The Company undertakes to pursue a policy that places the customer at the centre of all activities, with the aim of guaranteeing reliable products and services. Indeed, BiesSse works alongside the client and provides support, seeking to achieve maximum satisfaction and anticipate their future needs through customised solutions. The commitment to customers also extends towards the achievement of new objectives so as to ensure, in a uniform way, the safety of the entire chain of operators in the BiesSse world. In fact, the adoption of new methodologies, in order to guarantee the safety of workers and product and workplace hygiene, are among the primary objectives that the company pursues. In particular, the protection of the health and safety of resources is guaranteed through the systematic analysis of potential risks and the identification and application of the prevention and protection measures necessary to combat them.

BiesSse's attention is likewise directed towards a continuous and careful respect for the environment and the surrounding ecosystem to guarantee zero-pollution production processes, as confirmed by the obtaining Integrated Environmental Authorisation. In fact, an integral part of the Company's commitment is the protection of the environment through the continuous monitoring and containment of emissions into the atmosphere, water, noise and soil. In recent years, the energy consumption of BiesSse's production plants has significantly reduced thanks to important investments whose main *focus* is the energy efficiency of the plant, by way of example, registering a 49% downturn in gas consumption since 2012 and a 25% reduction in electricity consumption.

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

2.2. **BiesSse's *Governance* and Organisational Structure**

The Articles of Association provide that the Company may be alternatively administered by:

- A sole director; or
- A Board of Directors comprising from 2 (two) to 9 (nine) members (the "Board of Directors" or "Board"). The appointment of the members of the Administrative Body, the determination of their number and the choice of administration model are the responsibility of the Shareholders pursuant to Article 2479 of the Italian Civil Code, however, the administration of the Company can also be entrusted to persons who are not Shareholders. On the other hand, members of the Administrative Body may not be appointed and, if appointed, those who find themselves in the situations foreseen in Article 2382 of the Italian Civil Code shall forfeit office.

The replacement of the Sole Director with the Board or vice-versa takes place by simple resolution of the Ordinary Shareholders' Meeting.

The Directors and Sole Director, who can in any case be re-elected, remain in office for three years, unless revoked without the need to justify their reasons or resignation.

If the Shareholders' Meeting has not done so, at the time of appointment, the Board, upon any renewal, appoints the Chair. The Board of Directors may also appoint a Vice-Chair, authorised to take the place of the Chair.

The Administrative Body is vested with the broadest powers for the ordinary and extraordinary management of the Company, without exceptions of any kind and more precisely, all the powers for the implementation and achievement of the corporate purposes are conferred on it, referring to the Administrative Body everything that is not necessarily reserved to the Meeting by the Law and these Articles of Association. It is understood that, when the administration of the Company is entrusted to the Sole Director, the latter shall combine all powers and authorities of the Board of Directors and its Chair, with powers of ordinary and extraordinary administration.

The Chair of the Board of Directors – or their replacement – and the Sole Director shall be assigned the legal representation of the Company before third parties and in court, with the power to bring forth judicial and administrative actions and requests for all levels of jurisdiction and also for revocation and Cassation rulings and to appoint lawyers and attorneys at law for such purpose.

The Board of Directors may delegate one or more Managing Directors among its members, establishing the attributions and remuneration in accordance with the law.

The Board of Directors or Sole Director may appoint Proxies for certain deeds or categories of deeds.

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

The Company's accounting control is exercised by the Board of Statutory Auditors. This body, appointed by the Shareholders' Meeting, is composed of three Standing Auditors, from whom the Chair is chosen, and two alternates, who remain in office for three annual periods.

2.3. **The Choice of the Company and Methodological Approach Adopted**

The process of preparation and formalisation of the Model has included the activities described in the following table.

