



# CODE OF ETHICS

THE ETHICAL PRINCIPLES AND VALUES  
THAT INSPIRE THE CORPORATE CULTURE AND CONDUCT



# CODE OF ETHICS

With the adoption of the Code of Ethics, LAER is continuing the growth process and has taken another important step on the development path that considers reputation and credibility the essential resources for a Company that targets excellence and consolidation of its position on the international market. This Code aims to ensure that all business activities are conducted in compliance with the Law, with honesty, integrity, fairness and good faith. Therefore, people working at the Company and for the Company, without distinction or exception, are required to know, observe and enforce the Code of Ethics as part of their duties and responsibilities.

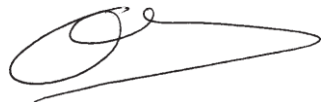
Implementing the Code of Ethics in business processes is intended for me as a key factor for the development of quality and business competitiveness as it aims to catalyse the growth in an equilibrium scheme. At the same time, it is an effective mean for the Company to prevent irresponsible or illegal behaviors by people working in the name and on behalf of the Company, since it introduces a clear and explicit definition of the ethical and social responsibilities of its Executives, Managers, Employees and Suppliers. Thus, adopting a code of ethics by the Company may become synonymous of quality and business professionalism: knowing and complying with the Code of Ethics by each of us are decisive factors to ensure the efficiency, reliability and the transformation of our Vision into reality. The Code of Ethics is a plus point for LAER in the mare Magnum of Companies operating in our business sector and it allows distinguishing those who also pay special attention to the way of working as well as profit.

I invite you to read it carefully to find out the core values that inspire our way of being LAER and, at the same time, to make it an effective tool ensuring compliance with those principles and values that should guide our behavior in relation with the market, with the communities in which we operate, with people who work with us and with those who have a legitimate interest in our activities.

In order to protect and enhance the image of our Company, I consider important that all our employees, partners, suppliers and other parties who are variously involved, comply from now with our ethical principles and codes of conduct.

Airola  
15th September, 2014

*Chief Executive Officer*  
**Andrea Esposito**



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## 1. COMPANY VALUES

The "**Code of Ethics**" of the Company is based on the following values:

### **Competence**

It ensures the commitment to select and motivate human resources guaranteeing the highest level of competence and of updating in the course of business operations.

### **Credibility**

The Company is constantly committed to pay special attention to instill confidence in all operational credibility stakeholders, particularly in our Customers, suppliers, consultants, Authorities, the Territorial Organizations and in the collectivity in general.

### **Achieving excellence**

The Company pursues a continuous improvement in the way of operating, maintaining constant attention to details at every stage of the work, using the resources in the most efficient way, valuing the employees in their professionalism.

## 2. CODE OF ETHICS

### 2.1. THE PURPOSE

The Code purpose is to reiterate to the whole Company's Management and employees, their commitment to ethical behaviour in all circumstances, as follow:

- Strictly comply with the laws in force in the National Territory;
- Practicing fairness and courtesy in relationships between colleagues;
- Respect the interest of each other party (Customers, consumers, institutions, public authorities and the external community);
- Fulfill its own role with professionalism and integrity with respect for human dignity.

The Code also lays down policy to ensure effective compliance with the operating procedures as well as sanctions in case of violation by the staff, not respectful of the "Code of Ethics".

## **2.2. MANAGEMENT**

The Code rules shall apply, without exception, to all members of the Company, from the Employer to all company personnel, to consultant and evaluators.

All the Company's employees are therefore expected to receive a copy of the "Code", to view it, to know its contents, to accept them by dedicated written declaration and to behave with the principles contained therein.

In addition, the staff is also required to report any violations of the Code.

## **3. GENERAL PRINCIPLES**

### **3.1. SUSTAINABILITY AND CORPORATE RESPONSIBILITY**

The compliance with laws, regulations, statutory rules, self-regulatory codes, ethical integrity and fairness is a constant commitment and duty of all LAER's People as well as it characterizes the conduct of its entire organization.

LAER's business and corporate activities must be carried out in a transparent, honest, fair and good faith manner as well as in the full compliance with competition protection rules.

