

**ITALMATCH GROUP**  
**GLOBAL POLICY**  
**GIFTS, HOSPITALITY, SPONSORSHIPS AND DONATIONS**

**1. INTRODUCTION**

Italmatch is committed to achieve the highest standards of ethical conduct and comply with the applicable laws in the countries where it is based and conducts business.

An important part of this commitment is making sure that everyone at Italmatch and everyone that represents Italmatch upholds our values and principles as stated in Italmatch Code of Ethics.

Italmatch also acknowledges that having good business relationships is an important part of carrying out business in various cultural environments; in this context, gifts and hospitality play an important role and have the objective of generating a positive image of Italmatch in line with business relations purposes and practices. Nevertheless, such customary courtesies may create opportunities for bribery, undue influence and other misuses. Similarly, sponsorships and donations may raise corruption risks in certain circumstances.

**2. SCOPE**

The aim of this document is to establish guidelines for offering, giving and/or receiving gifts, hospitality (invitations, accommodations, meals and trips) as well as sponsorships and donations, to/from Third Parties (public officials or private persons) interacting and/or doing business with Italmatch Group (as defined below at par. 3).

Since Italmatch Group is active on international level, with activities subject to different applicable laws in many countries, this document cannot address every aspect of compliance with local laws and regulations, while it offers elements and guidance on situations that Group Representatives (as defined below at par. 3) may encounter in the performance of their activities. The guidance provided in this Policy is to be considered in addition to the principles set forth in Italmatch Code of Ethics, Anti-Corruption Global Policy and any other policy, procedures, codes or guidelines established by each Group company on local basis with respect to the conduct of operations and business, where specific monetary thresholds of acceptable items must be complied with locally.

Whenever in doubt about the application of the present Policy and/or any aspect of corporate gifts, hospitality as well as sponsorships and donations, to/from Third Parties, please consult your business superior in line and through him/her the Business Unit VP (hereinafter “BU VP”) and HR and/or Legal Affairs Department.

### 3. ADDRESSEES

This Italmatch Group Global Gift, Hospitality, Sponsorship and Donations Policy (“Policy”) is applicable to Italmatch Chemicals S.p.A. and all its subsidiaries (collectively “Italmatch Group” or the “Group”) and to all of Italmatch Group officers, directors and employees and everyone acting as agent and representative of Italmatch Group (“Group Representatives”) in any business conduct with Third Parties anywhere in the world. Each and every Group Representatives shall read and become familiar with this Policy.

### 4. GENERAL PRINCIPLES

General principles set forth below should be considered by Italmatch Group Representatives as applicable standards, in addition to the specific provisions for gifts, hospitality, sponsorship and donations set forth in the subsequent paragraphs.

- I. Italmatch Group Representatives must comply with the principles and rules set out in Italmatch Code of Ethics and Anti-Corruption Global Policy, along with the applicable regional/local procedures established by each Group company, and the regulations of the Country in which Italmatch operates implementing a harmonized management of business activity and compliance requirements.
- II. Italmatch accepts offering, giving or receiving gifts and hospitality only for business courtesy purposes and always in compliance with the laws, commercial local practices and, if known, ethical codes of the companies/entities which it has relations with. Any of the afore-mentioned actions, as well as sponsorships and donations, must never be performed with the aim of obtaining improper benefits or unduly influencing the recipient’s capacity to make unbiased decisions regarding Italmatch Group.
- III. More in particular, when offering, giving or receiving a gratuity (gifts, hospitality, sponsorship, donation), it is required to take into account the following general guidelines:
  - judgment and moderation must be used when considering whether to offer, give or accept a gratuity to/from a Third Party;
  - gifts and hospitality expenses received should not be automatically reciprocal;
  - consideration and attention must be given to the policies of the givers’ or recipients’ own company; many Third Parties have codes of conduct or ethics or polices that may be more restrictive in terms of the gifts, meals, other hospitalities (including travels), donations and sponsorships that can be offered, given or received; you must therefore ensure that Italmatch does not breach the terms of any contracts that it has with Third Parties by offering, giving or

accepting anything in violation of such Third Party code or policy forming part of contracts (if any);

- it is also preferable that the gratuities are not offered to, given to or received from an individual in its personal capacity, but, where possible, are offered to, given to or received from the formal relevant business address.

IV. In accordance with the above-mentioned principles, Italmatch Group Representatives are responsible for:

- a) ensuring that nothing is offered or accepted in order to obtain or solicit undue benefits or any sort of improper advantage;
- b) ensuring that nothing is offered or accepted in order to influence the recipients' capacity to make unbiased decisions;
- c) ensuring segregation of duties between those who request and those who authorize the expenditure;
- d) ensuring traceability of all expenses and authorizations involved in the activities covered by this Policy;
- e) more in general, refraining from taking any action that could embarrass or cause potential reputational damage to Italmatch Group.