ACTIVITY	DESCRIPTION
General Framework Analysis	Through the examination of the Articles of Association, Organisational Chart, delegations of powers and formalised proxies, resolutions of the Board of Directors or more generally of the Administrative Body, organisational provisions, procedures, transactions and applications of the information system, the the Company's governance system has been clarified.
Identification of Sensitive Activities	Through an analysis of the aforementioned company documentation and a series of interviews, the activities within the scope of which the Predicate Offences (the "Sensitive Activities") can be committed have been determined.
Risk Analysis and Assessment	Once the Sensitive Activities and the relative risks were identified, a qualitative/quantitative assessment was carried out in view of procedural practices and measures implemented by the Company.
Identification of Actions for Improvement	On the basis of the existing situation as ascertained above, the appropriate and/or necessary actions for improvement aimed at

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

	reducing risks to an acceptable level have been established.
Drafting or Updating Company Documents	In relation to each Sensitive Activity, preventive measures have been described to prevent the commission of Predicate Offences, being the Protocols.
Establishment of the Supervisory Body	The members of the SB were designated in conjunction with the adoption of the Model. The activities and requirements of the SB are described in § 4 - Supervisory Body.
Introduction of a Disciplinary System	A suitable disciplinary system has been adopted to sanction non-compliance with the measures outlined in the Model (the "Disciplinary System"). The sanctions that can be imposed, their amount of and the application procedure are described in § 5 - Disciplinary System.

The steps followed in preparing the Model can be identified as follows:

1) Mapping of Sensitive Activities, with identification of possible examples of how to carry out the Predicate Offences ("Risk Mapping");
2) Provision of specific control measures to support the processes to be carried out in the context of the Sensitive Activities, or the Protocols;
3) Establishment of a SB with specific tasks to monitor the effective implementation of the Model;
4) Adoption of the Sanctioning System aimed at guaranteeing the effective implementation of the disciplinary sanctions applicable in the event of violation of the provisions of the Model itself;
5) Carrying out a specific information and training activity on the content of the Model itself.

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

2.4. **Aims of the Model**

As represented above, even if the Decree does not render mandatory the adoption of a Model, the Company has considered it essential to do so in order to promote a process of awareness amongst all subjects who work in the interest or for the benefit of BiesSse and who are, in this sense, required to operate in accordance with the principles of legality, fairness and transparency and, nevertheless, in order to be equipped with an effective means of prevention against the risk of committing the Predicate Offences.

In other words, through the adoption of the Model, the Company intends to pursue the following purposes:

- Prohibit conduct that may involve the types of Predicate Offence referred to in Legislative Decree no. 231/2001;
- Disseminate awareness that any violation of the Decree, the requirements contained in the Model and the principles of the Code of Ethics may result in the application of sanctions (pecuniary and disqualifying) also result against the Company;
- Achieve an efficient and balanced reorganisation, with particular regard to the clear allocation of powers, the formation of decisions and their transparency and motivation, the preventive and subsequent checks on the acts and activities, as well as the correctness and veracity of the external and internal information;
- Allow the Company, through a system of controls – being the Protocols and constant monitoring actions on the correct implementation of this system – to prevent and/or counteract the commission of Predicate Offences in a timely manner.

2.5. **Addressees**

All those subjects who hold within the Company functions of representation, administration and management of the Company itself or of one of its organisational units with financial and functional autonomy, as well as those subjects who exercise, even de facto, the management and control of the Company and the persons subject to the management and supervision of one of the Senior Persons, are to be considered Addressees of this Model. All persons who, although not part of BiesSse, have relations of any kind with BiesSse are also to be considered Addressees of this Model. To this end, the Board of Directors or, more generally, the Administrative Body, after consulting the Head of the department responsible for management of the personnel, if present and where appropriate, along with any other subjects operating within the Company to whose structures the contracts or relationships refer, determines in advance the methods of communication of the Model to the external subjects concerned and the procedures necessary for compliance with the provisions contained therein

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

in order to ensure effective knowledge by all stakeholders and their training, in accordance with the procedures established in § 3.2. and 3.3. (the "Addressees").

