INTRODUCTION

TORTELLA is a brand of REMU S.r.l. operating in the agricultural machinery sector, with activities focused on the design and manufacture of machinery intended to meet market requirements.

This Code of Ethics sets out the principles and rules of conduct that guide TORTELLA's activities and its relationships with all individuals and organisations with which it interacts in the course of its business.

The Code identifies the duties and standards of conduct to be observed in relationships among the people working within the organisation and in dealings with customers, suppliers, collaborators, Public Administrations and other stakeholders.

TORTELLA's business is based on professional integrity, product reliability, tailored solutions and fulfilment of commitments. These objectives must be pursued in compliance with the law and with respect for people, work and the environment.

The Code is a fundamental reference for the conduct of all its recipients. Compliance with its principles is an integral part of the responsibilities associated with their activities and helps build relationships of trust with internal and external stakeholders.

No commercial, production or financial objective may justify conduct that violates the law or the ethical principles set out herein.

1. GUIDANCE ON THE USE OF THE CODE OF ETHICS

TORTELLA promotes awareness and dissemination of this Code among the people working within the organisation and, where relevant, among external parties with which it has professional and business relationships.

The Code must be made accessible to its recipients through appropriate means so that its principles are known, understood and applied in the performance of their activities.

In contractual relationships with third parties, TORTELLA promotes conduct consistent with the principles of the Code and, where provided for, the inclusion of specific clauses requiring compliance with it.

To this end, the following objectives are pursued:

a) promote awareness of ethical principles and rules of conduct through information and awareness-raising activities;

b) keep the Code up to date in line with changes in activities, the organisation and applicable legislation;

c) prevent violations through appropriate tools and measures and manage any non-compliance in accordance with applicable provisions;

d) promote any initiative that may help ensure the effective implementation of the principles contained in the Code.

2. ETHICAL PRINCIPLES AND CONDUCT

2.1 General Principle

All persons working for TORTELLA, without distinction or exception, are required to align their actions and conduct with the principles and contents of this Code, within their respective roles and responsibilities.

Relationships and conduct at every level must be based on honesty, fairness, integrity, transparency and mutual respect. Activities must be carried out on the basis of accurate and complete information and in compliance with professional obligations undertaken.

Under no circumstances may the belief that one is acting for the benefit or in the interests of TORTELLA justify conduct that violates the law or the principles contained in this Code.

2.2 Principle of Loyalty and Commitment

TORTELLA considers compliance with applicable laws, standards and regulations, as well as with the provisions of this Code, essential.

This commitment applies to all persons working for TORTELLA and, within the limits of their respective responsibilities and agreements, to parties that maintain relationships with it.

Business interests must not be pursued or achieved through unlawful conduct, nor may conduct intended to violate the law or induce others to do so be approved or justified.
TORTELLA promotes professional relationships based on respect for these principles and does not intend to establish or continue relationships with parties that knowingly refuse to comply with them.

2.3 Honesty and Fairness

Honesty is an essential principle in the conduct of TORTELLA's activities.
Agreements with customers, suppliers and other stakeholders must be clear and understandable, respect the commitments undertaken and be concluded through lawful means that take the interests of the parties into account.
All recipients must act with awareness of the ethical implications of their actions and must not pursue personal or business advantages in breach of the law, professional obligations or the principles of this Code.

2.4 Impartiality and Conflicts of Interest

TORTELLA promotes impartial conduct and requires business decisions to be made in the interests of the business, avoiding situations that could compromise independent judgement.
A conflict of interest arises when a person pursues personal or third-party interests that conflict with the company's interests, or carries out activities that are incompatible with the duties associated with their role.
Recipients must avoid such situations and promptly report any relevant circumstances in accordance with the applicable organisational procedures.
Particular care must be taken with decisions concerning purchasing, supplier selection, the management of business relationships and the assignment of contracts.

2.5 Confidentiality

Knowledge, technical skills and information developed or acquired in the course of activities are important resources for TORTELLA and must be adequately protected.
Improper disclosure of such information may cause financial, technical or reputational damage. All recipients are therefore required to comply with the confidentiality obligations associated with their role and contractual relationships.
Confidentiality obligations remain in force even after the termination of an employment relationship or contractual agreement, within the limits established by law and the commitments undertaken.

