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## MODEL OF ORGANIZATION, MANAGEMENT AND CONTROL OF

### C.Steinweg - GMT S.r.l. Sole Shareholder

Updating approved and adopted by the Board of Directors resolution of the 06/10/2020

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#### **1 REFERENCE FRAMEWORK EX ART. No. 231/2001 AND SUBSEQUENT AMENDMENTS.**

The Legislative Decree of 8 June 2001, no. 231, which bears the "Discipline for the administrative liability of legal persons, companies and associations without legal personality, pursuant to Article 11 of Law no. 300" introduced a special regime of corporate liability in the Italian legal system (note 1).

An administrative liability regime that goes hand in hand with the responsibility of the natural person who has materially committed certain unlawful acts and which seeks to involve, in punishment of the same, the bodies in whose interest or advantage the offenses in question have been committed.

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Such an extension of the responsibility of the Entities is aimed at extending the punishment of the criminal offenses identified in the Decree, to the Entities that have benefited or in whose interest the offenses themselves were committed.

The responsibility provided by the Decree also applies to offenses committed abroad, provided that the State where the offense was committed does not proceed accordingly. The innovative scope of Legislative Decree 231/2001 is the prediction of the administrative liability of the legal person in the commission of a crime.

With the entry into force of this Decree, companies can no longer be said to be outside the direct consequences of offenses committed by individual natural persons in the interest or benefit of the company itself. The sanction system provided for in Legislative Decree 231/2001 is particularly severe, in addition to the pecuniary sanctions, there are suspensions and partial or total ban on business activities that may have permanent effects on the companies that are subject to it.

## **2. EXAMPLES OF ADMINISTRATIVE RESPONSIBILITY.**

Article 6 of that decree also provides that the company is not administratively sanctioned if it proves that the management body has adopted and effectively implemented, before the commission of the case, "Organizational and management models capable of preventing offenses like the ones that happened."

The same rule also provides for the establishment of an internal audit body with the task of monitoring the operation, effectiveness and observance of the above mentioned models as well as updating them. These Organizational, Management and Control Models, ex art. 6, paragraphs 2 and 3 of Legislative Decree 231/2001, must meet the following requirements:

- identify the activities in which the offenses under the Decree can be committed;
- provide for specific protocols to plan the training and implementation of the body's decisions in relation to the offenses to be prevented;
- identify ways of managing the financial resources appropriate to prevent the commission of such offenses;
- provide information to the body responsible for monitoring the operation and observance of the Models;

- Introduce a disciplinary system that can penalize non-compliance with the measures in the Model. Where the offense is committed by persons representing the functions of representation, administration or management of the institution or of its organizational unit with financial and functional autonomy, as well as by persons exercising, in fact, the management and control of the itself, the body does not account for it if it proves that:

- the governing body has adopted and effectively implemented, before the commission of the fact, a Model suitable for preventing offenses of the kind that has occurred;
- the task of monitoring the functioning and observance of the Model and of its updating, which has been entrusted to an entity body with autonomous powers of initiative and control;
- Subjects have committed the crime by fraudulently evading the Model;
- there has been no omission or insufficient surveillance by the control body in relation to the Model.

If, however, the offense is committed by persons subjected to the direction or supervision of one of the aforementioned persons, the body is liable if the commission of the offense was made possible by non-compliance with the direction and supervision obligations.

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In any event, such failure shall be excluded if the body has adopted and effectively implemented a Model to prevent offenses of the kind committed.

The Model must provide for appropriate measures to ensure that the activity is carried out in compliance with the law, to detect and eliminate risky situations in a timely manner.

### **3. EFFECTIVE IMPLEMENTATION OF THE MODEL.**

Effective implementation of the Model requires:

- a periodic review and eventual modification of the same when significant violations of the prescriptions are discovered or when changes occur in the organization or activity;
- a disciplinary system capable of penalizing failure to comply with the measures stated in the Model.