In carrying out the activities and functions within their competence, all Addressees are required to behave in line with the provisions of national and European laws and regulations, with the provisions of the Articles of Association, the Code of Ethics, as defined below, and this Model, in order to prevent the risk of commission of the Predicate Offences.

2.6. **Code of Ethics and Model**

The Company has adopted a Code of Ethics to formalise the set of values and general principles of conduct, recognised and shared by the same, which inform its activity and relations with all subjects with whom it comes into contact for the achievement of its corporate purpose (the "Code of Ethics"). The Company undertakes to guarantee to all those with whom it has relations, whether as employees, customers, suppliers or, in general, interested parties, that BiesSse's activities will be carried out in full compliance with the law, in a framework of fair competition, with honesty, integrity, fairness and good faith, respecting the legitimate interests of employees, shareholders, customers, business and financial partners.

These values and principles must also guide the work of the Addressees – whether they are individuals, organisations or institutions whose contribution directly or indirectly contributes to the realisation of the social mission of the Company or, in any case, have an interest in its implementation and pursuit – in a perspective of good functioning, reliability and positive reputation with respect to the community.

The Code of Ethics constitutes a complementary instrument to the Model and, at the same time, is fundamental in a perspective of prevention of the Predicate Offences pursuant to Legislative Decree no. 231/2001. In fact, unethical conduct – that is, conduct that constitutes a violation of the rules of civil coexistence and correct social and commercial relations – in the performance of activities compromises the relationship of trust between the parties and may encourage illegal comportment.

3. **Dissemination of the Model**

For the purposes of the implementation and concrete effectiveness of the Model, full knowledge of the rules of conduct contained therein by both existing and future resources is of primary importance, as it is for any other

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

Addressee, with a varying degree of depth depending on the different involvement in sensitive processes.

3.1. Adoption of, Amendments and Additions to the Model

The adoption of this Model is delegated to the Board of Directors or more generally to the Administrative Body, which also has the powers to supplement and modify – by means of a specific resolution and possibly also at the request of the SB – the documents that comprise the Model.

The updating activity, meaning the integration and/or modification, is aimed at ensuring the adequacy and suitability of the Model with respect to its preventive function. It is up to the SB to concretely verify the need or in any case the opportunity to proceed with updating the Model, being the promoter of this need with the Board of Directors or more generally with the Administrative Body (pursuant to Article 6[1][b] and Article 7[4][a] of the Decree).

In any case, the Model must be promptly amended and supplemented by the Board of Directors, or more generally by the Administrative Body, also upon proposal and after consultation with the SB, if:

- Changes and circumventions of the requirements contained therein that have revealed their ineffectiveness or inconsistency for the purpose of preventing the Predicate Offences;
- Significant changes are made to the internal structure of BiesSse and/or the way in which it carries out its activities;
- Regulatory changes come into effect.

Amendments, additions and updates to the Model must always be communicated to the SB.

3.2. Personnel Training and Information per Legislative Decree no. 231/2001

The SB promotes knowledge of the Model among all employees of the Company and schedules the training of personnel in the specific area. To this end, the SB, directly or through external personnel or consultants, organises training courses that must be differentiated according to the functions performed, the powers assigned and the areas of risk.

More precisely, staff training and information is provided in the ways outlined herein.

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

ADDRESSEE	INFORMING AND TRAINING METHOD
Company Management and Representative Staff	• Distribution of the Model with simultaneous acknowledgement, receipt and signing of A commitment to comply with the Model itself. • Registration for an initial seminar extended at the time to all new hires and refresher courses following variations and/or integrations of the same Model. • Periodic information through internal and/or email communications on updates and/or topics related to the adoption of the Model.
Other Personnel	• Internal advisory notice and, for new recruits, information in the letter of employment. • Periodic information through internal and/or email communications on updates and/or topics related to the adoption of the Model. • Training and refresher seminars in relation to the position held in the sensitive areas of business identified by the Model.

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com
Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

3.3. **Information to Third Parties**

The principles contained in the Model and in the Code of Ethics are applicable to all subjects who have any kind of rapport with the Company.