## 5. GIFTS

### Gift definition

**Gift:** any form of a courtesy that has a monetary value. More specifically, any bestowal of money, any item of value, service, loan, thing or promise, discount or rebate for which something of equal or greater value is not exchanged. Gifts do not include any discount or rebate made in the regular course of business and offered to the general public without regard to the individual's connection with Italmatch.

### 5.1 Guidelines for gifts

Gifts must be managed in compliance with the general principles set out in par. 4 and according to this paragraph 5; practical examples of gifts are set out below in par. 5.3.

### 5.2 Authorizations for gifts

For the issue of a gift to a Third Party, Italmatch Group Representatives are required to obtain in advance the appropriate prior written approval of the relevant business superior in line and/or Business Unit VP, in consultation with the HR and/or Legal Affairs Department, depending on the value of the gift and local practices. The authorization request shall specify the type of gift, the related business purpose and value.

If it is not possible to ask for the prior authorization, and limited to modest gifts, a specific approval must be asked as soon as possible.

### 5.3 Some examples of gifts

In order to provide some useful examples, the following list represent gifts or gratuities that are usually acceptable or always wrong:

- “Usually acceptable”

These types of gifts would include:

- customary business gift of modest value given in connection with a recognized local gift-giving celebration or a legitimate business event;
- promotional items, such as merchandising materials.

- “Always wrong”

It is forbidden to accept or offer a gift, if it is:

- illegal (in terms of applicable laws and country regulations);
- in breach of Italmatch Code of Ethics and Italmatch Anti- Corruption Global Policy or, in general, if it violates Italmatch’s commitment to acting fairly and with integrity, transparency and honesty in all business dealings;
- cash or cash equivalent (i.e. gift certificates, vouchers, shares, share options, loans);
- known to be in breach of the internal policies, rules and Policy of the giver’s or recipient’s own organization;
- aimed at getting improper benefits or advantages in return;
- capable of giving the impression that they are aimed at acquiring or granting undue benefits;
- as excessive, extensive or frequent as to raise questions of fairness; Group Representatives should avoid a pattern of regularly offering, giving or receiving even modest value gifts as this behaviour may begin to take on the appearance of corruption or impropriety.

No exceptions are allowed in any case for gifts that fall in the “always wrong” category; Italmatch Group Representatives should try to anticipate and avoid situations that might lead to an offer or receipt of unacceptable gifts.

If a gift that falls into the “always wrong” category is offered by a Third Party, the involved Italmatch Group Representatives must refrain from accepting and report the case to its business superior in line and/or Business Unit VP and to the HR and/or Legal Affairs Department.

## 6. HOSPITALITY EXPENSES

### 6.1 Hospitality definition

**Hospitality:** any service provided free of charge (for example, travels, meals, accommodation, entertainment events).

## 6.2 Guidelines for hospitality

Hospitality expenses must be managed in compliance with the general principles set forth in par. 4, and according to this paragraph 6; practical examples of hospitality are set out below in par. 6.3:

- a) hospitality expenses should be directly connected with the promotion, demonstration or explanation of Italmatch Group products or services and/or with the execution or performance of a contract;
- b) payment of hospitality expenses should not include invitation to relatives of the recipients (nor to close related persons), unless such hospitality is customary, reasonable in the circumstances, not prohibited by the applicable laws and prior written approved;
- c) the approval of Visas for business partners asking to enter one of the countries in which Italmatch operates is subject to the principles set out in the present Policy. In particular, such Visas may only be granted in relation with legitimate business purposes and for a number of days that takes reasonable account of the specific circumstances of each case (duration of business meetings and related hospitality, etc.). Any Visa application not strictly related to a specific business purpose must be prior approved;
- d) payment for hospitalities should, whenever possible, be paid directly to vendors (e.g. restaurants, hotels, airlines, and car rental companies) rather than to the recipient; if direct payment to the vendor is not possible, reimbursement should be made to the recipient's employer and only upon the presentation of an invoice and accompanying receipts for the expenses claimed.

## 6.3 Authorizations for hospitality

For the issue of hospitality expense to a Third Party, Italmatch Group Representatives are required to obtain in advance the appropriate prior written approval of the business superior in line and/or the BU VP, in consultation with the HR Department and/or Legal Affairs Department, depending on the value of the hospitality. The authorization request shall specify the type of hospitality, the related business purpose and value.