### **4. ADMINISTRATIVE OFFENCE.**

The Offences currently relevant under the Decree and the fulfillment of which C. Steinweg - GMT S.r.l. sole shareholder, for brevity, also simply referred to as GMT, aims to prevent with the help of the Organizational Model, are:

1. Offences committed with the Public Administration with Public or EU Authority and against their assets, fraud in public suppliers. (Articles 24 and 25 of Legislative Decree 231/2001);
2. Offences of Computer Crime (Article 24-bis);
3. Offences in Organized Crime (Article 24-ter);
4. Offences of money falsification, public credit cards, stamps and in instruments or marks of recognition (Article 25-bis);
5. Offences against Industry and Commerce (Article 25-bis 1);
6. Corporate offenses (Articles 25-ter);
7. Offences for the purpose of terrorism or for evading the democratic order (Article 25-quater);
8. Offences of Mutilation of female genital organs (Article 25-quater.1);
9. Offences against individual personality (Article 25-quinquies);
10. Market abuse offenses (Article 25-sexies);
11. Cases of murder and serious or highly serious injuries committed in violation of the protection of health and safety at work (Art. 25-septies);
12. Offences of fencing, laundering, recycling and use of money, goods or benefits of illicit origin (Article 25-octies);
13. Offences relating to violation of copyright (Article 25-novies);
14. Persuade somebody not to make statements or to make false statements to the Judicial Authority (Article 25-decies);
15. Crimes of so-called transnational organized crime (Article 10 L. 146/2006)
16. Environmental offenses (art 25-undecies)
17. Offences in the employment of irregular citizens (art 25 - XII)
18. Racism and xenophobia (art. 25 – terdecies)
19. Fraud in sports competitions, abusive gambling or gambling carried out using prohibited devices ( art. 25 – quaterdecies)
20. tax offenses

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21. Customs smuggling (Art.25 sexiesdecies).

## 5. SANCTIONS.

The administrative sanctions imposed on the bodies in the event that liability is established are as follows:

### A. Pecuniary Sanction

It applies to any administrative offense and may vary from a minimum of € 25,822.84 to a maximum of € 1,549,370.70. In the event that the body is responsible for a plurality of unlawful acts committed by one act or omission or committed in the same activity and before any one of them has been sentenced to a non-definitive sentence, the more severe sanction up to triple;

### B. Interdiction Sanctions

They apply to some types of offenses covered by the Decree and for the most serious cases. They can also be placed on guard and translate into:

- interruption of the activity;
- suspension or withdrawal of authorizations, licenses or functional concessions to the commission of the offense;
- Prohibition of bargaining with the Public Administration, except for obtaining benefits of a public service;
- exclusion from concessions, loans, contributions or subsidies and in the event of any revocation of those granted;
- Prohibition of advertising goods or services.

Such sanctions do not apply if the company has repaired the offense before the opening statement of the dispute.

### C. Confiscation of the price or profit of the offense

He is always willing to condemn, except that part of the price or profit of the offense that may be returned to the victim; on a provisional basis, the seizure of things susceptible of confiscation may be ordered, limited to the sums constituting the profits of criminal offenses referred to in the crime-assumption catalog. The insertion of paragraph 1- bis in art. 53 of the Legislative Decree of 8 June 2001, no. 231, provides that, in the case of sequestration aimed at confiscation by equivalent, the custodian allows the company to use the object of seizure to ensure continuity and business development.

### D. Publication of the judgment

It can be prepared when an injunction is applied to the body.

## 6. STRUCTURE OF THE ORGANIZATIONAL MODEL.

This document, with all its annexes, is the Organizational Model of Organization, Management and Control (hereinafter also Organizational Model) pursuant to Legislative Decree no. 231 adopted by GMT with the resolution of its Board of Directors and consists of:

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- General section, illustrative of the regulatory framework of reference, of the objectives, of the lines of structure and of the modes of implementation thereof;
- Special section Chapter III - Offenses committed in Relations with the Public Administration;
- Special section Part IV Special Features - Corporate Offenses;
- Special Section Cap. - Offenses against Public Faith;
- Special Part cap. VI - Market Abuse;
- Special section Chapter VII - Offenses against the person;
- Special Chapter VIII - Terrorism Offenses;
- Special Part Cap. IX - Computer crimes;
- Special Part Cap. X - Transnational Remains;
- Special Part Cap. XI - Crimes of recycling, acceptance;
- Special Part Cap. XII - Offenses relating to public health and safety;
- Special Part Cap. XIII - Offenses against industry and commerce;
- Special Part Cap. XIV - Obstacles to justice;
- Special Part Cap. XV - Organized Crime Offenses;
- Special Part Cap. XVI - Offenses of copyright infringement;
- Special Part cap. XVII - Environmental crimes,
- Special section chap. XVIII - racism and xenofobia;
- Special section chap. XIX - Fraud in sports competitions, abusive gambling or gambling carried out using prohibited devices
- Special section chap. XX- tax offenses

## Attachments

- Annex 1: Code of Ethics;
- Annex 2: Rules of the Supervisory Body;
- Annex 3: Powers and Delegates
- Annex 4: Organigrams

The documents in the annexes form an integral part of the Organizational Model in the version attached to this document or, if amended or replaced, in the applicable version.

## 7. ADDRESSES

The Organizational Model is addressed to all the GMT staff and, in particular, to who they are performing activities identified at risk.

The requirements of this Organizational Model must therefore be respected by both the Administrators and any other person in the apical position, as well as by all subordinate employees (executive, employee, employee, etc.) operating on behalf of and on behalf of GMT aware of the provisions contained in the Organizational Model through specific training and information activities. The ban on the conduct sanctioned by Legislative Decree 231/01 and compliance with the provisions of the GMT Code of Ethics are also required for suppliers, customers and consultants.

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## 8. CONFINDUSTRIA GUIDELINES

Under the terms of the Decree (Article 6, paragraph 3), the Organizational Model was constructed on the basis of the Guidelines of Confindustria, expressly approved by the Ministry of Justice (last modified on March 31, 2014).

## 9. PRINCIPLES TO ADOPT

GMT, also in order to reaffirm the conditions of fairness and transparency in the conduct of business and of the business activities, has adopted this Organizational Model, through the adoption of which the Company has meant:

- comply with the legislation on administrative liability of the Entities;
- to verify and enhance the existing powers that are conducive to avoiding significant illicit conduct under the Decree;
- inform all GMT staff of the scope of the legislation and the severe penalties that may fall on it in the event of perpetration of the offenses;
- make known to all the staff that they stigmatize any conduct contrary to law, a regulations, regulatory standards, internal business rules, and the principles of sound and sound management of corporate activities to which GMT is inspired;
- inform all personnel of the need for a strict observance of the provisions contained in the Organizational Model itself, whose violation is punished with severe disciplinary sanctions;
- Inform outside collaborators, consultants and GMT partners of the scope of legislation, as well as the ethical principles and behavioral rules adopted by the Company, and enforce the same ethical values that are inspired by GMT;
- Inform external co-workers, consultants and partners of GMT stigmatizing any conduct contrary to law, regulation, supervisory regulations, internal business rules and the principles of sound and sound management of corporate activities to which the same it inspires;
- Inform external collaborators, consultants and GMT partners of the severe administrative sanctions applicable to companies in the event of commission of the offenses set forth in the Decree;
- make every possible effort to prevent illicit behavior in the conduct of social activities through continuous monitoring of the areas at risk by means of systematic staff training activities on the proper way of carrying out their duties and by timely intervention to prevent and oppose the commission of illicit.

### 9.1. Implementation of the Organizational Model.

The Organizational Model has been prepared by GMT as well as the provisions of Legislative Decree no. 231/2001, the guidelines developed by Confindustria, as well as any other provisions applicable to the Company and subsequent updates.

Below are briefly described the steps in which the work of this Organizational Model has been developed. The first phase involved examining the company's documentation available at the respective Directorates and Corporate Functions (internal procedures and internal rules of conduct,

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organizational charts, elements of disciplinary sanctions provided by the applicable CCNLs, etc.) in order to understand the internal operating environment and external reference for GMT.

On the basis of the analysis of the collected documentation and through interviews with the Heads of Departments and Functions, the main activities were carried out.

