

BOLZONI S.p.A.
ORGANISATION, MANAGEMENT AND
CONTROL MODEL PURSUANT TO
ITALIAN LEGISLATIVE DECREE NO. 231
OF 8 JUNE 2001

General Part

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Bolzoni S.p.A.

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CONTENTS**SECTION ONE 4**

1. LEGISLATION ON THE ADMINISTRATIVE LIABILITY OF ENTITIES: ITALIAN LEGISLATIVE DECREE NO. 231 OF 8 JUNE 2001, AS AMENDED AND SUPPLEMENTED	4
1.1. THE ADMINISTRATIVE LIABILITY OF ENTITIES	4
1.2. THE OFFENCES LISTED IN THE DECREE	5
1.3. SANCTIONS APPLICABLE TO THE ENTITY	5
1.4. ADOPTION OF THE MODEL AS AN EXEMPTION FROM THE LIABILITY OF ENTITIES	8
1.5. THE CONFINDUSTRIA GUIDELINES.....	9
1.6. LEGISLATIVE DECREE 231/2001 AND THE US SARBANES-OXLEY ACT (SOX)	10

SECTION TWO 11

2. THE ORGANISATION, MANAGEMENT AND CONTROL MODEL OF BOLZONI S.P.A.	11
2.1. AIMS OF THE MODEL.....	11
2.2. RECIPIENTS	12
2.3. FUNDAMENTAL ELEMENTS OF THE MODEL.....	12
2.4. THE CODE OF ETHICS AND THE MODEL.....	13
2.5. STRUCTURE OF THE ORGANISATIONAL AND CONTROL SYSTEM.....	13
2.6. IDENTIFICATION OF “AT RISK” ACTIVITIES AND DEFINITION OF PROTOCOLS	14

SECTION THREE 17

3. SUPERVISORY BOARD	17
3.1. BACKGROUND.....	17
3.2. TERM OF OFFICE, DISQUALIFICATION AND DISMISSAL	17
3.3. FUNCTIONS AND POWERS OF THE SUPERVISORY BOARD	18
3.4. REPORTING BY THE SUPERVISORY BOARD	20
3.5. INFORMATION FLOWS TO THE SUPERVISORY BOARD	20
3.6. WHISTLEBLOWING	21

SECTION FOUR	24
4. DISCIPLINARY SYSTEM AND SANCTIONS.....	24
4.1. GENERAL PRINCIPLES.....	24
4.2. SANCTIONS AGAINST EMPLOYEES	25
4.3. SANCTIONS AGAINST EXECUTIVES.....	27
4.4. MEASURES AGAINST EXTERNAL ASSOCIATES SUBJECT TO THE DIRECTION AND SUPERVISION OF THE COMPANY MANAGEMENT	28
4.5. MEASURES AGAINST THIRD PARTIES.....	28
4.6. SANCTIONS AGAINST THE BOARD OF DIRECTORS.....	29
SECTION FIVE	31
5. UPDATING THE MODEL.....	31
SECTION SIX	32
6. AWARENESS, TRAINING AND DISSEMINATION OF THE MODEL.....	32
SECTION SEVEN	32
7. ANNEXES.....	32

SECTION ONE**1. LEGISLATION ON THE ADMINISTRATIVE LIABILITY OF ENTITIES: ITALIAN LEGISLATIVE DECREE NO. 231 OF 8 JUNE 2001, AS AMENDED AND SUPPLEMENTED****1.1. THE ADMINISTRATIVE LIABILITY OF ENTITIES**

Italian Legislative Decree No. 231 of 8 June 2001, which lays down the “*Regulations on the administrative liability of legal entities, companies, and associations, including those without legal personality*” (hereinafter also referred to as “**Legislative Decree 231/2001**” or simply the “**Decree**”), which came into force on 4 July 2001 in implementation of Article 11 of Italian Delegation Law No. 300 of 29 September 2000, introduced the administrative liability of entities¹ into the Italian legal system, in accordance with the provisions of the European Union.

This legislation provides for the direct and independent liability of entities arising from the commission or attempted commission of certain offences (so-called predicate offences) in the interest or to the advantage of those entities. In fact, the administrative liability of the entity is in addition to the criminal liability of the perpetrator of the offence, i.e. the natural person materially responsible for the commission of one of the offences included in the catalogue of offences (hereinafter, for the sake of brevity, also referred to as the “**Predicate Offences**”) provided for by the Decree.

This new form of liability, although defined as “administrative” by the legislature, nevertheless presents certain features typical of criminal liability, since, for example, it is the competent criminal court that is responsible for establishing the offences from which it derives, and the guarantees afforded by the criminal trial are extended to the entity.

The Decree establishes that the entity is liable for offences committed:

- in its interest² or to its advantage³ (objective element):
- by persons functionally linked to the entity (subjective element), and in particular:
 - a) by persons who hold positions of representation, administration or management of the entity or of one of its organisational units with financial and functional autonomy, as well as by persons who *de facto* manage and control the same (so-called **Top Managers**);

¹ Where “entities” means commercial companies, joint stock companies and partnerships, and associations, including those without legal personality.

² Interest (to be assessed *ex ante*) consists “*in the purposeful planning, on the part of the individual offender, of bringing an interest to the entity through the commission of the offence, it being of no consequence whether or not that interest was then concretely achieved*”. (Italian Criminal Court of Cassation, Div. IV, Sentence No. 38363/2018).

³ Advantage (to be assessed *ex post*) corresponds to “*the actual enjoyment by the entity of a concrete advantage due to the commission of the offence*”. (Italian Criminal Court of Cassation, Div. IV, Sentence No. 38363/2018).

- b) by persons subject to the management or supervision of one of the persons referred to in letter (a) (so-called **Subordinates**).

The liability of the entity is excluded where the offence was committed solely in the interest of the offender.

In addition to the existence of the objective and subjective elements described above, Legislative Decree 231/2001 requires the establishment of culpability on the part of the entity, in order to be able to affirm its liability: this requirement relates to “*fault of organisation*”, to be understood as the entity’s failure to adopt adequate preventive measures to prevent the commission of the Predicate Offences by the persons identified in the Decree.

1.2. THE OFFENCES LISTED IN THE DECREE

The offences from the commission of which the entity may incur administrative liability are only those expressly referred to in Legislative Decree 231/2001 and subsequent amendments and additions.

Please refer to **Annex 1** of this document for details of the individual offences currently included in the scope of application of Legislative Decree 231/2001.

1.3. SANCTIONS APPLICABLE TO THE ENTITY

The jurisdiction to hear administrative offences against the entity pertaining to a criminal offence belongs to the criminal court, which exercises it with the guarantees of criminal proceedings.

The ascertainment of the administrative liability of the entity by the criminal court may lead to the application of the administrative sanctions indicated in Article 9 of the Decree, such as:

- monetary penalties;
- debarment sanctions;
- forfeiture;
- publication of the judgment.

❖ Monetary penalties

The administrative pecuniary sanction, governed by Articles 10 *et seq.* of Legislative Decree 231/2001, is of necessary application; the entity is liable for payment from its assets or investment fund.

The legislature has adopted an innovative criterion for the commensuration of this sanction, attributing to the court the obligation to carry out two different and successive assessments, in order to better adjust the sanction to the seriousness of the offence and the economic conditions of the entity.

The table below summarises the monetary penalties provided for by Legislative Decree 231/2001 and the criteria for their application.

Scope	From €25,800.00 to €1,549,370.00, according to a system of instalments (from a minimum of 100 to a maximum of 1,000) with a variable amount.
Criteria	<p>The court shall first determine the number of instalments, based on:</p> <ul style="list-style-type: none"> - the severity of the offence; - the degree of liability of the entity; - the measures taken to eliminate or mitigate the consequences of the offence and to prevent the commission of further offences. <p>The court then determines, within the minimum and maximum limits set for the offences sanctioned, the amount of each instalment on the basis of:</p> <ul style="list-style-type: none"> - the entity's financial position and assets; - in order to ensure the effectiveness of the sanction.

Article 12 of Legislative Decree 231/2001 provides for a number of cases in which the monetary penalty is reduced. These are schematically summarised in the table below, which shows the reduction made and the prerequisites for its application.

Reduction	Prerequisites
1/2 <small>(and may not in any case exceed EUR 103,291.39)</small>	<ul style="list-style-type: none"> - the offender has committed the offence primarily in their own interest or in the interest of third parties and the entity has not gained an advantage or has gained only a minimal advantage; <i>or</i> - the pecuniary damage caused is of particular tenuousness.
From 1/3 to 1/2	<p><u>[Before</u> the first instance hearing is declared open]</p> <ul style="list-style-type: none"> - the entity has fully compensated for the damage and eliminated the harmful or dangerous consequences of the offence or has in any case taken effective steps to do so; <i>or</i> - an organisation, management and control model designed to prevent offences of the kind committed has been implemented and made operational.
From 1/2 to 2/3	<p><u>[Before</u> the first instance hearing is declared open]</p> <ul style="list-style-type: none"> - the entity has fully compensated for the damage and eliminated the harmful or dangerous consequences of the offence or has in any case taken effective steps to do so; <i>and</i> - an organisation, management and control model designed to prevent offences of the kind committed has been implemented and made operational.

❖ Debarment sanctions

The table below summarises the debarment sanctions provided for by Legislative Decree 231/2001 and the criteria for their application.

Scope	<ul style="list-style-type: none">- from three months to two years;- from four years to seven years for the corruptive offences referred to in Article 25 (2) and (3) of Legislative Decree 231/2001 committed by persons in a senior position;- from two years to four years for the corruptive offences referred to in Article 25 (2) and (3) of Legislative Decree 231/2001 committed by persons in a subordinate position.
Criteria	<p>Debarment sanctions apply in addition to monetary penalties in cases where:</p> <ul style="list-style-type: none">- the entity has made a significant profit and the offence was committed by persons in a senior position;- the offence was caused by subordinates and its commission was determined or facilitated by serious organisational deficiencies;- the offence has been repeated. <p>Debarment sanctions are applied in consideration of their fitness to prevent offences of the kind committed.</p>
Type	<ul style="list-style-type: none">- prohibition to carry out the respective activity;- prohibition of contracting with the Public Administration, except to obtain the performance of a public service;- suspension or revocation of authorisations, licences, or concessions serving the commission of the offence;- exclusion from benefits, grants, contributions or subsidies and the revocation of any already granted;- prohibition to advertise goods or services.

Pursuant to Article 26 of the Decree, if the offence is attempted but not effectively committed:

- monetary penalties and debarment sanctions are reduced by between one third and one half;
- the entity is not liable for the offence when it voluntarily prevents the deed from being carried out or the event from occurring.

❖ Forfeiture of the proceeds of the crime

Forfeiture of the proceeds of the crime consists in the forcible acquisition by the State of the price or proceeds of the crime, except for the part that can be returned to the injured party and without prejudice to the rights acquired by third parties in good faith; when confiscation in kind is not possible, sums of money, goods or other utilities of equivalent value to the price or proceeds of the crime may be confiscated.

