

LAS-POL-002

LUTECH ADVANCED SOLUTIONS S.P.A.

ANTI-BRIBERY POLICY

POLICY

IDENTIFICATION

Category:	CP – Corruption Prevention
Procedure	LAS-POL-002 – Lutech Advanced Solutions S.p.A. Anti-Bribery Policy
Version	2.0
Dated:	01/04/2023

RESPONSIBILITY

	Name	Department
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CLASSIFICATION

Internal Use

SUMMARY OF AMENDMENTS

Ver.	Date	Description of Amendments
0.1	23/05/2022	First issuance, included as an annex in COM.07/2022 "Anti-Bribery Management System", distributed on 23/05/2022 by email with the subject "IMPORTANT – Compliance 37001"
0.2	3/10/2022	Transfer to Atos policy template standard, with redistribution of content, revision and extension of chapter 2.2 – Anti-Bribery Compliance Function
1.0	04/10/2022	<i>Review with Governing Body and approval by Governing Body – See Governing Body Review of 4/10/2022</i>
2.0	01/04/2023	<i>New issuance with company name change and new template</i>

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DISTRIBUTION

Target group	Distribution / Publication method
<i>All employees of Lutech Advanced Solutions S.p.A.</i>	Sharepoint
<i>Suppliers and Business Partners</i>	Supplier Portal
Customers	Internet

UPON REQUEST

Requester	Mandatory Criteria	Provided by
External auditors	Signed NDA	By Compliance Officer via Auditee lead

TERMS AND ABBREVIATIONS

The definitions refer to terms and/or acronyms and do not include all terminology relating to occupational health and safety, social responsibility and the environment, as this is already included in the relevant rules of reference, which should be consulted for further details.

Lutech Advanced Solutions S.p.A. Glossary of Terms and Definitions

- All terms and definitions of Lutech Advanced Solutions S.p.A. are collated and maintained in the LAIMS Glossary.

Local terms and definitions are added in the table below.

Terms / Abbreviations	Description
<i>Audit coordinator</i>	Person appointed by Management to coordinate internal and external audit activities aimed at achieving and maintaining ISO and related certifications
<i>ABCF</i>	Anti-Bribery Compliance Function
<i>LIMS</i>	Lutech Advanced Solutions S.p.A. Integrated Management System
<i>Legal Requirements</i>	Set of Italian and foreign laws, regulations and rules on quality, data security, anti-corruption, occupational health and safety and environmental protection issues potentially applicable to the Company and thus to be considered as a reference for the EHS Management System.
<i>Other requirements:</i>	Other requirements, in addition to legal ones, to which the Company subscribes concerning its environmental aspects or occupational health and safety issues. This includes, for example, contractual agreements made with the Customer and requirements issued by Competent Bodies.
<i>Legal Requirements</i>	See Legal Requirements

1 INTRODUCTION MAIN ASPECTS OF THE INTEGRATED POLICY

1.1 Objectives of the Anti-Bribery Policy

The objective of this Corruption Prevention Policy is to provide fundamental principles and high-level, short- and long-term guidelines.

This Policy is mandatory Documented Information required by the Anti-Bribery Management System (ABMS) compliant with ISO 37001.

1.2 Applicability and Scope

In order to guarantee compliance with the mandatory requirements of laws and regulations applicable to its field of interest, ensuring the maximum effectiveness and efficiency of its processes, activities and resources, Lutech Advanced Solutions S.p.A. has adopted:

- a Management System (Lutech Advanced Solutions S.p.A. Integrated Management System) which controls the significant aspects of all certified systems (ISO 9001, ISO 27001, ISO 2000-1, ISO 14001, ISO 45001), identifying the managerial and operational aspects thereof;
- an Organisation and Management Model pursuant to Italian Legislative Decree 231/2001, including a corruption risk assessment, and a Code of Ethics for the Company, which forms an integral part of the aforementioned Model;
- the Supervisory Body in accordance with the aforementioned Organisation and Management Model pursuant to Italian Legislative Decree 231/2001;
- an Anti-Bribery Management Model compliant with the ISO 37001:2016 standard, which prohibits corruption and makes reference to the relevant regulatory provisions.

These fundamental principles and high-level guidelines provide managers, employees, suppliers, customers and all stakeholders with a better understanding of how the activities of Lutech Advanced Solutions S.p.A. can pursue performance improvement in terms of monitoring, vigilance, and operational control over activities related to corruption.

The ultimate goal pursued is to achieve respect for legality and to strengthen the Company's image and reputation, as well as to consolidate the stability and sustainability of its business.

2 MAIN CONTENTS OF THIS POLICY

Preventing corrupt practices is, for Lutech Advanced Solutions S.p.A., as well as a legal obligation, one of the principles on which the actions of the Organisation itself are based, also in view of the strategic importance of the sectors in which it operates and of the different cultural and legal environments in which its business is rooted.