BiesSse provides these third parties with appropriate information on the adoption by the Company of the Model and the Code of Ethics, inviting them to read the relevant documentation and accept the principles, contents and provisions. In the event of external contractors or partners with whom the Company enters into any form of partnership (by way of mere example, joint-ventures, Temporary Associations of Companies, consortia), specific contractual clauses are to give the Company – in the event of non-compliance with ethical principles or violation of the Model or Code of Ethics – the right to automatically terminate the contract/assignment by sending a registered letter with acknowledgement of receipt or a certified email, containing a summary of the factual circumstances proving such non-compliance. The exercise of the right to terminate or suspend the execution of contracts may entail charges and costs for the counterparty that will remain the responsibility of the latter. The Company will also reserve the right to compensation for all damages, to assets and otherwise, arising from the violation/non-compliance with the Model and the Code of Ethics, as well as the right to be indemnified and held harmless by the counterparty in relation to any action or claim of third parties arising from or resulting from such non-compliance.

Finally, BiesSse has the right to request these third parties provide self-certifications declaring that they have not been convicted and/or have no pending proceedings in relation to the offences covered by Legislative Decree no. 231/2001.

4. **Supervisory Body**

The SB carries out its functions outside the operational processes of BiesSse and is free from any hierarchical relationship within the company Organisational Chart. This is a body that reports directly to the top management of the Company, both operational and control, in order to guarantee full autonomy and independence in execution of the entrusted tasks.

This section defines the responsibilities, the organisational structure of the SB as well as the operating rules adopted for the purpose of:

- Supervising the application of the Model;

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

- Evaluating the adequacy of the Model;
- Ensuring updates to the Model.

4.1. **Characteristics of the Supervisory Body**

The Supervisory Body is appointed by resolution of the Board of Directors or by the Sole Director who determines its number and composition. The Board of Directors or the Sole Director shall inform each interested party of the appointment of each member of the SB, inviting them to communicate the acceptance of the position.

At the time of appointment, the Board of Directors or the Sole Director establishes the remuneration due to the members of the SB who are not employees of the Company. If it is not appointed by the Board of Directors or the Sole Director and in the event that it is not monocratic, the SB chooses the Chair from among its members.

The Chair of the SB, or in any case the sole member of the SB, convenes the same SB, sets the Agenda and coordinates the work by regulating the conduct of the relevant meetings.

Each member of the SB must:

- Have specific and qualified skills in the legal or accounting or tax field or in terms of workplace safety, auditing or management control;
- Be aware of the organisation of the Company and the main business processes typical of the sector in which the Company operates;
- Possess requirements of integrity, professionalism and independence that allow it to effectively perform the tasks entrusted to it;
- Ensure continuity of action in the performance of its tasks.

A person cannot be appointed as a member of the Supervisory Body, and if already appointed shall forfeit the position, if:

- Under interdiction, incapacitated or bankrupt;
- Sentenced to a penalty amounting to disqualification, even temporary, from holding public office and incapacity to exercise managerial offices;
- The spouse, relative or relative-in-law up to the fourth degree of any Director;
- The spouse, relative or relative-in-law within the fourth degree of the Statutory Auditors;
- The Director, spouse, relative or relative-in-law within the fourth degree of the Directors and Auditors of the companies controlled by BiesSse, of the companies that control BiesSse and of those subject to common control;

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

- Involved in operational activities or in management activities that may affect the strategic and financial aspects of the Company;
- Generally, due to any cause or reason, in a situation of conflict of interest with the Company.

4.2. **Duration, Revocation and Waiver of the Supervisory Body**

Unless otherwise provided by the Board of Directors or the Sole Director, the SB shall remain in office for a period of 3 (three) years from the date of appointment until the meeting of the Board of Directors or more generally of the Administrative Body, following the expiry of the SB, which shall be reconfirmed or replaced.