Therefore, areas identified as being at risk of commission of the offenses and their processes have been identified instrumental: these expressions mean, respectively, the activities whose performance can give directly to the commission of one of the offenses of the offense (areas at risk) and the processes in which the execution, in principle, could be the conditions, opportunities or means for commission of the same offenses (instrumental processes).

Based on the mapping performed and the control mechanisms in place, an analysis was performed intended to assess the existing system of controls, e.g. the ability to prevent or detect illicit behaviors such as those sanctioned by Legislative Decree 231/2001.

Therefore, the alignment requirements of the control mechanisms in place have been defined each of the areas at risk and / or instrumental risk identified.

The drafting of the Organizational Model, in addition to the drafting of this document and the revision of the Code of Ethics, envisaged a review of the system of powers by verifying that it complies with the basic requirements of formalization and clarity, communication and separation of roles, attribution of responsibility, representation, definition of hierarchical lines and operational activities. At the end of the activities, procedures have been identified, with reference to the areas identified risk of crime.

These procedures contain the discipline deemed to be more suitable to govern the risk profile. This is a set of rules of behavior as well as operating modes that the various Business Functions of GMT must conform to, with reference to completing the risk activities.

In particular, the procedures identify:

1. the functional segregation of operational and control activities;
2. the documentable aspect of risky transactions and the supervision aimed at preventing the commission of crimes;
3. the distribution and attribution of authorizing and decision-making powers, of the responsibilities of each structure, based on principles of transparency, clarity and verifiability of operations.

## 9.2. Risk Profiles of GMT.

The construction of this Organizational Model started with a timely identification of activities carried out by GMT and the consequent identification of sensitive corporate processes for the commission of offenses.

Due to the specific operations of GMT, the most relevant situations, functions and phases were identified for the possible commission of offenses under Presidential Decree No. 231/2001. The Company was therefore determined to strengthen the internal control system with specific reference to these offenses.

At the same time, as a result of the scope of GMT activity, there have been cases in which it seems legitimate and correct to believe that they cannot identify risk profiles that reasonably justify the possibility of their commission, in the interest or benefit of GMT it.

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However, the call for the principles contained in the Code of Ethics, without any doubt, was exhaustive constrain business representatives, managers, employees, and employees to respect the values of individuality, fairness, morality, and respect for laws.

Consequently, the enucleated risk areas were the following.

**A. Offenses in Relations with the Public Administration (Articles 24 and 25)**

With regard to offenses against the Public Administration and its assets, it was considered that the most of the cases can be considered abstractly configurable.

The Company does not have any commercial relations with the Public Administration but is subject to normal control activities by ASL, INPS, INAIL, Finance Guard, etc.

**B. Computer Delinquencies and Illegal Data Processing (Article 24a)**

Such cases were considered to be abstractly realizable as GMT has systems own computing and a significant number of computer workstations.

**C. Organized Crime Offenses (Article 24b)** It was considered that some of the offenses of this group of offenses were abstractly realizable.

**D. Falsification offenses (Article 25-bis)**

The category of crimes relating to falsifying in coins, public credit cards and stamp values has been considered configurable to the Company only in the case of spending coins, public credit cards and false stamp values.

**E. Offenses against industry and commerce (Article 25 bis.1)**

With reference to the above hypotheses, it was considered that GMT did not have the operational tools to put in place such cases.

**F. Corporate and Market Abuse (Articles 25-ter and 25-sexies)**

With specific reference to corporate crimes, it is believed that they are all abstractly configurable in activities carried out by GMT except for the one provided for in art. 2633 c.c. - Indebted distribution of social assets by the liquidators, not having the Company in liquidation; it should be noted that the Company has set up specific budget approval procedures with particular reference to the hypotheses referred to in art. 2621 and ss. of the Civil Code.

**G. The Terrorism and Evasion and Individual Personality Offenses (25-quater, 25-quater.1 and 25-quinquies).**

With particular reference to the first case, it was dealt with on the basis of preliminary analysis made in abstract, but also taking into account the specifications of the business activities carried out, in full compliance with national and international standards. As far as the facts referred to in art. 25-quater.1 (female genital mutilation practices) and 25-

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quinquies are currently not abstractly conceivable in the context of the Company in the light of its activity.