2.6 Transparency and Completeness of Information

TORTELLA promotes clear, accurate and transparent communication in both internal and external relationships.
Information provided to recipients must be relevant, understandable and consistent with the relationship established, without omissions or representations that could lead to misunderstandings.
Transparency must characterise, in particular, business relationships, the definition of product characteristics, supply conditions, delivery times and the management of any issues.
Information must be communicated in compliance with the applicable responsibilities, authorisations and confidentiality obligations.

2.7 Confidential Information and Privacy Protection

All recipients must comply with applicable legislation concerning confidentiality, personal data protection and the use of company information.
Confidential information relating to TORTELLA may not be obtained, used or disclosed outside authorised purposes and assigned responsibilities.
Confidential information includes, by way of example and without limitation:

- projects, technical drawings and documentation relating to agricultural machinery;
- business plans, corporate strategies and market information;
- know-how, design solutions and production processes;
- non-public economic, financial and management information;
- personal data relating to employees, collaborators and other parties;

- lists and information relating to customers, suppliers and business partners.

Such information must not be used to obtain personal advantages or benefit third parties, nor disclosed to unauthorised persons.

Business matters and confidential information must not be discussed in public places or in the presence of persons who are not authorised to know them.

All recipients must protect information generated or acquired during their professional activities and prevent any improper use, loss or unauthorised disclosure.

2.8 Protection of Company Assets

Each recipient is responsible for the proper safekeeping and preservation of the assets and resources made available to them to perform their duties.

Company assets include tangible and intangible property, machinery, equipment, work tools, technical documentation, IT systems, information and other resources used in the business.

These assets must be used diligently, exclusively for legitimate purposes consistent with the company's activities and in compliance with applicable provisions.

Waste, damage, improper use and any conduct that could compromise the integrity or value of company assets must be prevented. Resources must be used properly and, where required, adequately documented.

2.9 Accounting Transparency

TORTELLA promotes accuracy, transparency, truthfulness and completeness in the administrative and accounting information relating to its activities.

Every transaction must be recorded accurately and consistently with its nature, in compliance with applicable procedures and current legislation.

Operations and transactions must be lawful, authorised by the persons with the appropriate authority, verifiable and supported by adequate documentation.

Where necessary, the documentation must make it possible to reconstruct the nature and reasons for transactions and identify the persons involved in their authorisation, execution, recording and control.

Any conduct intended to alter, omit or misrepresent accounting data, documents or information is prohibited.

Access to documentation by persons responsible for audits and checks must take place in accordance with legal provisions and applicable procedures.

3. HUMAN RESOURCES

TORTELLA recognises the value of people and the importance of establishing working relationships based on mutual trust, respect for individual dignity and the protection of rights.

Activities must be carried out in compliance with applicable employment, health and safety legislation.

Within their respective duties, all recipients must act with due regard for risk prevention and for the protection of their own health and safety and that of colleagues and third parties.

Professional relationships must be based on civil conduct, fairness and mutual respect. Conduct that restricts personal freedom through violence, threats, deception, abuse of authority or exploitation of situations of vulnerability or need is not permitted.

Every recipient is expected to help create a working environment that respects everyone's dignity and reputation.

Persons in positions of responsibility must perform their duties objectively and fairly, fostering collaboration, professional development and the well-being of their colleagues. All workers must cooperate with their managers and comply with legitimate work instructions.

All recipients are required to:

- know and comply with the provisions of the Code relevant to their duties;
- act in accordance with the company's ethical principles;
- refrain from conduct that could harm TORTELLA or compromise its integrity and reputation;
- comply with applicable internal provisions and procedures;

- cooperate with investigations into any violations, within the limits of their obligations, while maintaining the necessary confidentiality.

3.1 Employees in Positions of Responsibility

Anyone holding a coordination, responsibility or management role must set an example of conduct in accordance with the principles of this Code.

Persons in positions of responsibility must ensure that colleagues understand the importance of complying with ethical rules and that production and business objectives are pursued without departing from the principles of legality, fairness and integrity.

Any violations must be reported through the channels and to the functions designated by the organisation. In accordance with applicable provisions, the confidentiality of good-faith reports must be protected and any form of retaliation prevented.

3.2 Equal Opportunities

TORTELLA promotes equal opportunities in access to employment and professional development.

Decisions concerning recruitment, training, remuneration, career advancement, transfers and termination of employment must be based on relevant criteria, skills and the requirements of the role.

Discrimination on grounds including race, ethnic origin, language, sex, age, nationality, religion, political opinions, trade union membership or other personal characteristics protected by law is not permitted.