❖ Publication of the conviction

The conviction is published only once, in excerpts or in full, by the court registry and at the expense of the entity, in one or more newspapers specified by the court in its judgment, and is also posted in the municipality where the entity has its head office.

Publication of the conviction may be ordered when a debarment sanction is imposed on the entity.

1.4. ADOPTION OF THE MODEL AS AN EXEMPTION FROM THE LIABILITY OF ENTITIES

Article 6 of Legislative Decree 231/2001 states that the entity, in the case of offences committed by Top Managers, shall not be held administratively liable if it can prove that:

- a) prior to the commission of the offence, the management body had adopted and effectively implemented an organisation, management and control model designed to prevent offences of the kind committed;
- b) the task of overseeing the operation of and compliance with the organisation, management and control model, as well as of proposing that it be updated, has been entrusted to a Board of the entity endowed with autonomous powers of initiative and control (the so-called “**Supervisory Board**”, hereinafter also referred to as “**Board**” or “**SB**”);
- c) the persons committed the offence by fraudulently circumventing the aforementioned model;
- d) there has been no or insufficient oversight by the Supervisory Board.

In the event that the offence has been committed by Subordinates subject to the management or supervision of top management, the entity will be held liable for the offence only in the event of culpable failure in its management and supervision obligations.

The adoption of the organisation, management and control model, before the offence is committed, therefore allows the entity to be exempt from administrative liability.

As to the effectiveness of the model in preventing the commission of the predicate offences provided for by Legislative Decree 231/2001, on the basis of the indications provided by the Decree itself, it is considered that the model can satisfy this requirement if it is able to:

- identify the activities within the scope of which there is a possibility that offences may be committed;
- provide for specific “protocols” governing the taking and implementation of the entity’s decisions in relation to the offences to be prevented;
- identify ways of managing financial resources aimed at preventing the commission of such offences;
- provide for reporting obligations vis-à-vis the SB;
- introduce an internal disciplinary system for penalising non-compliance with the measures set out in the model.

However, the mere adoption of the model is not, in itself, sufficient to exclude said liability, since it is necessary that the model be effectively and efficiently implemented and that the conditions set out in Article 6(1) of Legislative Decree 231/2001 be met.

As regards the suitability of the model to prevent the commission of the predicate offences provided for by Legislative Decree 231/2001, on the basis of the indications provided by case law, the model can be considered suitable if it:

- i. has been adopted on the basis of a mapping of the risks of offences that is specific and exhaustive and not merely descriptive or repetitive of the legal requirements;
- ii. requires the members of the SB to possess specific skills in the area of consultancy;
- iii. establishes as a cause of ineligibility for appointment as a member of the SB a non-revocable conviction (or plea bargaining);
- iv. provides for differentiation in training for employees in general, for employees working in specific risk areas and for internal control officers;
- v. provides for the content of training courses, their frequency, compulsory participation in the courses, attendance controls and quality controls on the content of the programmes;
- vi. expressly provides for the imposition of disciplinary sanctions;
- vii. provides for systematic procedures to search for and identify risks when particular circumstances exist;
- viii. provides for routine and surprise checks - in any case, periodic checks - on sensitive corporate activities;
- ix. provides for and regulates an obligation for the Company's employees, directors and managers to report to the SB relevant news concerning the life of the entity, violations of the model or the commission of offences. In particular, it must provide concrete instructions on how those who become aware of unlawful conduct can report it to the SB;
- x. contains specific and concrete protocols and procedures.

1.5. THE CONFINDUSTRIA GUIDELINES

Article 6(3) of the Decree provides that organisation, management and control models may be adopted - guaranteeing the requirements set out in the preceding paragraph - on the basis of codes of conduct drawn up by the associations representing the entities and communicated to the Ministry of Justice.

In March 2002, Confindustria drew up the "*Guidelines for Drawing up Organisation, Management and Control Models*" (hereinafter also referred to as the "**Guidelines**").

The Guidelines were approved by the Italian Ministry of Justice by Italian Ministerial Decree of 4 December 2003. The subsequent updated version, published by Confindustria on 24 May 2004, was approved by the Italian Ministry of Justice, which judged the Guidelines to be fit for the achievement of the purposes set out in Legislative Decree 231/2001. Due to changes in the regulatory framework, the Guidelines were updated by Confindustria on 31 March 2008, in March 2014 and, most recently, in June 2021.

In particular, the Guidelines provide for the following phases in the definition of the organisation, management and control model:

- identification of potential risks, i.e. the analysis of the corporate context to highlight in which areas of activity and in what ways events detrimental to the objectives set out in Legislative Decree 231/2001 may occur;
- preparation of a control system (the so-called protocols) designed to prevent the risks of offences identified in the previous phase, through the assessment of the entity's existing control system and its degree of compliance with the requirements set out in Legislative Decree 231/2001.

The system outlined, in order to operate effectively, must be translated into a continuous process or, in any case, carried out with adequate periodicity, to be monitored with particular attention in the

event of corporate changes (opening of new offices, expansion of activities, acquisitions, reorganisation, changes to the organisational structure, etc.) or the introduction of new Predicate Offences for which the entity is liable under the law.

1.6. LEGISLATIVE DECREE 231/2001 AND THE US SARBANES-OXLEY ACT (SOX)

The process of implementing and enacting an Organisation, Management and Control Model, as required by Legislative Decree 231/2001, cannot disregard the presence, within the corporate structure, of bodies, principles and procedures that comply with other regulations, bearing in mind the specific organisational needs of each company.

In particular, the US Sarbanes-Oxley Act (SOX) introduces a series of provisions and institutions aimed at ensuring the accuracy and integrity of information disclosed to the market, in order to strengthen investor confidence, safeguard shareholders from potential fraud, and thus protect investments in the financial market.

Therefore, although the two regulations have different purposes, the control measures and procedures implemented in accordance with SOX may well constitute, with a view to the efficiency and optimisation of controls, preventive measures for certain categories of offences provided for by Legislative Decree 231/2001 (e.g. corporate offences and market abuse) and, therefore, are also relevant for the purposes of the Organisation, Management and Control Model.

SECTION TWO

2. THE ORGANISATION, MANAGEMENT AND CONTROL MODEL OF BOLZONI S.P.A.

2.1. AIMS OF THE MODEL

Bolzoni S.p.A. (hereinafter referred to as “**Bolzoni**” or the “**Company**”) is an Italian Company, part of the Bolzoni Group, which researches, develops, designs, manufactures and sells forklift truck attachments and industrial handling solutions, such as: clamps for forest products, clamps for multiple pallets, clamps for boxes and household appliances, parallel clamps, push-pull toggle clamps, sideshifts, fork positioners, turntables, forks and lift tables. Bolzoni is a world leader in the Original Equipment Manufacturers (OEM) market and an approved supplier to all major forklift truck manufacturers.

The Company approved this Organisation, Management and Control Model (hereinafter also referred to simply as the “**Model**”) by resolution of the Board of Directors on 15 February 2024.

The Company is sensitive to the need to ensure conditions of fairness and transparency in the conduct of its business and corporate activities, in order to protect its position and image, and the work of its employees, and is also aware of the importance of adopting an organisation, management and control model aimed at preventing the commission of unlawful conduct by its directors, employees and associates subject to management or supervision by the Company.

Therefore, the Company believes that the adoption of the Model, together with the Code of Ethics, may constitute a valid tool for further raising the awareness of all the Company’s employees and all other recipients, so that they follow, in the performance of their duties, correct and transparent conduct, such as to prevent the risk of commission of the offences referred to in Legislative Decree 231/2001.

In particular, by adopting the Model, the Company intends to pursue the following aims:

- determine in the recipients of the Model, as defined in paragraph 2.2. below, the awareness that they may incur, in the event of violation of the provisions set out therein, in the commission of offences liable to disciplinary sanctions under this Model, criminal sanctions applicable to them, as well as administrative sanctions that may be imposed directly on the Company;
- prohibit conduct that may constitute the types of offences referred to in Legislative Decree 231/2001, by setting up a prevention and control system aimed at reducing the risk of offences being committed in connection with the Company’s activities;
- stress that such forms of unlawful conduct are strongly condemned by the Company, since they are (even if the Company were apparently in a position to benefit from them) in any case contrary not only to the provisions of the law, but also to the ethical principles to which the Company intends to adhere in the performance of its business activities; and
- enable the Company, through monitoring the areas of activity at risk based on a structured and organic system of procedures and controls, to intervene promptly in order to prevent or counteract the commission of such offences.

In order to prepare an effective Model fit to prevent the offences covered by Legislative Decree 231/2001, the Company carried out an in-depth analysis of its corporate context, both through

documentary verification and by means of targeted interviews with Company representatives familiar with the organisation and activities carried out by the Company.

2.2. RECIPIENTS

The provisions of this Model are binding for the Company's directors and for all those who perform functions of representation, administration and management, including *de facto*, of the Company, for its employees (meaning all those who are bound to the Company by a subordinate employment relationship, including executive personnel, or a para-subordinate employment relationship, e.g. apprentices), and for external staff subject to the direction or supervision of the Company's management (all the persons listed above also referred to below as the "**Recipients**").

The persons to whom the Model is addressed are required to strictly comply with all its provisions, not least to fulfil the duties of loyalty, fairness and diligence arising from the legal relations established with the Company.

2.3. FUNDAMENTAL ELEMENTS OF THE MODEL

With regard to the requirements identified in Legislative Decree 231/2001, the fundamental elements developed by the Company in defining the Model can be summarised as follows:

- matrix of the areas at risk of offences, with examples of possible ways in which offences may be committed and instrumental processes that may be potentially associated with the commission of the offences referred to in Legislative Decree 231/2001, to be subjected, therefore, to periodic analysis and monitoring;
- identification of the ethical principles and rules of conduct aimed at preventing conduct that may constitute the types of offences provided for by Legislative Decree 231/2001, enshrined in the Code of Ethics adopted by the Company, in the Code of Business Conduct adopted by Hyster-Yale Materials Handling, Inc. (also referred to as the "**HY Code of Conduct**"), and, more specifically, in this Model;
- provision of specific protocols for the instrumental processes considered to be at greater potential risk of offences being committed, aimed at expressly regulating the taking and implementation of the Company's decisions, in order to provide specific guidance on the system of preventive controls relating to the individual offences to be prevented;
- appointment of a Supervisory Board and assignment of specific tasks to oversee the effective implementation and application of the Model;
- introduction of communication channels, designed to ensure the confidentiality of the whistleblower's identity, for the collection of reports of unlawful conduct relevant under Legislative Decree 231/2001 or of breaches of the Model, in accordance with Italian Legislative Decree 24/2023 having as its object "*Implementation of Directive (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019 on the protection of persons who report breaches of Union law and laying down provisions concerning the protection of persons who report breaches of national laws*" (for more details, see below, paragraph 3.6);
- approval of a penalty system for ensuring the effective implementation of the Model, containing the disciplinary provisions applicable in the event of non-compliance with the measures set out in the Model;

- undertaking to give information to the Recipients of this Model, raising their awareness of its contents and distributing the Model to them;
- procedures for the adoption and effective application of the Model as well as for any necessary amendments or additions thereto (updating of the Model).

