

Terry Store-Age S.p.A.

Code of Ethics

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This “Code of Ethics” sets out Terry Store-Age’s core values and principles which guide its business conduct and its internal and external relations. The Code of Ethics is an integral and essential part of the Organisational management and control Model implemented and adopted under Legislative Decree 231/01 (“Organisational Model”).

1 TERRY STORE-AGE VALUES

1.1 Respecting legal principles

All Model recipients and Terry Store-Age partners, including employees, executives, directors and strategic contractors, shall diligently comply with the law, the Code of Ethics, the Organisational Model and the internal rules. The Code of Ethics supplements rather than replaces legislation and the pursuit of Terry Store-Age's interests cannot justify illegal conduct, breaking the Code of Ethics or the Organisational Model.

1.2 Respecting individuals and consumer care

Terry Store-Age activities provide customers and, through them, end consumers with high-quality products. Terry Store-Age does not maintain direct relationships with consumers but through its relationships with its professional customers, ensures that information is provided to them transparently, truthfully and correctly.

1.3 Social responsibility

Terry Store-Age is committed to promote economic development by modelling its business conduct on the pursuit of social and environmental sustainability.

1.4 Impartiality

Terry Store-Age avoids any discrimination based on age, gender, sexual orientation, state of health, race, class, national origin, trade union membership, political affiliation, religion, etc. of its interlocutors.

1.5 Confidentiality

Terry Store-Age ensures the confidentiality of the information it possesses and refrains from searching confidential data, without explicit and conscious authorisation and following legal regulations. Terry Store-Age employees must keep such information confidential and not to use it for reasons other than work related activity. Only authorised employees are entrusted to communicate information outside Terry Store-Age.

Information is handled in such a way that respects the stakeholders' confidentiality and privacy: for this purpose, specific policies and procedures to protect information are applied and continuously updated.

Collecting information about employees' private lives, including their ideas, preferences, personal tastes, unnecessary for legal compliance and productive business activity, is forbidden. If Terry Store-Age staff are asked about their private lives, including their preferences or personal tastes, they are authorised not to respond and report the incident to the Supervisory Body.

When dealing with customers, Terry Store-Age follows internal privacy policies and rules that ensure the processing of data is legally compliant. This includes Regulation (EU) 2016/679 (11-13 June 2018).

1.6 Completeness and transparency of information

All employees are required to circulate information of interest for the best performance of Terry Store-Age activities, always respecting the principles of privacy and corporate and personal confidentiality.

All communication activity shall comply with laws, rules, and practices of professional conduct. All communication activity shall be carried out with clarity, completeness, transparency, accuracy and safeguarding, among other things confidential information and industrial secrets. To ensure the integrity and consistency of information, Terry Store-Age's relations with the mass media are exclusively reserved to the appointed departments.

1.7 Advertising communication and consumer information

Terry Store-Age advertises its brand and products under the existing law and regulations. Terry Store-Age does not spread misleading advertising messages or messages that may mislead about the features, properties and prices of the products. When advertising its products, Terry Store-Age is committed to protect women and children by respecting and promoting them.

When advertising its products, Terry Store-Age follows the rules set out in the Self-Regulation of Commercial Communications Code issued by the Advertising Self-Regulation Institute [latest edition dated 2 May 2018 downloadable from: <http://www.iap.it/wp-content/uploads/2018/05/Codice-64a-edizione-2.5.2018.pdf>].

1.8 Combating corruption and conflicts of interest

Terry Store-Age puts in place all necessary measures to prevent and avoid corruption or conflict of interest and other conduct, which could lead to a crime being committed. This includes offences set out in Legislative Decree 231/01.

During business conduct, it is necessary to avoid situations where the parties involved in the transactions are, or appear to be, in a conflict of interest. In particular, conflicts of interest between company's business activities and family situations and duties carried out by employees within the Terry Store-Age must be avoided.

Conflicts of interest may include:

- the pursuit by an employee of interests incompatible or conflicting with the

Company's mission;

- an exclusively personal advantage that an employee obtains from the achievement of the Company's mission or using Company assets;
- breaches perpetrated by those interacting with Terry Store-Age (stakeholders, public bodies, communities, and their representatives) that create a conflict with the bond of trust that binds them to the Company.

The purchase or possession of significant shareholdings in competitors, suppliers or customers of Terry Store-Age constitutes a conflict of interest.

Whenever an employee or an interested party has an interest in conflict with Terry Store-Age, he must report it to the Company CEO – or the Board of Directors if the interested party is the CEO – so that the decision is delegated to other employees. There is no notification requirement where the interest held in a company does not influence the company management – such as interests in listed companies of less than 5% or for simple investments of negligible size.