Everyone must be treated with dignity and respect in a professional environment that encourages the development of individual abilities.

3.3 Harassment in the Workplace

TORTELLA does not tolerate harassment or conduct that undermines personal dignity in internal or external working relationships.

Conduct that creates a hostile or intimidating environment, unjustified interference in another person's work, or behaviour intended to isolate, discredit or hinder someone's professional prospects is contrary to the principles of this Code.

Sexual harassment is not permitted, nor is any conduct that makes professional opportunities or other benefits conditional upon a willingness to engage in personal or sexual relationships.

Every recipient must help create a respectful working environment and report conduct that is incompatible with these principles in accordance with the applicable procedures.

3.4 Working Environment

All persons working for TORTELLA must help maintain a decent and safe working environment that respects individual dignity.

In particular, everyone is required to:

- not work under the influence of alcohol or drugs;
- comply with smoking bans established by legislation and applicable provisions;
- avoid intimidating or offensive behaviour or conduct intended to isolate colleagues and collaborators;
- maintain professional relationships based on mutual respect;
- comply with the conduct and safety rules established for the workplace.

3.5 Prohibition on Possession of Pornographic Material

It is prohibited to possess pornographic material in workplaces or other locations connected with company activities in breach of applicable provisions.

It is also prohibited to use company tools, devices or resources to obtain, store or distribute such material in violation of the law or internal rules.

3.6 Health, Safety and the Environment

TORTELLA considers the protection of health and safety at work a fundamental principle and does not tolerate conduct that unnecessarily exposes people to risks to their safety.

All those working for TORTELLA are responsible, within their respective duties, for complying with legal provisions and applicable procedures concerning health, safety and environmental protection.
The organisation promotes working conditions that focus on risk prevention and the proper use of equipment and devices required for the activities performed.
All recipients are required to:

- comply with applicable legal provisions and safety procedures;
- use machinery, equipment and protective devices correctly;
- avoid conduct that could endanger themselves or others;
- promptly report conditions, conduct or events that could compromise safety;
- cooperate with the prevention, monitoring and improvement activities established by the organisation.

Good-faith reports concerning health and safety must be handled carefully, without retaliation against those who submitted them.
TORTELLA also promotes respect for the environment through responsible conduct and compliance with applicable environmental legislation.
To this end, within the scope of the activities performed, everyone is required to:

- identify and manage relevant environmental risks;
- prevent negative environmental impacts and reduce them wherever possible;
- use resources responsibly and manage materials and waste properly;
- comply with applicable environmental provisions and procedures;
- promptly report events or conditions that may pose an environmental risk.

4. ETHICAL STANDARDS IN RELATIONS WITH THIRD PARTIES

The principles of this Code also apply, where relevant and within the limits of their respective responsibilities, to external parties that have dealings with TORTELLA.
Such parties must comply with the obligations arising from the law and contractual agreements. TORTELLA promotes relationships with stakeholders who operate in compliance with the law, professional integrity and the ethical principles set out herein.
Where provided for, the relevant commitments may be referred to in appointment letters and contracts, together with the consequences applicable in the event of a breach.

4.1 Customers

In its dealings with customers, TORTELLA seeks to meet their stated needs and maintain business relationships based on trust, fairness and transparency.
Persons involved in managing business relationships must provide comprehensive, truthful and accurate information about machinery, product characteristics, supply conditions and commitments undertaken.
The information provided must enable customers to make informed choices and must be consistent with the actual characteristics of the products and with what has been agreed.
Any issues must be handled professionally and promptly, in compliance with the applicable agreements and procedures.

4.2 Suppliers

Relationships with suppliers must be based on transparency, fairness, professionalism, efficiency, honesty and reliability.
Purchasing processes must comply with objective criteria, promote fair competition and, wherever possible, ensure equal opportunities for suppliers, avoiding favouritism and conflicts of interest.
Relevant factors must be considered when selecting and evaluating suppliers, including:

- economic competitiveness and supply conditions;
- technical and production capabilities;

- reliability and fulfilment of commitments;
- quality and conformity of supplied materials and products;
- ability to comply with applicable requirements and procedures;
- compliance with employment, health and safety legislation;
- opposition to irregular and child labour;
- compliance with the law and the principles of integrity and fairness.

Supplier relationships must be managed in a way that prevents unlawful activities, including handling stolen goods, money laundering and the use of funds of illicit origin.