2.4. THE CODE OF ETHICS AND THE MODEL

The Company intends to operate in accordance with ethical principles and rules of conduct aimed at basing the performance of its business activities, the pursuit of its corporate purpose and its growth on compliance with the laws and regulations in force. To this end, the Company has adopted a Code of Ethics, which incorporates the principles of the HY Code of Conduct, aimed at defining a series of principles of “corporate ethics” and rules of conduct, which the Company recognises as its own and of which it requires compliance both by its corporate bodies and employees, and by all those who cooperate with it in the pursuit of its business objectives.

The Code of Ethics therefore has a general scope and represents a set of rules, voluntarily adopted by the Company, which it acknowledges, accepts and shares, and which are aimed at promoting solid ethical integrity and a keen awareness of compliance with the regulations in force.

Thus, the Code of Ethics describes the principles that apply to the Company and requires that they be observed both by the Company’s employees and corporate bodies, and by third parties who, for whatever reason, have relations with the Company. Compliance with the Code of Ethics therefore serves not only to foster a culture within the Company that is sensitive to legality and ethics, but also to protect the interests of the Company’s employees and of those who have relations with the Company, preserving the latter from serious liability, sanctions and reputational damage.

The Model, however, responds to specific requirements contained in Legislative Decree 231/2001, expressly aimed at preventing the commission of the types of offences provided for in the decree itself (for acts that, allegedly committed in the interest or to the advantage of the Company, may give rise to administrative liability for offences on the part of the Company).

In view of the fact that the Code of Ethics sets out principles of conduct (including, among others, legality, fairness and transparency) that are also conducive to preventing the unlawful conduct referred to in Legislative Decree 231/2001, that document acquires relevance for the purposes of the Model and therefore constitutes a complementary element to it.

2.5. STRUCTURE OF THE ORGANISATIONAL AND CONTROL SYSTEM

In preparing the Model, and on the basis of the categories of offences found to be relevant, the Company reviewed the existing organisational and control system, structured in a series of controls, in order to verify whether it was suitable for preventing the specific offences provided for by the Decree in the areas of Company activity identified as being at risk.

The Company’s organisational and control system is based, specifically, not only on the principles of conduct, control protocols and information flows to the SB described in the special parts of the Model dedicated to this purpose, but also on the following elements:

- the legislative and regulatory framework applicable to Bolzoni, including that specific to the sector in which the Company operates and to which it strictly adheres, including: UNI EN ISO 14001, UNI EN ISO 9001 and UNI EN ISO 3834-2.

- the Code of Ethics and the HY Code of Conduct, which set out the principles and rules of conduct adopted and endorsed by the Company;
- the existing system of delegated powers and proxies;
- the internal procedures/policies adopted by the Company;
- the procedural and control system defined pursuant to SOX;
- an Internal Audit structure.

Bolzoni's current organisational and control system, understood as an apparatus designed to manage and monitor the main corporate risks, ensures the achievement of the following objectives:

- effectiveness and efficiency in deploying Company resources, protecting against losses and safeguarding the Company's assets;
- compliance with applicable laws and regulations in the Company's operations and actions;
- reliability of information, to be understood as timely and accurate communication to guarantee the proper conduct of each decision-making process.

At the basis of this system are the following principles, reproduced and set out in the Company procedures and control protocols:

- every operation, transaction and action must be verifiable, documented, consistent and congruous;
- the system shall ensure, *inter alia* through a coherent allocation of powers and proxies and authorisation levels, the application of the principle of segregation of duties (whereby no-one should be able to manage an entire process autonomously) and functional independence;
- the internal control system shall document the implementation of controls, including supervisory controls.

Responsibility for the proper functioning of the internal control system rests with each corporate function for all processes for which it is responsible.

2.6. IDENTIFICATION OF "AT RISK" ACTIVITIES AND DEFINITION OF PROTOCOLS

The Company, therefore, sensitive to the need to ensure conditions of fairness and transparency in the conduct of business and corporate activities, and to protect its reputation and image, decided to conduct a careful analysis of its organisational, management and control tools, aimed at verifying the correspondence of the principles of conduct and procedures already adopted to the purposes laid down in Legislative Decree 231/2001 and, where necessary, bringing them into line.

Legislative Decree 231/2001 expressly provides, in Article 6(2)(a) thereof, that the entity's organisation, management and control model must in fact identify the corporate activities in the scope of which the offences referred to in that Decree may potentially be committed.

An analysis was therefore conducted of the Company's business activities and of its organisational structures, with the specific aim of identifying the "sensitive" activities in which the offences provided for by Legislative Decree 231/2001 could be committed, the examples of possible ways in which they could be carried out, and the processes in the performance of which, again in principle, the conditions could be created and/or the tools provided for the commission of the offences (so-called "instrumental" processes).

- *Identification of activities at risk.*

Taking into account the Company's core activities, the hypothetically risky activities identified during the implementation of the Model concerned, in particular, the offences provided for in Articles 24, 24 bis, 24 ter, 25, 25 bis, 25 bis.1, 25 ter, 25 quinquies, 25 septies, 25 octies, 25 octies.1, 25 novies, 25 decies, 25 undecies, 25 duodecies, 25 quinquiesdecies and 25 sexiesdecies of Legislative Decree 231/2001.

The risk of commission of the offences set out in Articles 25 quater, 25 quater.1, 25 sexies, 25 terdecies, 25 quaterdecies, 25 septiesdecies and 25 duodevicies, although it cannot be excluded *tout court*, was considered extremely remote in view of the activities carried out by the Company and in any case reasonably covered by compliance with the ethical principles and rules of conduct set out in the Code of Ethics adopted by the Company and in the HY Code of Conduct, which binds all its Recipients to the strictest compliance with the laws and regulations applicable to it.

The identification of the activities at risk of commission of the offences, as provided for by Legislative Decree 231/2001 following its amendments, was also carried out by means of interviews with the contact persons of each corporate function, as such having the broadest and deepest knowledge of the operations of each individual sector of the Company's business.

The results of the activities described above were compiled in a fact sheet (the so-called **Matrix of the Areas at Risk of Offences**), which illustrates in detail the concrete risk profiles of commission of the offences referred to by Legislative Decree 231/2001, within the scope of the Company's activities. The Matrix of the Areas at Risk of Offences is kept at the Company's head office.

Specifically, the following instrumental processes were identified in the context of which, in principle, the conditions could be created and/or the tools provided for the commission of the offences:

1. ***Management of the purchase of goods, services and consultancy***
2. ***Management of production activities***
3. ***Sales management***
4. ***Management of obligations and relations with public bodies***
5. ***Selection, recruitment and administrative management of personnel (e.g. reimbursement of expenses)***
6. ***Management of communication activities, as well as sponsorships, donations and gifts***
7. ***Management of monetary and financial flows***
8. ***Accounting management and the preparation of financial statements and other corporate communications***
9. ***Management of corporate obligations and relations with supervisory bodies and the Shareholder***
10. ***Environmental compliance management***
11. ***Management of health and safety at work obligations***
12. ***Information systems management***
13. ***Tax compliance management***

This Model consists of a “General Part” and a “Special Part”, divided into control protocols designed to prevent the risk of offences being committed in the management of each of the instrumental processes listed above. For each instrumental process listed above, there is a Special Part control protocol.

SECTION THREE

3. SUPERVISORY BOARD

3.1. BACKGROUND

Article 6(1) of Legislative Decree 231/2001 provides that the function of overseeing and updating the Model is entrusted to a Supervisory Board of the entity which, endowed with autonomous powers of initiative and control, continuously exercises the tasks assigned to it.

In this regard, the Confindustria Guidelines point out that, although Legislative Decree 231/2001 allows for a single or multi-member composition, the choice between one or the other solution must take into account the purposes pursued by the law and, therefore, ensure the effectiveness of the controls in relation to the entity's size and organisational complexity.

Given its current organisational structure, the Company decided to set up a collegial body, appointed by the Board of Directors, with specific professional expertise in the field of consultancy.

The Supervisory Board was appointed in such a way as to guarantee the following requirements:

- Autonomy and independence: This requirement lies in the absence of any hierarchical reporting within the organisation and the power to report to the top management;
- Professionalism: This requirement is guaranteed by the professional, technical and practical knowledge possessed by the members of the Supervisory Board;
- Continuity of action: With regard to this requirement, the Supervisory Board is required to constantly monitor, by means of powers of investigation, compliance with the Model, and to ensure that it is implemented and updated, representing a constant reference point for all the Company's staff.

3.2. TERM OF OFFICE, DISQUALIFICATION AND DISMISSAL

The Supervisory Board remains in office for the term indicated in the deed of appointment and may be reappointed.

For members of the Supervisory Board, the following constitute grounds for ineligibility and/or disqualification:

- a) debarment, incapacitation, bankruptcy or, in any case, a criminal conviction, even if not final, for any of the offences set out in the Decree or, in any case, to a punishment entailing debarment, even temporary, from public offices or the inability to exercise executive offices;
- b) the existence of relationships of family, marriage or kinship up to the fourth degree with members of the Company's Board of Directors or Board of Statutory Auditors, or with external auditors;
- c) a conviction against the Company, even if the conviction has not become irrevocable, or a sentence imposing a penalty at the request of the parties pursuant to Article 444 of the Italian Code of Criminal Procedure (so-called plea bargaining sentence), where the evidence shows that the Supervisory Board did not or did not sufficiently supervise;
- d) the existence of relations between a member and the Company such as to compromise the member's independence.

Should a cause for disqualification arise during a member's term of office, that member of the Supervisory Board shall immediately inform the Board of Directors.

Internal members may not be chosen from among executives in charge of functions related to the Company activities at risk of offences and, in any case, must not belong to the Company's business areas. Members who have an employment relationship with the Company shall automatically forfeit their office in the event of termination of said relationship and regardless of the cause of discontinuation thereof, or if they take on new duties incompatible with the requirements for membership of the SB.

If an external member is appointed, he/she must not have any business relationship with the Company that could lead to a conflict of interest.

The powers of the Supervisory Board may only be revoked for just cause and subject to a resolution of the Company's Board of Directors.

The following shall constitute just cause for the dismissal of members:

- failure to inform the Board of Directors of a conflict of interest that would prevent the member from remaining a member of the Board;
- breach of confidentiality obligations with regard to news and information acquired in the performance of the functions of the Supervisory Board;
- for members bound to the Company by an employment relationship, the commencement of disciplinary proceedings for conduct that may lead to the sanction of dismissal.

Should a member be dismissed without just cause, the dismissed member may ask to be immediately reinstated in office.