1.9 Use of Company assets

Each employee must work diligently to protect Company assets, through responsible behaviour and following the operating regulatory procedures and accurately document their use.

Each employee shall:

- economically use the entrusted assets with care;
- avoid improper use of Company assets in a manner which could damage or reduce efficiency, or which is contrary to the company interests;
- protect property entrusted to them from loss, theft or misuse.

Each employee is responsible for protecting entrusted resources and shall promptly inform the relevant departments of any threats or events that may damage the Company.

Each employee must follow internal guidelines, policies and regulations laid down by Terry Store-Age when using Company equipment and resources (including telephones, computers, the internet, and other IT media). No use of Company assets for private purposes is permitted, except to the extent allowed in the above guidelines and regulations.

Terry Store-Age reserves the right to prevent improper use of its assets and infrastructure by using accounting, reporting, financial control and risk analysis and prevention systems. This is subject to compliance with legal provisions (privacy law, workers' charter, etc.).

For computer applications, each employee shall:

- scrupulously adopt corporate security policies, so that operations are not compromised and information systems are protected;
- not send threatening and abusive e-mails;
- not use coarse language;
- not make inappropriate or offensive comments that may damage the Company image;
- not surf on Internet sites with unseemly and objectionable content.

1.10 Diligence and accuracy in the execution of tasks and contract

Contracts and work assignments shall be performed in good faith and with diligence following what is established by the parties. Terry Store-Age undertakes not to exploit counterparties' ignorance or incapacity.

Anyone acting on behalf of Terry Store-Age shall avoid taking advantage of contractual gaps, or unforeseen events, to renegotiate the contract for the sole purpose of exploiting the position of dependency or weakness in which the interlocutor finds himself. A balance of contractual interests is always considered during negotiations carried out by and on behalf of Terry Store-Age.

Especially in the management and renegotiation of contractual relationships, Terry Store-Age and those acting on its behalf undertake to follow internal procedures and policies.

1.11 Fair competition

Terry Store-Age respects the principles of free competition by preventing unfair or potentially unfair competition. Discount policies operated by the Company shall not have an unlawful purpose, be marked by unfair competition, nor attempt to distort, restrict or limit competition.

1.12 Fairness of authority

When signing and managing contractual relationships involving the establishment of hierarchical relationships – especially with employees – Terry Store-Age undertakes not to exploit a counterparty's position of subjugation.

1.13 Accounting transparency

Terry Store-Age pursues its mission while ensuring full transparency of business decisions and offering shareholders and those responsible for monitoring the Company all the data and knowledge necessary or relevant for accurate accounting and corporate information.

1.14 Health and safety

Terry Store-Age is committed to spread and consolidate a culture of safety, developing risk awareness, promoting responsible behaviour by its employees. Furthermore, it preserves the health and safety of workers and the interests of other stakeholders, primarily through preventive actions.

For this purpose, a widespread internal structure, attentive to the evolution of the reference scenarios and to the consequent risk changing, carries out technical and organisational interventions, through:

- the introduction of an integrated risk and safety management system;
- a continuous risk analysis looking at the critical aspects of processes and resources to be protected;
- following laws and regulations, an assessment of risks which cannot be avoided, together with drafting a clear and comprehensive risk assessment document;
- a comprehensive prevention planning covering the work organisation, working conditions, social relations and working environment factors;

- elimination of risks at source (such as replacing hazardous systems with those which are less dangerous or harmless, by following technical developments and changes in the regulatory framework);
- the adoption of best affordable technologies aimed at minimising and preventing risks;
- giving priority to collective over individual protection measures;
- monitoring and updating of working methods, together with a commitment to reduce the harmful effects of monotonous and repetitive work;
- providing training and communications aimed at giving workers adequate safety instructions within each office or plant.

1.15 Environmental protection

Terry Store-Age is committed to safeguard the environment as a primary asset. The Company plans its activities, seeking a balance between economic activities and environmental needs, guided by the rights of future generations.

Environmental security and occupational health and safety principles shall be observed, especially in the management, production and disposal (also through specialised third parties) of potentially environmentally dangerous or harmful products and packaging, especially during production, delivery, loading, unloading and storage.

Waste must be lawfully managed and, if legally required, any activity or construction works must be authorised by the local authorities.

If third parties are used to dispose of waste, it must be confirmed and documented that they comply with the relevant legal provisions and the Company requirements.