There is a risk of the offenses referred to in articles 600c and 600c 1c.p. due to the use of the Internet.

With reference to this particular group of cases, as far as transnational crimes referred to in the Law of 16 March 2006 no. 146 (Ratification and enforcement of the United Nations Convention and Protocols against Transnational Organized Crime, adopted by the General Assembly on 15 November 2000 and 31 May 2001), it is considered that they are all abstractly configurable, moving from the formal consideration of activities set up by GMT.

H. Offenses of murder and serious bodily injury committed in violation of accident prevention regulations (Article 25f)

With particular reference to offenses relating to health and safety at work, it is considered that they are abstractly configurable; the company has therefore prepared a special section with reference to the hypotheses referred to in art. 589 and 590, in which the requirements of Art. 30 of Legislative Decree no. 81/08.

I. Criminal offenses of money laundering, recourse and use of money (Article 25-octies)

With particular reference to crime in recycling, it is believed that they are abstractly configurable in activities that are in place by GMT.

J. Offenses concerning copyright infringement (Article 25-novies)

Expected of the role of society there are no hypotheses of conduct that can configure the facts provided by the Law on Copyright and, in particular, the hypotheses of art. 171 and ss. of the text itself.

K. Crimes against judicial activity (Article 25-decies)

At present, the risk of committing the offenses referred to in art. 25-decies.

L. Environmental Offenses (Article 25-undecies)

With particular reference to environmental offenses, it is believed that they are abstractly configurable and therefore the Company has prepared a special section with reference to relevant hypotheses in the subject.

M. The crimes of fraud in sports competitions, abusive gambling or betting and gambling carried out by means of prohibited devices (art. 25 quaterdecies) At present, the risk of committing crimes pursuant to art. is not considered configurable 25 quaterdecies).

N. Tax crimes (art.25 quinquiesdecies) With specific reference to tax offenses, it is believed that they are abstractly configurable; the company therefore prepared a special section with reference to these hypotheses.

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## 10. SURVEILLANCE BODY.

According to Art. 6, 1st paragraph, letter b) of Legislative Decree 231/01, the Supervisory Body (hereinafter also Organism) will assume office from the time all members have accepted through the express written statement the nomination made by the Board of Directors.

Attached is the detail of the requirements, tasks, powers and rules of the GMT Supervisory Body (Annex 2).

The institutional functions of the Supervisory Body, pursuant to Art. 6, 1st paragraph, letter b) of Legislative Decree 231/01 are as follows:

- supervise the operation and observance of the Organizational Model;
- cure the update.

The body is placed in the position of staff at the Board of Directors. The recurrence and permanence of the requirements for each component of the Organization has been verified by the Board of Directors at the time of appointment and will be verified by the same body for the entire period in which the member of the Supervisory Body will remain in office.

The Surveillance Body reports directly to the GMT Board of Directors to which it refers the implementation of the Organizational Model and the emergence of any critical issues. The information flow will be on an ongoing and periodic basis, annually.

In particular, the periodic report shall indicate the activity carried out during the period, both in terms of controls carried out and the results obtained, as well as any need for updating the Organizational Model.

All employees, executives and anyone who cooperates in the pursuit of the purposes of GMT are required to inform, whenever the event occurs and in a timely manner, the Surveillance Body in respect of any derogation, breach or suspicion of violation of one's own knowledge compared to:

- behavioral standards prescribed by the Code of Ethics and the Organizational Model;
- principles of conduct and executive procedures governed by corporate protocols and procedures relevant for the purposes of the Decree.

In addition, all the aforesaid subjects are required to transmit, whenever the event occurs and in due time, to the Supervisory Body the information concerning:

- Visits, inspections and investigations initiated by competent bodies (e.g. Italian Institutions like ASL, INPS, INAIL, Guardia di Finanza, etc.) and, at their conclusion, any reliefs and sanctions imposed;
- active and passive litigation in progress when the counterparty is a public entity (or entity) and, at their conclusion, its outcomes;
- Measures and / or news from judicial police or any other authority as evidenced by the conduct of investigative activities for the offenses, also initiated against unknown persons;
- Requests for legal assistance sent by staff in the event of legal proceedings against him charged for the offenses;
- reports prepared by Heads of Departments / Company Functions within the activities of controlled checks, from which facts, acts, events or omissions with critical profiles may arise with respect to the rules of the Decree;

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- Announcing the disciplinary proceedings carried out in relation to the Organizational Model and the possible sanctions imposed, the measures taken or the reasoned measures of filing of disciplinary proceedings with the staff of the company.