Meanwhile, the Supervisory Board in its entirety may be relieved of office if:

- there is found to have been a material breach by the Supervisory Board in the performance of its verification and control duties;
- a conviction has been handed down against the Company, even if the conviction has not become irrevocable, or a sentence has been passed imposing a penalty at the request of the parties pursuant to Article 444 of the Italian Code of Criminal Procedure (so-called plea bargaining sentence), where the evidence shows that the Supervisory Board did not or did not sufficiently supervise.

Any member may resign from office at any time with at least 30 days' written notice, to be communicated to the Board of Directors by certified e-mail.

3.3. FUNCTIONS AND POWERS OF THE SUPERVISORY BOARD

The Supervisory Board independently regulates the rules for its own operation in a specific set of Rules and Regulations, in particular defining the operating procedures for the performance of the functions entrusted to it. These Rules and Regulations are then forwarded to the Board of Directors for acknowledgement.

The Supervisory Board is entrusted with the following tasks:

- overseeing the operation of and compliance with the Model;
- ensuring that it is updated.

These tasks are performed by the Board through the following activities:

- ensuring that those within or associated with the Company are aware of the Model's contents, understand the same and comply with them;
- ensuring that the Model is valid and adequate, particularly in respect of the conduct observed within the Company context;
- verifying that the Model is effectively capable of preventing the offences set out in Legislative Decree 231/2001 from being committed;
- proposing updates to the Model should it become necessary and/or appropriate to make corrections and/or adjustments to it as a result of changes in the law and/or the Company;
- reporting on an ongoing basis to the Board of Directors on the activities carried out;
- periodic reporting to the Board of Statutory Auditors at its request on the activities carried out, or for any breaches by top management or members of the Board of Directors.

In carrying out these activities, the Supervisory Board will perform the following tasks:

- collaborate with the competent corporate function in planning regular training programmes aimed at fostering awareness of the provisions of the Bolzoni Model, differentiated according to the role and responsibilities of the Recipients;
- set up special “dedicated” reporting channels to facilitate whistleblowing and the transmission of information to the Board (see paras. 3.5 and 3.6);
- collect, process, store and update all information relevant for the purposes of verifying compliance with the Model;
- routinely check and monitor the risk areas/activities identified in the Model.

For the Board to be as best informed as possible regarding the implementation of the Model, it is essential that the Supervisory Board work in close cooperation with the corporate functions.

For the purposes of performing the tasks listed above, the Board is endowed with the following powers:

- to have its own Rules and Regulations and receive information flows from the corporate functions;
- to freely access, without prior authorisation, any Company document relevant to the performance of the functions assigned to the Board pursuant to Legislative Decree 231/2001;
- to require the heads of the corporate functions, and in any case all the Recipients, to promptly provide the information, data and/or news requested from them in order to identify aspects connected to the various Company activities relevant pursuant to the Model and to verify that the Model is being effectively implemented by the Company's organisational structures (see para. 3.5);
- to make use of external consultants of proven professionalism in cases where this is necessary in the exercise of its activities.

In order to better perform its activities, the Board may delegate one or more specific tasks to individual members of the Board, who shall perform them in the name and on behalf of the Board. Responsibility for the delegated tasks lies with the Board as a whole.

The Supervisory Board is granted an adequate expense budget by the Board of Directors for the performance of its functions. The Board makes its own decisions about the expenses to be incurred

and any expenses exceeding the approved budget must be authorised directly by the Board of Directors.

3.4. REPORTING BY THE SUPERVISORY BOARD

As already mentioned above, in order to guarantee full autonomy and independence in the performance of its functions, the Supervisory Board reports directly to the Company's Board of Directors and to the Board of Statutory Auditors on the activities carried out.

In particular, the Supervisory Board reports, both to the Board of Directors and to the Board of Statutory Auditors, on the status of implementation of the Model, the results of the supervisory activity performed and on any appropriate action to be taken to implement the Model:

- on an ongoing basis to the Global Legal Director, the Internal Audit department and, at least once a year, through a written report addressed to the Board of Directors;
- periodically to the Board of Statutory Auditors, at its request, on the activities carried out;
- immediately to the Board of Statutory Auditors, in cases of alleged breaches by top management or members of the Board of Directors, being able to receive requests for information or clarifications from the Board of Statutory Auditors.

The Supervisory Board may be convened at any time and, at the same time, may - in turn - request that the Company's Board of Directors and Board of Statutory Auditors be convened whenever it deems it appropriate in matters concerning the functioning and effective implementation of the Model or in relation to specific situations.

Moreover, in order to ensure a correct and effective flow of information, for the full and proper performance of its duties, the Board may request clarifications or information directly from the persons vested with the main operational responsibilities.

3.5. INFORMATION FLOWS TO THE SUPERVISORY BOARD

Legislative Decree 231/2001 sets out, among the requirements that the Model must meet, the establishment of information obligations towards the Supervisory Board.

These flows concern all the information and documents that must be brought to the attention of the Supervisory Board, in accordance with the provisions of the protocols adopted and contained in the Special Part of this Model.

Precise obligations have therefore been imposed on Bolzoni's corporate bodies and staff:

- on a periodic basis, information, data, news and documents constituting derogations and/or exceptions to corporate procedures, previously identified by the Supervisory Board and formally requested by the latter from the individual corporate functions, in accordance with the procedures and timeframes defined by the Board itself (so-called information flows);
- within the scope of the Supervisory Board's verification activities, any information, data, news and document deemed useful and/or necessary for the performance of such verifications, previously identified by the Board and formally requested from the individual corporate functions.

The Supervisory Board must mandatorily receive - by way of example but not limited to - all information concerning:

- measures and/or information from judicial or tax police bodies or any other authority, including administrative authorities, involving the Company or Top Managers, from which it can be inferred that investigations are being carried out, even against unknown persons, for offences under the Decree, without prejudice to the legally imposed obligations of confidentiality and secrecy;
- requests for information or the sending of requirements, reports or letters by the Supervisory Authorities (e.g. the Italian Competition Authority), and any other documentation resulting from inspection activities carried out by the same and falling within the scope of Legislative Decree 231/2001;
- communications to the Judicial Authorities concerning potential or actual misconduct that may be related to the cases referred to in Legislative Decree 231/2001;
- requests for legal assistance made by top management and/or employees in the event of legal proceedings being initiated, in particular for offences covered by the Decree;
- results of the checks carried out by the heads of the various corporate functions from which facts, acts, events or omissions raising concern have emerged with respect to compliance with the provisions of the Decree or the Model;
- changes in the system of delegated and proxy powers, amendments to the articles of association or changes to the Company organisation chart;
- information on the actual implementation, at all levels of the Company, of the Model, with evidence of the disciplinary proceedings carried out and any sanctions imposed, or of the orders to close such proceedings with the reasons therefor;
- reports of serious accidents (fatal accidents or injuries with a prognosis of more than 40 days) involving employees, contractors and/or associates present in the Company's workplaces.

All information, documentation and reports collected in the performance of institutional duties must be filed and kept by the Supervisory Board, taking care to keep the documents and information acquired confidential, in compliance with privacy legislation.

Failure to send information to the Supervisory Board constitutes an infringement of this Model.

In exercising its power of inspection, the Supervisory Board may freely access all the Company's sources of information, view any Company document and consult data relating to the same.

3.6. WHISTLEBLOWING

With Italian Legislative Decree 24/2023 on "*Implementation of Directive (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019 on the protection of persons who report breaches of Union law and on the provisions concerning the protection of persons who report breaches of national laws*", the legislature amended the rules on so-called "Whistleblowing"⁴.

⁴ The aforementioned Italian Legislative Decree 24/2023 grants protection to the following categories of whistleblowers: employees; self-employed workers; collaborators; freelancers; consultants; volunteers; trainees; shareholders and persons with administrative, management, control, supervisory or representative functions. The protection granted by Italian Legislative Decree 24/2023 also applies in cases of:

- legal relationships that have not yet begun, if the information on infringements was acquired during the selection process or in other pre-contractual stages;
- during the probationary period;

The new legislation amended Legislative Decree 231/2001, replacing the provisions that had been introduced by Italian Law No. 179 of 2017 and providing that the Model must provide for internal reporting channels, the prohibition of retaliation and the integration of the disciplinary system.

Bolzoni supports and encourages reports from anyone who, in good faith, has definite information or a reasonable suspicion, based on precise and concordant elements of fact, that a breach of the Model, the Code of Ethics, the HY Code of Conduct or EU law has occurred or may occur⁵.

In this regard, the Company provides and promotes **Alertline**, the whistleblowing channel of the Hyster-Yale Group (for details see the [Speak Up Policy](#) adopted by the Hyster-Yale Group and the [Speak Up Policy](#) adopted locally by Bolzoni S.p.A.), which allows reports of wrongdoing in the workplace to be made in the following ways:

- in writing, via www.hyster-yale.ethicspoint.com;
- by telephone, by calling the toll-free number 800-897-501;
- in person, by requesting a face-to-face meeting via the toll-free number or through www.hyster-yale.ethicspoint.com.

These reporting procedures aim to ensure the utmost confidentiality of the identity of whistleblowers, also in order to avoid retaliation or any other form of discrimination or penalisation against them.

The whistleblowing channel guarantees the protection of whistleblowers against any direct or indirect form of retaliation, discrimination or penalisation, application of sanctions, demotion, dismissal, transfer or submission to any other organisational measure having a direct or indirect negative effect on their working conditions for reasons directly or indirectly linked to the whistleblowing.

-
- after the termination of the legal relationship if the information on breaches was acquired in the course of that relationship.

Moreover, the protection measures as specified below apply not only to the whistleblower, but also to the following persons:

- the facilitator, an individual who assists the whistleblower in the whistleblowing process and works within the same work environment;
- persons in the same work environment as the whistleblower and who are linked to the whistleblower by a stable emotional or kinship relationship up to the fourth degree;
- co-workers of the whistleblower who work in the same work environment as the whistleblower and who have a regular and current relationship with that person;
- entities owned by the whistleblower or for which the whistleblower works, as well as entities operating in the same work environment as the aforementioned persons.

⁵ Pursuant to Italian Legislative Decree 24/2023, to be understood as:

- offences falling within the scope of European Union acts relating to the following areas:
- public procurement;
- financial services, products and markets and the prevention of money laundering and terrorist financing;
- product safety and compliance;
- transport safety and security;
- environmental protection;
- radiation protection and nuclear safety;
- food and feed safety and animal health and welfare;
- public health;
- consumer protection;
- protection of privacy and of personal data and security of IT networks and systems.
- acts or omissions affecting the financial interests of the European Union, as well as those affecting the internal market,
- including violations of EU competition and state aid rules;
- acts or conduct that frustrate the object or purpose of the provisions of European Union acts in the areas mentioned above.

The whistleblowing channel ensures in all cases the confidentiality and anonymity (if requested) of the whistleblower, without prejudice to legal obligations and the protection of the rights of the Company or of persons wrongly accused and/or accused in bad faith.