This Policy integrates, within an organic framework, the rules for preventing and combating corruption already in force within the Organisation, with the aim of reaffirming the commitment of the Governing Body and of Senior Management to combating and preventing unlawful conduct, and to raising the awareness of stakeholders of the rules and conduct that must be observed.

2.1 **Anti-corruption commitments**

For the purposes of applying this Policy and as part of the Anti-Bribery Management System, Lutech Advanced Solutions S.p.A., undertakes to:

1. combat and prevent the occurrence of unlawful acts in the performance of its activities;
2. constantly monitor the Company's activities by means of tools and controls aimed at combating all forms of corruption, active and passive, direct and indirect, involving its staff and any person carrying out activities on its behalf;
3. be aware of the Company's responsibilities, and the responsibilities of those who work for Lutech Advanced Solutions S.p.A., and maintain an irreproachable stance towards corruption;
4. provide information and assistance to those working for Lutech Advanced Solutions S.p.A. on how to recognise and deal with aspects and conduct relating to corruption;
5. implement a management system containing measures designed to identify and assess the risk of corruption, and to prevent, track and address it when and where it arises.

In compliance with national and international regulations and in application of the Company's Code of Ethics, as well as the Ethics and Compliance Policy, Lutech Advanced Solutions S.p.A. *"does not tolerate any form of bribery, corruption or trafficking of illegal influences"*.

2.2 **Anti-Bribery Compliance Function**

The Anti-Bribery Compliance Function (ABCF) has direct and timely access to the Governing Body and to senior management in the event that any issues or suspicions need to be raised.

The head of the CPCF is appointed with appropriate status, authority and independence, consistent with the requirements of ISO 37001, with responsibilities and authority for:

- a) overseeing the organisation's design and implementation of the ISO 37001 management system;
- b) providing advice and guidance to staff on the management system and on issues related to corruption;
- c) ensuring that the management system complies with the requirements of the ISO 37001 standard;
- d) reporting on the performance of the management system to the governing body (BoD) and to senior management and other departments, as appropriate.

The person appointed to the role of Head of ABCF, despite possibly holding other roles within the Company, maintains autonomy and independence with respect to them.

2.3 **Internal Control**

Lutech Advanced Solutions S.p.A. is committed to implementing an adequate internal control system and to guiding the entire organisation in achieving the expected performance for preventing corruption in accordance with the following directives:

- to guarantee a continuous commitment to conducting its activities in full compliance with regulatory obligations, by constantly verifying the correct and adequate application of anti-corruption rules and the requirements of the Anti-Bribery Management System;

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- to encourage employees to use the *corporate whistleblowing* platform to report phenomena considered to be related to corruption, guaranteeing their confidentiality, as required by the legislation in force;
- to take appropriate action against individuals who have behaved in a manner contrary to the principles of this Policy and/or the Anti-Bribery Management System.

2.4 Awareness

In carrying out their activities, personnel consciously adhere to ethical principles of transparency, clarity, fairness, integrity and equity.

In particular, any acts of collusion, attempted bribery or favouritism, direct or indirect solicitation of personal and career advantages for oneself or others and, more generally, acts contrary to applicable laws and regulations are prohibited in business relationships.

Every person, whether an employee or not, working in the name and on behalf of Lutech Advanced Solutions S.p.A. must read and understand the contents of this Anti-Bribery Policy and must behave in compliance with its provisions, in the awareness that any corrupt conduct or violation of the regulations in force on corruption may constitute offences punishable not only at criminal and administrative level, but also on a disciplinary basis within the Company.

Lutech Advanced Solutions S.p.A. also requires its “Business Partners” to comply with applicable Laws, the Organisation, Management and Control Model, the Company’s Code of Ethics, the Ethics and Compliance Policy and this Policy; it does so by incorporating clauses whose lack of compliance leads to the termination of the contract.

2.5 Dissemination

Lutech Advanced Solutions S.p.A. disseminates this Policy broadly, ensuring that it is understood and implemented by all employees.

For this purpose, it is made available in the manner indicated in the paragraph below entitled “*Distribution*”.

2.6 Objectives and Monitoring

The main objective is to establish and implement a Corruption Prevention Management System compliant with the ISO 37001 standard and to ensure it remains effective by monitoring the following strategic objectives:

- a) to identify the activities within the scope of which the risk of corruption is highest, also by obtaining proposals from the department and process managers;
- b) to provide mechanisms for the formation, implementation and control of decisions suitable for preventing the risk of corruption for the activities identified in point a);
- c) to monitor relationships between Lutech Advanced Solutions S.p.A. and entities that enter into contracts with the same or are involved in procedures for authorisations, concessions or payments of economic benefits of any kind, also by verifying any familial or kinship relationships existing between the owners, directors, partners and employees of those entities and the managers and employees of the Company;
- d) to identify specific transparency obligations in addition to those laid down by law;

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- e) to ensure accessibility, in accordance with the law, to a series of data, news and information concerning the activity, organisation and management of the Company and the persons delegated to act on its behalf;
- f) to enable widespread forms of control of the Company's actions and to protect legality and the culture of honesty and integrity, transparency, fairness, good faith, cooperation, loyalty and mutual respect;
- g) to guarantee, through the transparency of the relevant procedures, proper management of financial resources also with respect to the relevance and compatibility of the same with the purposes pursued by Lutech Advanced Solutions S.p.A.