In addition to the foregoing, Heads of Administration and Functions, as part of carrying out their activities, are required to provide, whenever the event occurs and in due time, to the Supervisory Body the information required by its protocols / procedures relevant for the purposes of the Organizational Model.

In addition, on a semi-annual basis and in addition to the above-mentioned flow of information, the Supervisory Body requires the Heads of Directors and functions to provide assurance on the completeness of the information communicated.

All information, general and specific, must be provided in writing and addressed to Chairman of the Supervisory Body.

All information and reporting provided in the Organizational Model is retained by the Supervision in a special computerized and paper archive, in accordance with the provisions contained in the Legislative Decree n. 196/2003.

The Supervisory Body has the absolute obligation to maintain the secret of the activities carried out and the company information they are aware of in the exercise of their mandate. In order to guarantee the Supervisory Body full autonomy in the performance of its functions, without limitations that may result from insufficient financial resources, it is assigned to that body an annual budget defined by the Board of Directors on the basis of a budget estimate proposed by the Organization itself, without prejudice to the possibility of requesting supplementation if necessary.

## 11. DISCIPLINARY SYSTEM.

The behaviors carried out in violation of the Organizational Model, including all its annexes, which form an integral part of it, as well as all protocols / procedures aimed at regulating in greater detail the operations in areas of risk at risk and instrumental processes, by GMT staff, are sanctioned under art. 6 (2) (e), and art. 7th, 4th paragraph, letter b) of Legislative Decree 231/01. GMT will react promptly to violating the rules of conduct even if behavior does not integrate the extremes of the offense, or does not determine the direct responsibility. The punishable sanctions are those provided for by art. 7 of L. 20.05.1970, no. 300 (Employee Statute) and the National Collective Agreements applied in the company.

Failure to comply with the obligations and standards contained in this Organizational Model, its annexes and the procedures relating to the fulfillment of the obligations set out in Legislative Decree no. n. 231/2001, leg. Decree, n. 196/2003 and Legislative Decree no. 81/08 by the employee, the following measures will be taken by the Company in relation to the magnitude of the deficiencies and the circumstances which accompany them:

1. verbal call;
2. written warning;
3. a fine not exceeding three hours of hourly pay calculated on the minimum table;
4. Suspension from work and remuneration up to a maximum of three days;
5. dismissal for failures with prior notice and without notice.

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The breach by the employee of the obligations contained in the codes, models, attachments mentioned and / or subsequently issued by the Employer Company are disciplinary and may result in the application of disciplinary measures in relation to the severity of the conduct and / or any recidivism and the extent of the fault, also in relation to the nature of the responsibilities entrusted to the Employee.

In accordance with the provisions of article 6 paragraph 2 bis of Legislative Decree 231/01, the subjects referred to in art. 5 paragraph 1 letters a) and b) may report in writing by e-mail to the e-mail address [odv231@gmt-net.it](mailto:odv231@gmt-net.it) and / or by fax 0109123468, and / or by ordinary mail to Genoa office, Via Scarsellini, 119, Torre B - The Twin Towers, promptly indicating to the General Management and the internal functions assigned to it the possible cases of violations of Model rules. The Reporting Procedure concerns a communication relating to facts that may constitute crimes, offenses or irregularities referable to GMT personnel or to third parties who violate the Code of Ethics, the Model, GMT procedures, laws, etc. and which are suitable for causing damage or prejudice to the company. The report concerns situations in which the reporter acts not to protect a personal interest since the reported fact relates to dangers and risks that could harm the company, the group, the staff, third parties or, more generally, the community.