Whistleblowing reports are handled by the competent group functions, with the involvement, where necessary, of the competent local functions. The reports are analysed, assessed and an acknowledgement of receipt is sent to the whistleblower (if the latter has not decided to remain anonymous) within seven days of receipt of his/her report. If appropriate, the whistleblower (if his/her identity is known) and the person reported may be summoned in order to obtain further information; all the necessary checks and investigations are carried out to ascertain whether the report is well-founded, in accordance with the applicable internal procedures.

Reports that lack any substantial supporting evidence, are excessively vague or unsubstantiated or have an obviously defamatory or libellous content are not taken into account.

The whistleblower is given feedback on the outcome of the investigation within three months of his/her report.

The SB shall be promptly informed where a whistleblowing report has relevance pursuant to Legislative Decree 231/2001, and shall in any case receive regular information flows from the persons in charge of managing such reports, in order to carry out its supervisory activities and, in any case, with a view to constantly improving the Model.

All the information, documents and whistleblowing reports collected by the Supervisory Board and received by it in the performance of its institutional duties are kept by the Board in a special archive set up at the Company's head office, in compliance with the provisions of the law on the processing of personal data.

SECTION FOUR

4. DISCIPLINARY SYSTEM AND SANCTIONS

4.1. GENERAL PRINCIPLES

As expressly provided for by the Decree in Article 6(2)(e), one of the essential elements of the Model is the existence of a *disciplinary system capable of sanctioning non-compliance with the measures set out in the model*, which - as provided for in paragraph 2 *bis* - must also comply with the provisions of the “*decree implementing Directive (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019*” on the protection of whistleblowers.

The definition of such disciplinary system constitutes, in fact, pursuant to Article 6(1)(e) and Article 7(4)(b) of the Decree, an essential requirement of the Model for the purposes of the exemption under Article 6 of the Decree.

The function of the disciplinary system being essentially preventive, the sanctions should follow a gradual progression according to the seriousness of the violations. It is therefore necessary that the Model concretely identifies the disciplinary measures to which each person is exposed if he/she does not comply with the measures set out in the Model, the Code of Ethics and the HY Code of Conduct, by linking the applicable sanctions to each violation in view of increasing seriousness and proportionality.

In general, by way of example and not exhaustively, the punishable conduct can be attributed to:

- a) culpable failure to implement the measures set out in the Model, the Code of Ethics and the HY Code of Conduct;
- b) wilful violation of the measures set out in the Model and in the Code of Ethics and the HY Code of Conduct, such as to undermine the relationship of trust between the perpetrator and the Company in that it is unequivocally preordained with the intention of committing an offence;
- c) breach of the measures put in place to protect whistleblowers, pursuant to Italian Legislative Decree 24/2023;
- d) wilful misconduct or gross negligence in making whistleblowing reports that turn out to be unfounded, pursuant to Italian Legislative Decree 24/2023;
- e) breach of the obligation to provide information to the SB;
- f) breach of the provisions on giving the Recipients of the Model information about it and training on it and on its distribution to the Recipients;
- g) acts of direct or indirect retaliation or discrimination against a whistleblower for reasons directly or indirectly linked to his/her report, pursuant to Italian Legislative Decree 24/2023.

The sanctions that may be imposed are differentiated according to the nature of the relationship between the perpetrator and the Company, as well as the significance and seriousness of the breach committed and the role and responsibility of the perpetrator.

More specifically, the sanctions that may be imposed are differentiated according to the degree of imprudence, malpractice, carelessness, negligence or intentionality of the conduct in respect of the action/omission. Also taken into account is any recidivism, as well as the work activity carried out by the person concerned and his/her functional position, together with all the other particular circumstances that may have characterised the offence.

The sanctioning procedure is in any case referred to the competent corporate function and/or the competent corporate bodies, in accordance with the applicable contractual and legislative provisions.

This system of sanctions must be brought to the attention of all the Recipients of the Model by the means deemed most appropriate by the Company.

The SB monitors compliance with this disciplinary system, with the competent corporate functions and/or corporate bodies remaining responsible for the concrete application of the disciplinary sanctions set out below.

4.2. SANCTIONS AGAINST EMPLOYEES

Conduct by employees in violation of the provisions of the Model, including violation of the obligation to provide information to the SB, of the Code of Ethics and of the HY Code of Conduct are defined as disciplinary offences.

The sanctions that can be imposed on workers are those set out in Article 7 of Italian Law No. 300 of 30 May 1970 (Workers' Statute) and in the National Collective Labour Agreement (CCNL) for workers in the mechanical engineering industry applied by the Company (hereinafter simply the "**applicable CCNL**").

The Company must comply with the limits set forth in Article 7 of the Workers' Statute and the provisions contained in the applicable CCNL, with regard to both the sanctions that can be imposed and the manner in which disciplinary power is exercised.

On the basis of the applicable CCNL, the following sanctions may be imposed on employees:

- i) oral reprimand;
- ii) written reprimand;
- iii) fine not exceeding three hours' hourly pay calculated on the minimum wage;
- iv) withholding up to three days' worth of the employee's pay;
- v) dismissal.

The sanctions must be commensurate with the nature and gravity of the violation committed.

In order to highlight the correlation criteria between breaches and disciplinary measures, it is specified that:

- i) the disciplinary measure of an oral reprimand is applied to any employee who:

- violates, through mere carelessness, the provisions of the Code of Ethics and the HY Code of Conduct or adopts, in the performance of sensitive activities, a conduct that does not comply with the provisions contained in the Model, where the violation has no external relevance;
 - does not undergo the relevant training pursuant to Legislative Decree 231/2001 and Italian Legislative Decree 24/2023;
 - violates the obligation to provide information to the Supervisory Board;
- ii) the disciplinary measure of a written reprimand is applied to any employee who:
- is found to have repeatedly committed, in the previous two years, offences for which a verbal warning is applicable;
 - violates, through mere carelessness, Company procedures, the provisions of the Code of Ethics and the HY Code of Conduct or adopts, when carrying out activities in areas at risk, a conduct that does not comply with the provisions contained in the Model, where the violation has external relevance;
- iii) the disciplinary measure of a fine not exceeding the amount of three hours' pay is applied to any employee who:
- is found to have repeatedly committed, in the previous two years, offences for which a written warning is applicable;
 - owing to his/her hierarchical or technical level of responsibility, or in the presence of aggravating circumstances, harms the effectiveness of the Model through conduct such as:
 - the making, with gross negligence, of false or unfounded reports in breach of Italian Legislative Decree 24/2023 relating to unlawful conduct within the meaning of Legislative Decree 231/2001 or relating to breaches of the Model, the Code of Ethics or the HY Code of Conduct (see paragraph 3.6);
 - breach of the measures adopted by the Company to protect the confidentiality of the whistleblower's identity pursuant to Italian Legislative Decree 24/2023 such as to generate retaliatory attitudes or any other form of discrimination or penalisation against the whistleblower (see paragraph 3.6);
 - repeated failure to comply with the requirements set out in the Model, where these relate to a proceeding or relationship in which the Public Administration is a party or to compliance with health and safety requirements in the workplace;
- iv) the disciplinary measure of suspension from work and withholding of pay for a period not exceeding three days is applied to any employee who:
- is found to have repeatedly committed, in the previous two years, offences for which a fine not exceeding three hours' pay is applicable;
 - breaches the provisions concerning signing powers and the system of delegated powers in respect of acts and documents addressed to the Public Administration;
 - makes, with malicious intent, false or unfounded reports in breach of Italian Legislative Decree 24/2023 relating to unlawful conduct under Legislative Decree 231/2001 or relating to breaches of the Model, the Code of Ethics and the HY Code of Conduct (see paragraph 3.6);

- obstructs, even unsuccessfully, the making of a whistleblowing report pursuant to Italian Legislative Decree 24/2023 relating to unlawful conduct under Legislative Decree 231/2001 or relating to breaches of the Model, the Code of Ethics or the HY Code of Conduct (see paragraph 3.6);
 - breaches the measures adopted by the Company to protect the whistleblower's identity pursuant to Italian Legislative Decree 24/2023 such as to generate retaliatory attitudes or any other form of discrimination or penalisation against the whistleblower (see paragraph 3.6).
- v) the disciplinary measure of dismissal is applied to any employee who:
- fraudulently eludes the provisions of the Model through conduct unequivocally aimed at committing one of the offences included among those set out in Legislative Decree 231/2001;
 - violates the internal control system by removing, destroying or altering documents or by preventing the control of or access to information and documents by the competent bodies, including the Supervisory Board, in such a way as to impede the transparency and verifiability thereof;
 - has repeatedly committed one or more of the infringements referred to in points (iii) and (iv), but only in respect of false or unfounded reports made with malicious intent or gross negligence and in respect of breaches of the measures adopted by the Company to ensure the protection of the whistleblower's identity pursuant to Italian Legislative Decree 24/2023 (see paragraph 3.6).

The principles of correlation and proportionality between the breach committed and the sanction imposed are ensured by compliance with the following criteria:

- imputability of the offence;
- seriousness of the breach;
- employee's task, role, responsibilities, and autonomy;
- predictability of the event;
- any recidivism;
- intentionality of the conduct or degree of carelessness, imprudence, or malpractice;
- overall conduct of the offender, including with regard to the existence or otherwise of precedent disciplinary measures under the terms of the applicable CCNL;
- other special circumstances characterising the breach.

It is also compulsory to comply with the provisions and safeguards provided for by the National Collective Labour Agreement on the subject of disciplinary proceedings.

4.3. SANCTIONS AGAINST EXECUTIVES

Article 27 of the National Collective Labour Agreement for Industrial Executives provides that for everything that is not otherwise regulated by the National Collective Labour Agreement for Industrial

Executives, the collective contractual and legislative provisions in force for the highest category of employees of the Company to which the executive belongs, and more precisely the sanctions provided for by the National Collective Labour Agreement for the Mechanical Engineering Industry, specified in paragraph 4.2 above, shall apply, insofar as they are compatible with the figure of the executive. As a general rule, the following sanctions may be imposed on executive staff:

- suspension from work;
- termination of employment with notice.

In cases of serious violations, the Company may terminate the employment contract without notice pursuant to Article 2119 of the Italian Civil Code.

It should also be noted that the sanctions include the revocation of any powers of attorney issued by the Company.

The sanctions must be commensurate with the nature and gravity of the violation committed.

It is also compulsory to comply with the provisions and safeguards provided for by the National Collective Labour Agreement on the subject of disciplinary proceedings.

4.4. MEASURES AGAINST EXTERNAL ASSOCIATES SUBJECT TO THE DIRECTION AND SUPERVISION OF THE COMPANY MANAGEMENT

Compliance by external associates subject to the direction and supervision of the Company management with the provisions of the Model and the Code of Ethics is ensured by the use in business relations of contract formats containing specific clauses.