The Body remains in office for the entire duration of the mandate regardless of the change in the composition of the Board of Directors or more generally of the Administrative Body that appointed it, unless the renewal of the Board of Directors or more generally of the Administrative Body depends on the occurrence of illegal acts that have generated (or may generate) liability for the Company. In this case, the newly-elected Board of Directors or the newly-elected Sole Director will appoint a new SB.

To protect the autonomy and independence of the Body, any changes to its structure, powers and functioning may only be made by means of resolutions adopted by the Board of Directors with a duly-justified vote and with the unanimity of those present or by the Sole Director.

The members of the SB cease to hold their office due to expiry of the term, resignation, forfeiture, incapacity, death or revocation.

Members of the SB may be revoked only for just cause with a resolution adopted by the Board of Directors or the Sole Director, possibly after hearing the opinion of the Board of Statutory Auditors.

Constituting just cause for revocation are:

- Serious breach of duties of the SB;
- A sentence of conviction of BiesSse, which shows the omitted or insufficient supervision by the SB;
- The opening of criminal proceedings with indictment against a member of the SB;
- The loss of the requirements of honesty and professionalism;
- The occurrence of a cause of ineligibility.

Any SB member who resigns from office must give written notice by registered letter with return receipt or certified email to the Board of Directors or the Sole Director and the Board of Statutory Auditors. The resignation has immediate effect, if the majority of the members of the SB remain in office or, otherwise, from

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

the moment in which it was reformed following the acceptance of the new members of the same SB.

If a Company employee is appointed as a member of the SB, the termination of the employment relationship with the Company shall result in the simultaneous forfeiture of their position as a member of the SB.

If, in the course of the assignment, one or more members of the SB are lacking, the Chair of the SB shall notify the Board of Directors or the Sole Director who shall replace them by their own resolution. Members thus appointed expire with those in office at the time of their appointment. If the Chair of the SB is not available, the most senior member of the SB shall inform the Board of Directors or the Sole Director who adopts the relevant resolutions. If the sole member of the SB ceases to be a member, the Chair of the Board of Directors must convene the Board of Directors to act urgently and in any case within 45 (forty-five) days to replace them.

4.3. Duties of the Supervisory Body

The Supervisory Body:

- Constantly monitors compliance with the Model by the Addressees;
- Constantly monitors the efficiency and effectiveness of the Model adopted with respect to the prevention and prevention of the commission of the Predicate Offences set by the Decree;
- Discretionally verifies compliance with the Protocols by the Addressees with specific reference to Sensitive Activities by carrying out periodic checks (even without prior notice) on specific operations or acts whose results are summarised in a specific report sent to the corporate bodies as specified below;
- Collects and stores in a special archive, whose consultation is allowed only to the members of the SB, the documentation and information acquired in performance of the aforementioned control activities;
- Ascertains the updating of the Model by reporting to the Board of Directors, or in any case to the Sole Director any changes, revisions and/or additions to the Model that may become necessary as a result of:
  - (i) Significant violations of the provisions of the Model;
  - (ii) Significant changes to the internal structure of the Company and/or the way in which it carries out its business activities;

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

(iii) Changes in the regulatory framework of reference;

- Promotes the initiatives necessary for the dissemination of knowledge and understanding of the Model;
- Ensures that the competent departments and/or offices prepare the internal organisational documentation necessary to record the control and verification activities for operation of the Model itself;
- Periodically carries out reporting activities against the Board of Directors or in any case the Administrative Body as indicated below;
- Manages the information flows provided by or to the SB, as described in the information following this Model;
- Reports to the Board of Directors or the Sole Director, in regards to the appropriate measures, any violations of the Model that may result in the occurrence of liability for the Company.

The activities carried out by the SB cannot be reviewed by any other body or company structure. The Board of Directors or the Sole Director is in any case called upon to supervise the adequacy of the intervention of the SB itself.