2 SENIOR MANAGEMENT DUTIES

Company corporate bodies and top management have a duty to behave with:

- strong and active awareness of their role requirements;
- honesty, integrity, and loyalty to the Company;
- responsibility towards the Company.

The following are concrete manifestations of the above listed principle statements: sharing objectives, actively and assiduously participate in Company actions, defending and promoting Company interests, freely expressing criticism of proposals, in order to ensure a useful and incisive personal contribution to the Company's development.

Assuming divergent positions and using critical faculties should not hinder responsible administration and should not undermine the Company image, credibility and market position.

In their media relations, in releasing interviews, statements and in any public interaction, Terry Store-Age's top management will act in good faith and correctly. It will not damage the Company's image and will promote and protect its interests.

It will follow the confidentiality obligation for company-related information and the privacy of its employees.

3 CRITERIA OF CONDUCT IN EMPLOYEES RELATIONS

3.1 Human resource value

Terry Store-Age protects and promotes the value of human resources to improve and increase the range of skills possessed by each employee and increase their accountability in the management of the business.

3.2 Child labour

Terry Store-Age does not use or support the use of child labour, endorsing the content of the United Nations Convention on the Rights of the Child.

3.3 Staff selection

Staff assessment is based on the candidates' profiles matching those required by the job and the Company's needs. It provides equal opportunities for everyone. Any information requested is necessary to confirm the professional and psychological and occupational profile and the prevention of cases envisaged by the Model, regarding the candidate's private life and opinions. Within the limits of the information available, the CEO and the Head of Human Resources take appropriate steps to avoid favouritism, nepotism or forms of patronage in the selection and recruitment of staff.

3.4 Establishment of the employment relationship

Staff is always hired with a regular employment contract; an irregular work relationship is not tolerated.

When the employment relationship is established, each employee receives accurate and transparent information regarding:

- features of their role and duties;
- regulatory and remuneration aspects, as regulated by the applicable national collective labour agreement (CCNL);
- rules and procedures adopted to avoid health and safety risks associated with work;
- internal rules and procedures to prevent conduct contrary to this Code of Ethics.

This information is presented to the employee, so that appointment acceptance is based on an informed choice.

Terry Store-Age refrains from engaging in employment relationships with foreign persons who do not have a residence permit or whose residence permit is considered invalid, irregular, or ineffective under law. Terry Store-Age refrains from engaging in relationships with temporary employment companies that cannot ensure that their employees have a regular residence permit.

3.5 Freedom of association and right to collective bargaining

Terry Store-Age respects the right of staff to form and join their chosen trade unions and right to collective bargaining. It guarantees that staff representatives are not subject to discrimination and that such representatives can communicate with their members in the workplace.

3.6 Staff management

Terry Store-Age avoids any form of discrimination in the selection, hiring, training, promotion and remunerating employees.

Terry Store-Age does not interfere with staff rights to follow principles or practices, or meet needs related to race, class, national origin, religion, disability, gender, sexual orientation, trade union membership or political affiliation, provided that it does not conflict with work and takes into account an overriding need to ensure the work performance in conditions of maximum safety.

Terry Store-Age promotes the integration of young people and women into the Company by ensuring that they are treated equally.

As part of staff management and development processes, as well as in the selection phase, decisions are taken based on employee profiles matching those required, (for example, in case of promotions or transfers), and merit (for example, the assignment of incentives based on the results achieved).

Access to roles or assignments depends on skills and abilities. Where compatible with the general work efficiency, forms of flexible work organisation are favoured which facilitate maternity and childcare.

The application of disciplinary procedures against employees is forbidden except under the internal Disciplinary Code and the national collective labour agreement (CCNL).

Working hours and remuneration are regulated by applicable laws and the national collective labour agreements (CCNL). Any form of management of the employment relationship outside the regulation of the applicable laws and national collective labour agreements is forbidden.

3.7 Staff policy dissemination

Staff management and social responsibility policies are distributed to all employees through corporate communication tools.

3.8 Education and training

Terry Store-Age provides staff with all the necessary means to carry out their work and guarantees the information essential to increase understanding of their roles, including the importance of the activities they perform and the Company's mission.

Terry Store-Age invests in its employees' professional growth and provides them with ongoing education and training and also an analysis of their results to better assess future needs.

3.9 Human resources development and training

The Head of Human Resources must fully develop the professional skills within the Company by activating the incentives available to encourage the development and growth of its employees (for example, job rotation, working alongside experienced staff, providing experience needed for filling positions of greater responsibility). Particularly important is the possibility for everyone to improve their skills also through targeted training.