Any conduct in conflict with the Model and the Code of Ethics may result in the immediate termination of the contractual relationship, without prejudice to any claim for compensation for damages caused to the Company, as provided for in the ethics clause included in the contractual relationships with the aforementioned parties.

The same sanctioning mechanism also applies where agents and other associates subject to the direction and supervision of the Company management, in breach of Italian Legislative Decree 24/2023:

- have made, with malicious intent, false or unfounded reports of unlawful conduct within the meaning of Legislative Decree 231/2001 or of breaches of the Model and the Code of Ethics;
- have obstructed, even unsuccessfully, the reporting of unlawful conduct within the meaning of Legislative Decree 231/2001 or the reporting of breaches of the Model or the Code of Ethics;
- have breached the measures adopted by the Company to protect the whistleblower's identity and/or initiated or pursued retaliatory behaviour or any other form of discrimination or penalisation against the whistleblower.

4.5. MEASURES AGAINST THIRD PARTIES

Failure to comply with the principles of Legislative Decree 231/2001 and the Code of Ethics by suppliers, business partners, consultants or external associates not subject to the direction and supervision of the Company management (so-called **Third Parties**) may result in the termination of the contract or the revocation of the mandate for just cause, in application of specific contractual clauses, without prejudice to the right to claim compensation for damages incurred as a result of such conduct, including damages caused by the application by the court of the measures provided for in the Decree.

The same sanctioning mechanism also applies where Third Parties, in breach of Italian Legislative Decree 24/2023:

- have made, with malicious intent, false or unfounded reports of unlawful conduct within the meaning of Legislative Decree 231/2001 or of breaches of the Model and the Code of Ethics;
- have obstructed, even unsuccessfully, the reporting of unlawful conduct within the meaning of Legislative Decree 231/2001 or the reporting of breaches of the Model or the Code of Ethics;
- have breached the measures adopted by the Company to protect the whistleblower's identity and/or initiated or pursued retaliatory behaviour or any other form of discrimination or penalisation against the whistleblower.

In observance of fairness and good faith in the performance of contracts, and subject to the law, Bolzoni, in the event of a breach by a Third Party, may, in accordance with specific contractual clauses:

- i) challenge the recipient's breach and simultaneously request the fulfilment of their contractual obligations;
- ii) claim damages equal to the consideration received for the activity performed during the period from the date of the finding of the breach to the actual fulfilment;
- iii) automatically terminate the contract in force pursuant to Article 1456 of the Italian Civil Code.

The consequences (sanctions) must be commensurate with the nature and gravity of the breach committed.

4.6. SANCTIONS AGAINST THE BOARD OF DIRECTORS

Failure to comply with the provisions contained in the Model, including breach of the duty to provide information to the SB, the Code of Ethics and the HY Code of Conduct by members of the Board of Directors may lead to the application of the measures deemed most appropriate in accordance with the regulations.

Should a member of the Board of Directors breach the Model, the SB shall inform the Board of Statutory Auditors, the Board of Directors itself and the Shareholders' Meeting, so that the appropriate measures can be taken.

The possible sanctions applicable to Directors may consist, depending on the seriousness of the conduct, in:

- written censure on the record;
- suspension of remuneration;
- revocation of appointments and/or powers of attorney issued.

The same sanctions shall also apply where Directors:

- have prevented or not facilitated the discovery of breaches of the Model or, in the most serious cases, the commission of offences under the Decree;
- have failed to monitor, in particular with reference to any delegated powers, that the Company's personnel comply with the law, this Model, the Code of Ethics and the HY Code of Conduct;
- have made, with malicious intent, false or unfounded reports in breach of Italian Legislative Decree 24/2023 relating to unlawful conduct under Legislative Decree 231/2001 or relating to breaches of the Model, the Code of Ethics and the HY Code of Conduct;
- have obstructed, even unsuccessfully, in breach of Italian Legislative Decree 24/2023, the reporting of unlawful conduct within the meaning of Legislative Decree 231/2001 or of breaches of the Model, the Code of Ethics or the HY Code of Conduct;
- have breached the measures adopted by the Company to protect the whistleblower's identity and/or initiated or pursued retaliatory behaviour or any other form of discrimination or penalisation against the whistleblower pursuant to Italian Legislative Decree 24/2023.

SECTION FIVE

5. UPDATING THE MODEL

The adoption and effective implementation of the Model are - by express legislative provision - the responsibility of the Board of Directors.

Subsequent amendments and/or additions of a substantial nature to this Model are therefore the responsibility of the Company's Board of Directors. Such amendments include those resulting from:

- significant breaches of the provisions of the Model;
- identification of new areas at risk of offences, related to the start-up of new activities by the Company or to changes in previously identified areas;
- identification of new areas at risk of offences related to changes in legislation;
- changes in the organisational set-up that have consequences for the Model;
- identification of potential areas for improvement of the Model as determined by the Supervisory Board as a result of its regular review activities.

In any event, substantial amendments are those affecting the composition, term of office and operation of the Supervisory Board, as well as the rules of the sanctions system.

Amendments and additions to the Model of a purely formal nature, concerning, by way of example, the List of Predicate Offences set out in Annex 1, are referred to the Global Legal Director, who shall give timely notice thereof to the Board of Directors and the Supervisory Board.

Updates to the Model, meaning both additions and amendments, are made to ensure it is adequate and suitable for its purpose of preventing the commission of the offences under Legislative Decree 231/2001.

It is up to the Supervisory Board, however, to concretely verify whether it is necessary or advisable to update the Model, and to promote such need to the Board of Directors.

The SB must always be notified of any amendments, updates or additions to the Model.

SECTION SIX

6. AWARENESS, TRAINING AND DISSEMINATION OF THE MODEL

In accordance with the provisions of Legislative Decree 231/2001, the Company shall define a communication and training programme for existing staff and new recruits, to ensure they are aware of the Model and the rules of conduct contained therein and the proper dissemination thereof. The communication and training programme shall vary in its degree of detail according to the degree to which staff are involved in the at-risk activities.

Awareness and training is overseen by the Supervisory Board, in cooperation with the competent corporate functions.

With regard to giving information about the Model, the Company shall:

- disseminate the Model to those concerned by publishing it on the Company intranet and/or by any other means deemed appropriate;
- at its discretion, and according to the different categories of employees, prepare material in digital format or hard copy;
- organise specific training sessions during which it will illustrate Legislative Decree 231/2001, Italian Legislative Decree 24/2023 and the Model adopted, and plan further training sessions for updates and/or amendments to the Model, in the manner deemed most appropriate.

SECTION SEVEN

7. ANNEXES

- Annex 1 - List of Predicate Offences

ANNEX 1 - LIST OF "PREDICATE OFFENCES" PURSUANT TO LEGISLATIVE DECREE 231/2001**a) Misappropriation of funds, fraud to the detriment of the State or a public entity or the European Union or for the purpose of obtaining public funds and computer fraud to the detriment of the State or a public body and fraud in public procurement (Article 24, Legislative Decree 231/2001) [Article amended by Italian Law No. 161/2017 and Italian Legislative Decree 75/2020]:**

- Embezzlement of public funds (Article 316-bis of the Italian Criminal Code);
- Unlawful receipt of public funds (Article 316-ter of the Italian Criminal Code);
- Fraud to the detriment of the State or other public entity or the European Union (Article 640(2)(1) of the Italian Criminal Code);
- Aggravated fraud to obtain public funds (Article 640-bis of the Italian Criminal Code);
- Computer fraud to the detriment of the State or other public body (Article 640-ter of the Italian Criminal Code);
- Fraud in public procurement (Article 356 of the Italian Criminal Code) [Article added by Italian Legislative Decree 75/2020];
- Fraud against the European Agricultural Fund (Article 2, Italian Law No. 898 of 23/12/1986) [Article added by Italian Legislative Decree 75/2020].

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

- Unauthorised access to a computer or telematic system (Article 615-ter of the Italian Criminal Code);
- Computer documents (Article 491-bis of the Italian Criminal Code);
- Electronic signature certifier computer fraud (Article 640-quinquies of the Italian Criminal Code);
- Unauthorised possession, dissemination and installation of equipment, code or other means of access to computer or telematic systems (Article 615-quater of the Italian Criminal Code) [Article amended by Italian Law No. 238/2021];
- Illegal possession, dissemination and installation of equipment, devices or computer programmes intended to damage or disrupt a computer or telematic system (Article 615-quinquies of the Italian Criminal Code) [Article amended by Italian Law No. 238/2021];
- Illegal interception, obstruction or disruption of computer or telematic communications (Article 617-quater of the Italian Criminal Code);
- Installation of equipment designed to intercept, impede or disrupt computer or telematic communications (Article 617-quinquies of the Italian Criminal Code) [Article amended by Italian Law No. 238/2021];
- Damage to computer information, data and programmes (Article 635-bis of the Italian Criminal Code);

- Damage to computer information, data and programmes used by the State or other public body or in any case of public utility (Article 635-ter of the Italian Criminal Code);
- Damage to computer or telematic systems (Article 635-quater of the Italian Criminal Code);
- Damage to computer or telematic systems of public utility (Article 635-quinquies of the Italian Criminal Code);
- Breach of regulations on the national cybersecurity perimeter (Article 1, paragraph 11 of Italian Decree-Law No. 105 of 21 September 2019).

c) Organised crime offences (Article 24-ter of Legislative Decree 231/2001) [Article added by Italian Law No. 94/2009 and amended by Italian Law No. 69/2015]:

- Criminal association (Article 416 of the Italian Criminal Code);
- National or foreign Mafia-type associations (Article 416-bis of the Italian Criminal Code) [Article amended by Italian Law No. 69/2015];
- All offences if committed by availing oneself of the conditions provided for in Article 416-bis of the Italian Criminal Code in order to facilitate the activities of the associations provided for in the same Article (Italian Law No. 203/1991);
- Political-mafia electoral exchange (Article 416-ter of the Italian Criminal Code);
- Kidnapping for ransom (Article 630 of the Italian Criminal Code);
- Association for the illegal trafficking of narcotic or psychotropic substances (Article 74 of Italian Presidential Decree No. 309 of 9 October 1990) [Paragraph 7-bis added by Italian Legislative Decree 202/2016];
- Illegal manufacture, introduction into the State, offering for sale, transfer, possession and carrying in a public place or a place open to the public of weapons of war or war-like weapons or parts thereof, explosives, clandestine weapons, and also of common firearms (Article 407(2)(a)(5) of the Italian Code of Criminal Procedure);

d) Embezzlement, extortion, undue inducement to give or promise benefits, bribery and abuse of office (Article 25 of Legislative Decree 231/2001) [Article amended by Italian Law No. 190/2012 and Italian Legislative Decree 75/2020]:

- Incitement to bribery (Article 322 of the Italian Criminal Code);
- Bribery in the performance of a function (Article 318 of the Italian Criminal Code) [Article amended by Italian Law No. 190/2012 and Italian Law No. 69/2015];
- Bribery in the performance of an act contrary to official duties (Article 319 of the Italian Criminal Code) [Article amended by Italian 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 Italian Law No. 69/2015];
- Undue inducement to give or promise benefits (Article 319-quater) [Article added by Italian Law No. 190/2012 and amended by Italian Law No. 69/2015];

- Bribery of a person in charge of a public service (Article 320 of the Italian Criminal Code);
 - Embezzlement, extortion, undue inducement to give or promise benefits, bribery and incitement to bribery, abuse of office of members of international courts or bodies of the European Communities or of international parliamentary assemblies or international organisations and of officials of the European Communities and of foreign States (Article 322-bis of the Italian Criminal Code) [Article amended by Italian Law No. 190/2012, Italian Law No. 3/2019 and Italian Legislative Decree 156/2022];
 - Penalties for the bribe-giver (Article 321 of the Italian Criminal Code);
 - Trading in unlawful influence (Article 346-bis of the Italian Criminal Code) [Article amended by Italian Law No. 3/2019];
 - Extortion (Article 317 of the Italian Criminal Code) [Article amended by Italian Law No. 69/2015];
 - Embezzlement (limited to the first paragraph) (Article 314 of the Italian Criminal Code) [Article added by Italian Legislative Decree 75/2020];
 - Embezzlement by profiting from another person's error (Article 316 of the Italian Criminal Code) [Article added by Italian Legislative Decree 75/2020];
 - Abuse of office (Article 323 of the Italian Criminal Code) [Article added by Italian Legislative Decree 75/2020].
- e) Counterfeiting money, government bond certificates and bearer coupons, revenue stamps and identification instruments or signs (Article 25-bis of Legislative Decree 231/2001) [Article added by Italian Decree-Law No. 350/2001, converted with amendments by Italian Law No. 409/2001; amended by Italian Law No. 99/2009; amended by Italian Legislative Decree 125/2016]:**
- Counterfeiting, alteration or use of trademarks or distinguishing signs or of patents, models and designs (Article 473 of the Italian Criminal Code);
 - Counterfeiting of currency, spending, and bringing counterfeit currency into the State in association with others (Article 453 of the Italian Criminal Code);
 - Alteration of currency (Article 454 of the Italian Criminal Code);
 - Spending and bringing counterfeit currency into the State without association with others (Article 455 of the Italian Criminal Code);
 - Spending of counterfeit currency received in good faith (Article 457 of the Italian Criminal Code);
 - Counterfeiting of official stamps, bringing into the State, acquiring, possessing, or placing counterfeit revenue stamps in circulation (Article 459 of the Italian Criminal Code);
 - Counterfeiting of watermarked paper used to make government bond certificates and bearer coupons or revenue stamps (Article 460 of the Italian Criminal Code);
 - Manufacture or possession of watermarks or tools used to counterfeit currency, revenue stamps, or watermarked paper (Article 461 of the Italian Criminal Code);
 - Use of counterfeit or altered revenue stamps (Article 464 of the Italian Criminal Code);
 - Bringing into the State and trading in products with forged marks (Article 474 of the Italian Criminal Code).

f) Crimes against industry and trade (Article 25-bis.1 of Legislative Decree 231/2001) [Article added by Italian Law No. 99/2009]:

- Manufacture of and trade in goods made by usurping industrial property rights (Article 517-ter of the Italian Criminal Code);
- Disrupting the freedom of industry or trade (Article 513 of the Italian Criminal Code);
- Unlawful competition using threats or violence (Article 513-bis of the Italian Criminal Code);
- Fraud against national industries (Article 514 of the Italian Criminal Code);
- Fraud in the conduct of trade (Article 515 of the Italian Criminal Code);
- Sale of non-genuine foodstuffs as genuine (Article 516 of the Italian Criminal Code);
- Sale of industrial products with deceptive marks (Article 517 of the Italian Criminal Code);
- Counterfeiting of geographical indications or designations of origin of agri-food products (Article 517-quater of the Italian Criminal Code).

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

- False corporate reporting of listed companies (Article 2622 of the Italian Civil Code) [Article amended by Italian Law No. 69/2015];
- Obstruction of controls (Article 2625(2) of the Italian Civil Code);
- Undue return of capital contributions (Article 2626 of the Italian Civil Code);
- Unlawful distribution of profits and reserves (Article 2627 of the Italian Civil Code);
- Unlawful dealing in the stocks or shares of the company or its parent company (Article 2628 of the Italian Civil Code);
- Transactions prejudicial to creditors (Article 2629 of the Italian Civil Code);
- Failure to disclose a conflict of interest (Article 2629-bis of the Italian Civil Code) [added by Italian Law No. 262/2005];
- Fictitious capital formation (Article 2632 of the Italian Civil Code);
- Bribery among private individuals (Article 2635 of the Italian Civil Code) [added by Italian Law No. 190/2012; amended by Italian Legislative Decree 38/2017 and amended by Italian Law No. 3/2019];
- Incitement to bribery among private individuals (Article 2635-bis of the Italian Civil Code) [Article added by Italian Legislative Decree 38/2017 and amended by Italian Law No. 3/2019];
- Unlawfully influencing the Shareholders' Meeting (Article 2636 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);
- False corporate reporting (Article 2621 of the Italian Civil Code) [Article amended by Italian Law No. 69/2015];
- Minor offences (Article 2621-bis of the Italian Civil Code);

- Improper distribution of the company's assets by its liquidators (Article 2633 of the Italian Civil Code);
- Market rigging (Article 2637 of the Italian Civil Code);
- Misrepresentation or failure to make declarations for the issuance of the preliminary certificate provided for in the implementing legislation of Directive (EU) 2019/2121 of the European Parliament and of the Council of 27 November 2019 (Articles 54 and 55 of Italian Legislative Decree 19/2023, added by Italian Legislative Decree 19/2023).

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

- Subversive associations (Article 270 of the Italian Criminal Code);
- Associations whose scope is terrorism, including international terrorism, or the subversion of the democratic system (Article 270 bis of the Italian Criminal Code);
- Aggravating and mitigating circumstances (Article 270-bis.1 of the Italian Criminal Code) [introduced by Italian Legislative Decree 21/2018];
- Assistance to members (Article 270 ter of the Italian Criminal Code);
- Co-opting for the purposes of terrorism, including international terrorism (Article 270 quater of the Italian Criminal Code);
- Organisation of transfers for terrorist purposes (Article 270-quater.1) [introduced by Italian Decree-Law No. 7/2015, converted, with amendments, by Italian Law No. 43/2015];
- Training in activities for the purposes of terrorism, including international terrorism (Article 270 quinquies of the Italian Criminal Code);
- Financing of conduct for the purpose of terrorism (Italian Law No. 153/2016, Article 270-quinquies.1 of the Italian Criminal Code);
- Misappropriation of seized property 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);
- Attack with purpose of terrorism or subversion (Article 280 of the Italian Criminal Code);
- Act of terrorism with deadly weapons or explosives (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);
- Kidnapping for the purpose of coercion (Article 289-ter of the Italian Criminal Code) [introduced by Italian Legislative Decree 21/2018];
- Incitement to commit any of the offences provided for in Chapters 1 and 2 (Article 302 of the Italian Criminal Code);
- Political conspiracy by agreement (Article 304 of the Italian Criminal Code);
- Political conspiracy by association (Article 305 of the Italian Criminal Code);

- Constitution and participation in armed gangs (Article 306 of the Italian Criminal Code);
- Assistance to the participants of conspiracies or armed gangs (Article 307 of the Italian Criminal Code);
- Possession, hijacking and destruction of an aircraft (Article 1 of Italian Law No. 342/1976);
- Damage to ground facilities (Article 2 of Italian Law No. 342/1976);
- Sanctions (Article 3 of Italian Law No. 422/1989);
- Voluntary and spontaneous repentance (Article 5 of Italian Legislative Decree 625/1979);
- New York Convention of 9 December 1999 (Article 2).

i) Female genital mutilation practices (Article 25-quater.1 of Legislative Decree 231/2001) [Article added by Italian Law No. 7/2006]:

- Female genital mutilation practices (Article 583-bis of the Italian Criminal Code).

j) Crimes against the individual (Article 25-quinquies of Legislative Decree 231/2001) [Article added by Italian Law No. 228/2003; amended by Italian Law No. 199/2016]:

- Illegal intermediation and exploitation of labour (Article 603-bis of the Italian Criminal Code);
- Forcing and holding persons 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 pornographic material (Article 600-quater);
- Cyber pornography (Article 600-quater.1 of the Italian Criminal Code) [added by Article 10 of Italian Law No. 38 of 6 February 2006];
- Tourism initiatives intended to exploit child prostitution (Article 600-quinquies of the Italian Criminal Code);
- Trafficking in human beings (Article 601 of the Italian Criminal Code);
- Purchase and sale of slaves (Article 602 of the Italian Criminal Code);
- Solicitation of minors (Article 609-undecies of the Italian Criminal Code).

k) Market abuse offences (Article 25-sexies of Legislative Decree 231/2001) [Article added by Italian Law No. 62/2005; amended by Italian Law No. 238/2021]:

- Manipulation of the market (Article 185 of Italian Legislative Decree 58/1998);
- Abuse or illegal communication of insider information. Recommending or inducing others to commit insider dealing (Article 184 of Italian Legislative Decree 58/1998).

l) Crimes of manslaughter and serious or very serious culpable injuries, committed in breach of the rules on accident prevention and on the protection of health and safety at work (Article 25-septies of Legislative Decree 231/2001) [Article added by Italian Law No. 123/2007; amended by Italian Law No. 3/2018]:

- Manslaughter (Article 589 of the Italian Criminal Code);
- Unintentional personal injuries (Article 590 of the Italian Criminal Code).

m) Receiving stolen goods, laundering and use of money, goods or assets of illegal origin, as well as self-laundering (Article 25-octies of Legislative Decree 231/2001) [Article added by Italian Legislative Decree 231/2007; amended by Italian Law No. 186/2014 and by Italian Legislative Decree 195/2021]:

- Receiving stolen goods (Article 648 of the Italian Criminal Code);
- Laundering of money, goods or other assets (Article 648-bis of the Italian Criminal Code);
- Use of money, goods or assets of illegal origin (Article 648-ter of the Italian Criminal Code);
- Self-laundering (Article 648-ter.1 of the Italian Criminal Code).

n) Offences relating to non-cash payment instruments (Article 25-octies.1 of Legislative Decree 231/2001) [Article added by Italian Legislative Decree 184/2021]:

- Misuse and falsification of non-cash payment instruments (Article 493-ter of the Italian Criminal Code);
- Possession and distribution of computer equipment, devices or programmes for the purpose of committing offences involving non-cash payment instruments (Article 493-quater of the Italian Criminal Code);
- Computer fraud aggravated by the carrying out of a transfer of money, monetary value or virtual currency (Article 640-ter of the Italian Criminal Code).