Supplier requirements must be assessed and monitored according to criteria and methods consistent with applicable procedures.

4.3 Relations with Public Administrations

TORTELLA conducts its relations with Public Administrations in accordance with the principles of legality, transparency and fairness.

These principles apply to dealings with central and local government bodies, supervisory authorities, public officials, persons entrusted with public services and other parties exercising public functions, in Italy and abroad.

Particular care must be taken in activities relating to public contracts, authorisations, licences, concessions, applications for grants and funding, and other administrative procedures.

Offering, promising, requesting or accepting money, benefits or undue advantages in order to influence decisions or obtain preferential treatment is prohibited.

Relations with Public Administrations must be managed by authorised persons, in compliance with assigned responsibilities and applicable procedures.

4.4 Relations with Judicial Authorities

TORTELLA promotes the utmost fairness and cooperation in its relations with judicial authorities and competent bodies, in compliance with the law.

All persons involved must provide truthful information and must not obstruct, alter or prevent the activities of the authorities.

Conduct intended to improperly influence testimony, statements or decisions, or to conceal, alter or destroy relevant documents, is prohibited.

4.5 Management of Public Funding and Grants

When applying for, managing and reporting on funding, grants, incentives or other public benefits, TORTELLA requires compliance with applicable legislation and the principles of fairness and transparency.

Submitting false, incomplete or misleading statements in order to obtain disbursements, grants, funding, authorisations, licences or other benefits is prohibited.

Funds received from public bodies must be used exclusively for the purposes for which they were granted and in compliance with the applicable conditions.

Documentation relating to applications, management and reporting must be truthful, complete and properly retained.

4.6 Contributions and Sponsorships

Any sponsorship and contribution activities must be assessed according to criteria of transparency, fairness and consistency with the company's principles.

When selecting initiatives, their purpose, the reputation of the parties involved and any potential personal or business conflicts of interest must be taken into account.

Contributions or sponsorships intended to obtain undue advantages or influence business or administrative decisions are not permitted.

Any contributions to political parties, political organisations or trade unions must strictly comply with applicable legislation and relevant company rules.

Recipients' individual participation in political or trade union activities is undertaken in a personal capacity, in compliance with the law and without improper use of company resources.

4.7 Corporate Communications and Information

TORTELLA recognises the importance of clear, effective and consistent communication in internal and external relations.

Communications concerning products, business activities and the organisation must be accurate, verifiable and consistent with the available information and the commitments undertaken.

Information disclosed externally must comply with confidentiality obligations and any required authorisations. Persons appointed to represent TORTELLA at events, in publications, conferences or other public occasions must follow the instructions received and act within their areas of competence.

Unauthorised or misleading information, or information that could compromise the legitimate interests of the organisation or its stakeholders, must not be disclosed.

4.8 Internal Controls

TORTELLA recognises the value of internal controls as a tool for improving efficiency, ensuring compliance with applicable provisions and protecting company assets.

Internal controls include the tools and activities designed to guide, manage and verify business processes, supporting compliance with the law, procedures and the principles of this Code.

All recipients, within their respective roles, must cooperate in the proper functioning of controls and provide accurate and complete information when requested.

No person may be induced to perform or omit any act in violation of their professional obligations or the company's ethical principles.

Any issues identified must be reported and managed in accordance with applicable procedures, helping to identify their causes and implement the necessary corrective measures.

5. IMPLEMENTATION OF THE CODE OF ETHICS

All recipients are required to comply with this Code within the scope of their respective roles, responsibilities and relationships with TORTELLA.

Confirmed violations are handled in accordance with current legislation, contractual obligations and the disciplinary and organisational provisions actually applicable.

Recipients must promptly report any violations or suspected irregularities through the designated company channels, in compliance with confidentiality requirements and the protections established by applicable legislation.

Reports must be handled carefully, impartially and confidentially. Any form of retaliation against anyone making a report in good faith is prohibited, subject to the conditions and protections provided by law.

The procedures for receiving and handling reports, and the identification of the persons responsible, are those formally adopted by the relevant organisation and applicable to its relationship with TORTELLA.

This Code is subject to review and updating in response to developments in activities, the organisation and the relevant regulatory framework.

All recipients are expected to contribute to its implementation so that the principles of legality, fairness, integrity, transparency, respect for people and environmental protection provide a practical reference for the conduct of TORTELLA's activities.