For the performance of its functions, the SB may use – under its direct supervision and responsibility – all structures of the Company. To this end, the SB shall make full autonomous use, without the need for any prior consent, of the financial resources allocated to it each year by the Board of Directors or the Sole Director. In case of need and urgency, if the SB needs additional resources to carry out its tasks beyond those budgeted, the SB will submit a reasoned request to the Board of Directors or Sole Director. Without prejudice to the prohibition of communicating and/or disseminating the information and data acquired (unless the request is made by police forces, judicial authorities or other public entities for the purposes of defence or security of the State or for the prevention, detection or repression of offences), the SB has free access to all the Company's departments – without the need for any prior consent – in order to obtain any information or data deemed necessary for the performance of the tasks set by the Decree. The SB adopts a Body Regulation aimed at regulating its activities.

4.4. **Information Exchanges Between the Supervisory Body**

Addressees are required to report to the SB the facts that form or may form a violation of the Model or Protocols adopted by the Company.

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

In particular, the following must be communicated to the SB:

- The periodic results of control activities;
- Anomalies found in the application of the Protocols;
- The possible need to modify the aforementioned Protocols;
- Changes in the production activity that involve the emergence of new risks;
- Decisions pertaining to the request, payment and use of public financing;
- Requests for legal assistance made by managers and/or employees against whom the competent authorities are acting for the relevant criminal cases pursuant to the Decree;
- Measures and news coming from judicial police bodies or from any other authority from which it can be inferred that investigations are being conducted, even against unknown persons, for the Predicate Offences;
- Internal rapports from which liability for the aforementioned criminal assumptions emerges;
- Summaries of contracts awarded following tenders;
- Information relating to contracts awarded by public bodies or other entities performing public utility functions;
- A copy of the periodic reports on occupational health and safety;
- The set of data, information and reports mentioned as flows of information towards the SB.

In order to facilitate the flow of information and reports to the SB and to have the specific body responsible for this as the sole and immediate Addressee, reports must be sent to the email address biessse@giovanardilex.it.

Reports are evaluated, in full autonomy, by the SB, taking into account only those that – even if drafted anonymously – contain sufficiently detailed data, facts and information, before initiating the relevant investigations.

All members of the SB (and the subjects used by the SB) must maintain the strictest confidentiality on all information of which they become aware in the performance of their duties.

Any form of discrimination, reprisal or penalisation is prohibited for those who – in good faith – make the aforementioned reports to the SB.

The above reports and information are stored by the SB in databases in electronic or paper format. Access to such data is permitted to members of the SB and third parties, subject to the consent of the SB, except in the case of access by order of authority.

BiesSse Tape Solutions S.p.A.
Via Luigi Galvani, 2/4 – 20018 Sedriano (MI) – Italy
VAT No. 05087970157 - Tax Code 05087970157
Ph. +39 02 90 11 11 18 – Fax +39 02 90 11 03 82
www.biessseworld.com – customer@biessseworld.com

Share Capital €2,200,000 fully paid-in – Economic Administrative Index 1152694

4.5. **Reporting by the Supervisory Body**

The SB constantly updates the Board of Directors or the Sole Director.

More precisely, the SB reports to the Board of Directors or Sole Director:

- Every six months, by means of a report in which the control and verification activities carried out and the results of the same are summarised;
- Annually by providing a plan of the activities foreseen for the following year;
- Whenever there is a need to update the Model and/or the Protocols due to significant changes in the organisational structure and/or in the production process and/or in the regulatory framework of reference.

The Supervisory Body shall promptly inform the Board of Directors or the Sole Director of any relevant violation of the Model, which may lead to the commission or attempted commission of the Predicate Offences. A copy of this communication is also sent by the SB to the Board of Statutory Auditors.

The Board of Directors/Sole Director, the Shareholders' Meeting and the Board of Statutory Auditors have the right to convene the SB at any time, inviting the SB to provide information on the state of implementation of its activities. Minutes of such meetings are drawn up and retained by the Supervisory Body and made available to the body involved when called for.

5. **Disciplinary System**

-OMISSIS-