The following objectives in relation to transparency are also considered strategic:

- h) to promote innovation, organisational efficiency and transparency as tools for preventing corruption;
- i) to monitor the constant use of the tools and measures envisaged in terms of corruption prevention and transparency pursuant to current legislation and the relevant determinations and guidelines issued by ANAC (National Anti-Corruption Authority for Italy);
- j) to improve, where necessary, the overall quality of the corporate website in terms of completeness, clarity and intelligibility, with particular reference to the requirements of accessibility and usability of information and data;
- k) to provide staff training on the subject and to ensure such training is updated, also by promoting the organisation of internal and external initiatives to increase awareness of the culture of transparency, legality and integrity;
- l) to seek *feedback* from stakeholders and third parties on the progress of the actions undertaken in relation to transparency.

2.7 Sanctions

Any failure to comply with the principles and provisions of this Anti-Bribery Policy may lead to the application of disciplinary sanctions and, if appropriate, even to criminal prosecution.

3 REFERENCES

Main Laws and Regulations	
<i>Italian Legislative Decree 231/2001</i>	Legislative Decree of the Italian Republic regulating the administrative liability of legal persons and associations, relating to a (constantly evolving) list of predicate offences.
<i>Italian Law no. 190 of 6/11/2012</i>	Provisions for the prevention and repression of corruption and illegality in the Public Administration.
<i>Italian Legislative Decree no. 33 of 14/3/2013</i>	Reorganisation of the rules on publicity obligations. Transparency and dissemination of information by Public Administrations.
<i>Italian Legislative Decree no. 39 of 8/4/2013</i>	Provisions on non-transferability and incompatibility of roles in Public Administrations and in private public order bodies.
<i>Decree of the President of the Council of Ministers 8/3/2013</i>	Code of conduct for civil servants.
<i>Italian Decree Law no. 90 of 24/6/2014</i>	Urgent measures for administrative simplification and transparency and for the efficiency of judicial offices.
<i>Italian Law no. 124 15</i>	<i>Madia Decree</i>
<i>Italian Legislative Decree no. 97 of 25 May 2016</i>	<i>Revision and simplification of the provisions on corruption prevention, publicity and transparency</i>
<i>PNA 2019 (ANAC)</i>	
<i>Italian Legislative Decree no. 50 of 18 April 2016</i>	Public procurement code (last approval 15 June 2022 of the draft delegated law)
<i>Regulations envisaged by the Italian Criminal Code</i>	<ul style="list-style-type: none"> a. Art. 317 of the Criminal Code; abuse of office b. Art. 318 of the Criminal Code; bribery for exercise of the role c. Art. 319 of the Criminal Code; bribery for an act contrary to official duties d. Art. 319(3) of the Criminal Code; corruption in judicial acts e. Art. 319(4) of the Criminal Code; undue inducement to give or promise benefits f. Art. 320 of the Criminal Code; bribery of a civil servant g. Art. 322 of the Criminal Code; incitement to corruption h. Art. 346(2) of the Criminal Code; trafficking of illegal influences
<i>Regulations envisaged by the Italian Civil Code</i>	<ul style="list-style-type: none"> a. Art. 2635 of the Civil Code; bribery between private individuals b. Art. 2635(2) of the Civil Code; incitement to bribery between private individuals c. Art. 2653(3) of the Civil Code; accessory penalties
Main Standards	
<i>ISO 9001:2015</i>	Quality Management Systems – Requirements
<i>ISO 37001:2016</i>	Anti-Bribery Management Systems

Lutech Advanced Solutions S.p.A. Main Policies	
<i>MSO</i>	<i>Management System Overview</i>
<i>SoA</i>	<i>Statement of Applicability</i>
<i>Code of Ethics</i>	Code of Ethics of Lutech Advanced Solutions S.p.A.
<i>Ethics and Compliance Policy</i>	This constitutes the structure of the Compliance Management System designed to act as a guide to ensure that Lutech Advanced Solutions S.p.A. operates ethically.
<i>Organisation, Management and Control Model</i>	Organisational, management and control model pursuant to Italian Legislative Decree 231/2001 – general part and special part, in particular crimes in relation to occupational health and safety and computer fraud.

The complete list of procedures and work instructions included in the Management System as “*Strictly controlled documents*” is available in the Sharepoint.

Documents defined, used and maintained under “*Standard Control*” are available in the LIMS documents area.