3.10 Employee working time management

Each manager shall enhance the employees' working time by requesting activities consistent with the performance of their duties and the work organisation plans.

A hierarchical superior would be abusing their position of authority by requesting services, personal favours or any other behaviour that constitutes a violation of this Code of Ethics. It is forbidden to require extraordinary services outside agreements and contracts.

3.11 Employee Involvement

Employees involvement in work is ensured by providing opportunities to take part in discussions and decisions to achieve Company objectives. The employee shall participate in a spirit of cooperation and independence.

3.12 Work reorganisation

If a reorganisation of work is required, the value of human resources is safeguarded by providing training or professional updating.

Terry Store-Age complies with the following criteria:

- the cost of the reorganisation of work shall be distributed as evenly as possible among all the employees, consistent with the effective and efficient exercise of the business activity;
- if there are new or unforeseen events, which shall be clearly explained, the employee can be assigned to tasks other than those carried out previously, while safeguarding their professional skills.

The above shall apply to the extent permitted by the applicable national collective labour agreements (CCNL) and labour law.

3.13 Employees duties

The employee must act honestly and follow the obligations assumed by signing the employment contract and the provisions of the Code of Ethics. They must provide the requested services according to the law and regulations. Terry Store-Age employees must:

- behave professionally towards Terry Store-Age;
- protect the company interests, in the knowledge that this is protecting their own interests;

- rationally use the means made available by the Company for work purposes, limiting their personal use to meet production needs;
- use the means available respecting their intended use, taking care that they function correctly and are subject to routine maintenance;
- perform work based on the principles of transparency, correctness, honesty and professionalism inside and outside the Company;
- comply with superiors' instructions with responsibility and awareness;
- if there is a severe difference of opinion, proceed with a reasoned oral or written objection. If the aforementioned objection is not accepted, then follow the instructions unless this would be a clear case of illegality and conflict with this Code of Ethics;
- deal with colleagues according to the minimum principles of civil coexistence, cooperation, and collaboration in the pursuit of common business objectives;
- report any violations of laws, this Code of Ethics or the Organisational Model implemented within the Company, to the Supervisory Body.

4 CONDUCT IN EXTERNAL RELATIONS CRITERIA

4.1 Customer relationships

Relations with Terry Store-Age customers must be based on helpfulness, respect and courtesy, with a view to a partnership and the utmost professionalism. Terry Store-Age is committed to limit the customers' obligations and to adopt simplified, secure and computerised procedures, where possible.

Terry Store-Age is committed to ensure appropriate quality standards in the products offered based on predefined levels and to monitor the offered and perceived quality.

4.2 Customers contracts and communications

Terry Store-Age contracts and communications with customers (including advertising messages) shall:

- be clear and straightforward, formulated in a language close to that generally used by the those involved;
- comply with regulations, without resorting to evasive or otherwise unfair practices (such as the insertion of vexatious clauses);
- comply with the legal provisions and applicable to consumer protection in cases where the end customers are consumers;
- be complete to avoid overlooking anything relevant for customer decision purposes.

The purposes and recipients of the communications determine, from time to time, the choice of contact channels (telephone, magazines, e-mail) most suitable for the transmission of content without

using excessive pressure and solicitations, and committing not to use misleading or untruthful advertising tools.

4.3 Supplier relationships

Terry Store-Age selects its suppliers based on high standards. Among these, primary importance is given to:

- price;
- quality;
- reliability;
- technology level;
- suitability of products or services;
- existence of a long-term problem-free relationship;
- the supplier possession of a certified quality system;
- possession of environmental and workforce management certificates.

The selection of suppliers follows the internal procedures adopted by Terry Store-Age, including those outlined in the Organisational Model.

In relations with suppliers, employees shall:

- act in compliance with current legislation;
- not discriminate between suppliers or seek to exploit positions of strength in supplier relationships;
- operate following the principles of transparency and efficiency and the rules of courtesy;
- fulfil their obligations, meeting commitments and deadlines.

5 CODE VALIDITY AND APPLICATION

This Code of Ethics is an integral and essential part of the Organisational Model adopted by Terry Store-Age under Legislative Decree 231/2001.

The respect and observance of the rules of the Code of Ethics is an essential part of the contractual obligations of employees pursuant to and for the purposes of Articles 2104 and 2106 of the Civil Code.

Violation of the provisions of the Code of Ethics and the Organisational Model will constitute a disciplinary offence under the Workers' Charter procedures and will have legal consequences. These include effecting the employment relationship and may be grounds for contract termination and legal action aimed at compensation for damages, as described in the Organisational Model.