The reports are numbered, classified according to the type and a preliminary investigation is carried out within 15 days of receipt, after which they are sent to the SB (if it had not received them directly) which will have to carry out an assessment, formalize the assessments and decisions taken in a final report (or intermediate if the fact requires it).

GMT prohibits retaliatory or discriminatory acts, direct or indirect, against the reporting person for reasons connected with the reporting.

Persons who violate the protection measures of the reporting person or whoever, with willful misconduct or gross negligence, reports that prove to be unfounded, will be liable to the disciplinary sanction company referred to in this paragraph

The investigation of these offenses, possibly by reporting to the Supervisory Body, the management of disciplinary proceedings and the imposition of sanctions, remain the responsibility of the persons in charge of the departments responsible and delegated to them.

In case of violation of the Organizational Model by one or more members of the Board of Directors, the Supervisory Board informs the entire Board of Directors, who will take the appropriate measures. Any violation by the consultants or suppliers of the rules contained in the Code of Ethics and the Organizational Model for the same or applicable to the commission of the offenders in the conduct of their activities is sanctioned in accordance with current legislation.

## **12. DIFFUSION OF THE ORGANIZATIONAL MODEL.**

For the effective implementation of the Organizational Model, it is the general objective of GMT to guarantee to all recipients of the Organizational Model the proper knowledge and dissemination of the rules of conduct contained therein.

All personnel, as well as topical subjects, consultants, partners, and external collaborators are required to have full knowledge of both the goals of fairness and transparency that they intend to pursue with the Organizational Model, and the ways in which GMT intends to pursue them. A particular purpose is then the need to ensure that the requirements of the Organizational Model are

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met and the reasons for effective implementation against resources whose activities are at risk. These determinations are directed towards the current GMT resources as well as those that are still to be included.

The suitability for the purpose of the courses referred to in Section 12.2 below will be evaluated by the Body.

## 12.1. Initial communication and up-to-date versions of the first:

The adoption of this Organizational Model is communicated to all staff currently in force of the adoption itself; in particular, communication is arranged through:

- sending a communication by the Chief Executive Officer via e-mail or paper to all staff on the contents of the Decree, the importance of the effective implementation of the Organizational Model, the ways of information and training provided by the Company;
- disseminating the Organizational Model on the corporate computer network and sending it via email to all staff with an e-mail box.

The same modes of communication will be observed in relation to each version of the Model and its subsequent and different attachments. The following new hires will be provided with an information package that will provide the same with relevant knowledge of primary importance. At the moment when they come to and will deliver them to the present Organizational Model, they will sign it for full vision and acceptance, and will commit themselves in carrying out their tasks related to the areas relevant to the Decree and any other activity that can be realized in the interest or benefit of the Company, respecting the principles, rules and procedures contained therein.

## 12.2. Training.

For GMT, staff training activities play a prominent role in the operation and completion of corporate activities. GMT will therefore give rise to any due initiative to promote its corporate culture among staff, with particular emphasis on the need to apply the adopted ethical principles and internal rules built in the broadest respect of the transparent and proper management of the Company.

In particular, GMT provides for the provision of coursework for all staff members, explaining:

- the regulatory environment;
- the Organizational Model adopted by GMT;
- the Supervisory Body and the management of the Organizational Model in the Continuous.

With particular reference to the health and safety requirements of the working environment pre-eminent functions are concerned with arranging the necessary training and training courses provided for by the law, as well as training courses for specific roles in security, by giving the Observatory an early warning. Participation in the above mentioned training processes is mandatory and will be documented through the presence request.

## **13. UPDATING OF ORGANIZATIONAL MODEL**

Legislative Decree 231/01 expressly foresees the need to update the Organizational Model in order to make it constantly adapted to the specific needs of the Company and its concrete operation.

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Modification and updating of the Organizational Model will be carried out essentially on:

- regulatory innovations;
- violations of the Organizational Model and / or negative outcomes of verifications on its effectiveness (that they can also be drawn from experiences with other companies);
- Changes in the Company's organizational structure.

The updating of the Organizational Model and, therefore, its integration and modification, is the responsibility of the Board of Directors. The control of the update, that is the mere stress to this effect and not its direct

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