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

- Making available to the public, in a telematic network system, through connections of any kind, a protected intellectual work, or part thereof (Article 171(1)(a)-bis of Italian Law No. 633/1941);
- Offences referred to in the previous point committed on other people's works not intended for publication if their honour or reputation is harmed (Article 171(3) of Italian Law No. 633/1941);
- Unauthorised duplication, for profit, of computer programmes; import, distribution, sale or possession for commercial or business purposes or leasing of programmes stored on media without the Italian Society of Authors and Publishers (SIAE) mark; preparation of means for removing or circumventing computer programme protection devices (Article 171-bis(1) of Italian Law No. 633/1941);

- Reproducing, transferring to another medium, distributing, communicating, presenting or demonstrating in public the contents of a database; extracting from or reusing the database; distributing, selling or leasing databases (Article 171-bis(2) of Italian Law No. 633/1941);
- Unauthorised duplication, reproduction, transmission or dissemination in public by any process, in whole or in part, of intellectual works intended for television or cinema, and the sale or rental of discs, tapes or similar media or any other media containing sound recordings or video recordings of similar musical, cinematographic or audio-visual works or sequences of moving images; literary, dramatic, scientific or educational, musical or musical theatre, or multimedia works, even if included in collections or compilations or databases; unauthorised reproduction, duplication, transmission or dissemination, sale or trade, transfer for any reason or unauthorised importation of more than fifty copies or specimens of works protected by copyright and related rights; placing in a telematic network system, through connections of any kind, of an intellectual work protected by copyright, or part thereof (Article 171-ter of Italian Law No. 633/1941);
- Failure to notify the Italian Society of Authors and Publishers (SIAE) of the identifying data of media not subject to the mark or making false declarations (Article 171-septies of Italian Law No. 633/1941);
- Fraudulent production, sale, import, promotion, installation, modification or use, for public or private use, of equipment or parts thereof for decoding audio-visual transmissions with conditional access made over the air or via satellite or cable, in both analogue and digital form (Article 171-octies of Italian Law No. 633/1941).

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

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

q) Environmental offences (Article 25-undecies of Legislative Decree 231/2001) [Article added by Italian Legislative Decree 121/2011, amended by Italian Law No. 68/2015 and amended by Italian Legislative Decree 21/2018]:

- Unauthorised waste management activities (Article 256 of Italian Legislative Decree 152/2006);
- Breach of reporting obligations and of the obligation to keep mandatory registers and forms (Article 258 of Italian Legislative Decree 152/2006);
- Environmental pollution (Article 452-bis of the Italian Criminal Code);
- Environmental destruction (Article 452-quater of the Italian Criminal Code);
- Culpable offences against the environment (Article 452-quinquies of the Italian Criminal Code);
- Illegal handling and dumping of highly radioactive material (Article 452-sexies of the Italian Criminal Code);
- Aggravating circumstances (Article 452-octies of the Italian Criminal Code);
- Killing, destroying, capturing, taking or keeping specimens of protected wild animal or plant species (Article 727-bis of the Italian Criminal Code);

- Destroying or damaging habitats within a protected site (Article 733-bis of the Italian Criminal Code);
 - Import, export, possession, use for profit, purchase, sale, display or keeping for sale or commercial purposes of protected species (Articles 1, 2, 3-bis and 6 of Italian Law No. 150/1992);
 - Discharges of industrial waste water containing hazardous substances; discharges into the soil, subsoil and groundwater; discharges into the sea by ships or aircraft (Article 137 of Italian Legislative Decree 152/2006);
 - Pollution of soil, subsoil, surface water or groundwater (Article 257 of Italian Legislative Decree 152/2006);
 - Illegal handling of waste (Article 259 of Italian Legislative Decree 152/2006);
 - Organised activities for the illegal handling of waste (Article 452-quaterdecies of the Italian Criminal Code) [introduced by Italian Legislative Decree 21/2018];
 - False information on the nature, composition and chemical and physical characteristics of waste in the preparation of a waste analysis certificate; entering a false waste analysis certificate into SISTRI; no hard copy or fraudulent alteration of the hard copy of the SISTRI form - handling in the transport of waste (Article 260-bis of Italian Legislative Decree 152/2006);
 - Sanctions (Article 279 of Italian Legislative Decree 152/2006);
 - Intentional pollution caused by ships (Article 8 of Italian Legislative Decree 202/2007);
 - Unintentional pollution caused by ships (Article 9 of Italian Legislative Decree 202/2007);
 - Ceasing and reducing the use of harmful substances (Article 3 of Italian Law No. 549/1993).
- r) **Employment of third-country nationals who do not have the right to stay (Article 25-duodecies of Legislative Decree 231/2001) [Article added by Italian Legislative Decree 109/2012, amended by Italian Law No. 161 of 17 October 2017]:**
- Provisions against illegal immigration (Article 12(3), (3-bis), (3-ter) and (5) of Italian Legislative Decree 286/1998);
 - Employment of third-country nationals who do not have the right to stay (Article 22(12-bis) of Italian Legislative Decree 286/1998).
- s) **Racism and Xenophobia (Article 25-terdecies of Legislative Decree 231/2001) [Article added by Italian Law No. 167 of 20 November 2017, amended by Italian Legislative Decree 21/2018]:**
- Propaganda and incitement to commit offences based on racial, ethnic or religious discrimination (Article 604-bis) [added by Italian Legislative Decree 21/2018].
- t) **Fraud in sports competitions, unlawful gaming or betting and gambling by means of prohibited devices (Article 25-quaterdecies of Legislative Decree 231/2001) [Article added by Italian Law No. 39/2019]:**

- Fraud in sports competitions (Article 1 of Italian Law No. 401/1989);
- Unauthorised exercise of gambling or betting activities (Article 4 of Italian Law No. 401/1989).

- u) **Tax offences (Article 25-quinquiesdecies of Legislative Decree 231/2001) [Article added by Italian Law No. 157/2019, amended by Italian Legislative Decree 75/2020 and by Italian Legislative Decree 156/2022]:**
 - Making fraudulent declarations using invoices or other documents for non-existent transactions (Article 2 of Italian Legislative Decree 74/2000);
 - Making fraudulent declarations using other artifices (Article 3 of Italian Legislative Decree 74/2000);
 - Issuing invoices or other documents for non-existent transactions (Article 8 of Italian Legislative Decree 74/2000);
 - Concealing or destroying accounting documents (Article 10 of Italian Legislative Decree 74/2000);
 - Fraudulent evasion of taxes (Article 11 of Italian Legislative Decree 74/2000);
 - Making false declarations (Article 4 of Italian Legislative Decree 74/2000) [Article introduced by Italian Legislative Decree 75/2020];
 - Failure to make a declaration (Article 5 of Italian Legislative Decree 74/2000) [Article introduced by Italian Legislative Decree 75/2020];
 - Undue compensation (Article 10-quater of Italian Legislative Decree 74/2000) [Article introduced by Italian Legislative Decree 75/2020].

- v) **Smuggling (Article 25-sexiesdecies of Legislative Decree 231/2001) [Article added by Italian Legislative Decree 75/2020]:**
 - Smuggling in the movement of goods across land borders and customs areas (Article 282 of Italian Presidential Decree No. 43/1973);
 - Smuggling in the movement of goods across border lakes (Article 283 of Italian Presidential Decree No. 43/1973);
 - Smuggling in the movement of goods by sea (Article 284 of Italian Presidential Decree No. 43/1973);
 - Smuggling in the movement of goods by air (Article 285 of Italian Presidential Decree No. 43/1973);
 - Smuggling in non-customs zones (Article 286 of Italian Presidential Decree No. 43/1973);
 - Smuggling for undue use of goods imported with customs facilities (Article 287 of Italian Presidential Decree No. 43/1973);
 - Smuggling in customs warehouses (Article 288 of Italian Presidential Decree No. 43/1973);
 - Smuggling in cabotage and international transport (Article 289 of Italian Presidential Decree No. 43/1973);

- Smuggling in the export of goods eligible for duty drawback (Article 290 of Italian Presidential Decree No. 43/1973);
- Smuggling in temporary import or export (Article 291 of Italian Presidential Decree No. 43/1973);
- Smuggling of foreign tobacco products (Article 291-bis of Italian Presidential Decree No. 43/1973);
- Aggravating circumstances for the offence of smuggling foreign tobacco products (Article 291-ter of Italian Presidential Decree No. 43/1973);
- Criminal association for the purpose of smuggling foreign tobacco products (Article 291-quater of Italian Presidential Decree No. 43/1973);
- Other cases of smuggling (Article 292 of Italian Presidential Decree No. 43/1973);
- Aggravating circumstances for smuggling (Article 295 of Italian Presidential Decree No. 43/1973).

w) Crimes against the cultural heritage (Article 25-septiesdecies of Legislative Decree 231/2001) [Article added by Italian 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);
- Receiving stolen cultural property (Article 518-quater of the Italian Criminal Code);
- Forgery in private agreements relating to cultural property (Article 518-octies of the Italian Criminal Code);
- Infringements relating to the sale of cultural property (Article 518-novies of the Italian Criminal Code);
- Illegal import of cultural property (Article 518-decies of the Italian Criminal Code);
- Illegal removal or export of cultural property (Article 518-undecies of the Italian Criminal Code);
- Destruction, dispersal, deterioration, defacement, soiling and unlawful use of cultural or landscape goods (Article 518 duodecies of the Italian Criminal Code);
- Counterfeiting of works of art (Article 518-quaterdecies of the Italian Criminal Code).

x) Laundering of cultural assets and destruction and looting of cultural and landscape heritage (Article 25-duodevicies of Legislative Decree 231/2001) [Article added by Italian Law No. 22/2022]:

- Laundering of cultural assets (Article 518-sexies of the Italian Criminal Code);
- Destruction and looting of cultural and landscape heritage (Article 518-terdecies of the Italian Criminal Code).

y) Transnational offences (Italian Law No. 146/2006) [The following offences constitute grounds for the administrative liability of entities if committed transnationally]:

- Inducement not to make statements or to make false statements to the judicial authorities (Article 377-bis of the Italian Criminal Code);
- Criminal association (Article 416 of the Italian Criminal Code);
- National or foreign Mafia-type associations (Article 416-bis of the Italian Criminal Code) [Article amended by Italian Law No. 69/2015];
- Provisions against illegal immigration (Article 12(3), (3-bis), (3-ter) and (5) of the Consolidated Text pursuant to Italian Legislative Decree No. 286 of 25 July 1998);
- Association for the purpose of the illegal trafficking of narcotic or psychotropic substances (Article 74 of the Consolidated Text pursuant to Italian Presidential Decree No. 309 of 9 October 1990);
- Criminal association for the purpose of smuggling foreign tobacco products (Article 291-quater of the Consolidated Text pursuant to Italian Presidential Decree No. 43 of 23 January 1973);
- Aiding and abetting (Article 378 of the Italian Criminal Code).