For the acceptance of hospitality expense from a Third Party, Italmatch Group Representatives are required to obtain, preferably and where possible in advance, the appropriate approval, of business superior in line or BU VP, in consultation with the HR Department and/or Legal Affairs Department, depending on the value of the hospitality.

If it is not possible to ask the prior authorization and limited to low-value hospitality, a specific approval must be asked as soon as possible after the hospitality occurrence.

## 6.4 Some examples of hospitality

In order to provide some useful examples, the following list represents hospitality expenses that are usually acceptable or always wrong:

- “Usually acceptable”

These types of expenses would include:

- occasional meals with business partners or business associates not exceeding a moderate value;
- participation to cultural or sport events sponsored by Italmatch (under the rules established in par. 7);
- participation to institutional events organized by Italmatch.

- “Always wrong”

It is forbidden to accept or offer hospitality if they are:

- illegal (in terms of applicable laws and country regulations);
- in breach of Italmatch Code of Ethics and Italmatch Anti- Corruption Global Policy or, in general, if it violates Italmatch’s commitment to acting fairly and with integrity, transparency and honesty in all business dealings;
- known to be in breach of the internal policies and rules of the giver’s or recipient’s own organization;
- aimed at getting improper benefits or advantages in return;
- capable of giving the impression that they are aimed at acquiring or granting undue benefits;
- inappropriate and/or against common decency and/or sexually oriented;
- as excessive, extensive or frequent as to raise questions of appropriateness.

No exceptions are allowed in any case for hospitality or entertainment expenses that fall in the “always wrong” category; Italmatch Group Representatives should try to anticipate and avoid situations that might lead to an offer or receipt of an unacceptable hospitality.

If a hospitality expense that falls into the “always wrong” category is offered by a Third Party, the involved employee must refrain from accepting and report the case to the business superior in line and/or BU VP and to the HR Department and/or Legal Affairs Department.

## 7. SPONSORSHIPS AND DONATIONS

### 7.1 Definitions

**Sponsorship:** a form of financial support regarding events or activities organized to obtain positive publicity and to create opportunities for the promotion of Italmatch business and brand.

**Donations:** the voluntary contribution to external parties, whether financial or through other forms of support, for which there are no tangible benefits or commercial return.

## **7.2 Guidelines for sponsorships and donations**

Italmatch may engage in sponsorships in support of business and community events, activities and organizations, in order to enhance the name recognition and prestige of the Italmatch brand.

Italmatch is committed to supporting the communities in which it does business and permits reasonable and appropriate donations in favour of legal entities, private and public institutions and associations in order to support the beneficiaries' institutional objectives.

More in particular, Italmatch sponsorships and donations are made to duly registered or accredited independent nongovernmental organizations (NGOs), not-for-profit charity organizations including but not limited to schools, hospitals, local associations, student associations and recreational, organizations aiming at enhancing the quality of life of people with disabilities and their environment, with cultural and/or artistic objectives, thereby excluding governmental, political and religious entities.

Italmatch donations and sponsorships may be granted to projects from innovative organisations doing work within the following four priority areas: (a) Humanitarian and Social projects; (b) Science and Education projects; (c) Culture and Arts projects; and (d) Community and Environment projects.

## **7.3 Authorizations for sponsorships and donations**

Each sponsorship or donation satisfying the above guidelines, must be prior written approved by the manager in charge of the interested Italmatch department and the HR and Legal Affairs Department. A specific authorization written request will be addressed in advance specifying the main information relating to the initiative.

## **8. DOCUMENT AND RECORD KEEPING**

In compliance with the transparency principles that permeate Italmatch Group activities, it is required that all payments and receipts, including those regarding gifts and hospitality expenses, sponsorships and donations, are properly recorded in accordance with applicable accounting standards and legal requirements.

Consequently, all the activities regulated by this Policy must be supported by appropriate authorizations and by adequate accounting records that fairly reflect all transactions at a reasonable level of detail; sponsorships/donations contracts must be in writing.

## **9. SANCTIONS**

The present Policy is designed to uphold Italmatch corporate values and to assure compliance with anticorruption laws in all countries in which Italmatch operates; it is therefore mandatory for all Italmatch employees to comply with the provisions contained in this Policy.

The violation of the dispositions set forth in the present Policy will lead to disciplinary measures or sanctions, up to and including termination of the relationship.

In addition to the above we remind that companies can be subject to severe financial and criminal penalties for violations of anti-corruption laws as applicable on local basis.

Consequently, Italmatch Group Representatives failing to respect standards and rules established in this Policy may be requested to pay for the damage caused to Italmatch by their illicit or unlawful acts. Whenever in doubt about the application of the present Policy or any aspect thereof, Italmatch employees should consult business superior in line and through him/her the Business Unit VP and the HR and/or Legal Affairs Department.