LAER rejects any form of discrimination, corruption, labor exploitation and especially the child one. Particular consideration is paid to acknowledgement and safeguarding of dignity, freedom and equality of human beings as well as to protection of labor, freedom of trade union association, health, safety, environment and biodiversity as well as the set of values and principles concerning transparency, energy efficiency and sustainable development, in accordance with International Institutions and Conventions.

All LAER's People, without any distinction or exception, respect the principles and contents of the Code in their actions and behaviors while performing their functions and according to their responsibilities, in the awareness that complying with the Code is fundamental for quality of work performance and professionalism. Relationships among LAER's People, at all levels, must be characterized by honesty, fairness, cooperation, loyalty and mutual respect.

The conviction of acting for the benefit or the interest of LAER cannot in any way justify, not even in part, any behaviors that conflict with the principles and contents of the Code.

### **3.2. ETHICS, TRANSPARENCY, FAIRNESS, PROFESSIONALISM**

In conducting its business, LAER is inspired by and complies with the principles of loyalty, fairness, transparency, efficiency and openness to market, regardless of the importance level of the transaction in question.

Any action, transaction and negotiation performed and, generally, the conduct of LAER's People in their duty execution is inspired by the highest principles of fairness, completeness and transparency of information and legitimacy, both in form and substance, as well as by clarity and truthfulness of all accounting documents, in compliance with the applicable laws and internal regulations.

All LAER's activities have to be carried out with the utmost care and professional skill, with the duty to provide skills and expertise adequate to the tasks assigned, and to act in a way capable to protect LAER's image and reputation. The corporate targets, project proposal and implementation, investments and actions, have to aim at improving the Company's assets, management, technological and information level in the long term, and at creating value and welfare for all Stakeholders.

Bribes, illegitimate favors, collusion, requests for personal benefits for oneself or others, either directly or through third parties, are prohibited without any exception.

Commercial courtesy, such as small gifts or hospitality forms, is only allowed when its value is small and it does not compromise the integrity and reputation of either party, and cannot be construed by an impartial observer as aimed at obtaining undue advantages. In any case, these expenses must always be authorized by the designated managers as per existing internal rules and be accompanied by appropriate documentation.

It is forbidden to accept money from individuals or companies that have or intend to have business relations with LAER. Anyone who receives proposals of gifts or special or hospitality treatments that cannot be considered as commercial courtesy of small value, or receives their requests by third parties, shall reject them and immediately inform their superior, or the organization they belong to.

LAER shall properly inform all third parties about the commitments and obligations provided by the Code, require third parties to respect the principles of the Code relevant to their activities and take proper internal actions and, if the matter is within its own competence, external actions in the event that any third party should fail to comply with the Code.

### **3.3. INFORMATION MEANS**

LAER undertakes to provide outside parties with true, prompt, transparent and accurate information.

Relations with the media are exclusively dealt with by the departments and managers specifically appointed to do so; information to be supplied to media representatives, as well as the undertaking to provide such information, have to

be agreed upon beforehand by LAER's People with the relevant LAER Corporate structure.

### **3.4. SOCIAL, ENVIRONMENTAL AND SAFETY RESPONSABILITY**

The Company conducts business in a precise responsibility towards civil society, contributing to the progress of Local Communities, in accordance with the primary role of enterprise in the territory facilitating the recruitment of young professionals too, helping with safety measures in the work even older workers, especially in respect of the rules in regards to maternity and paternity.

The Company safely and responsibly undertakes to promote the reduction of the business impact aiming to preserve the environment intact in the long run. Above all, to respect the environment, the company intends to operate by using non-polluting products, with procedures that respect the environment as well as by specific, appropriate and functional interventions to the external system. The Company also ensures the continuous full and total compliance with legislation on health and safety.

## **4. RELATIONS WITH CUSTOMERS AND SUPPLIERS**

### **4.1. CUSTOMERS AND CONSUMERS**

LAER pursues its business success on markets by offering quality products and services under competitive conditions while respecting the rules protecting fair competition.

LAER undertakes to respect the right of consumers to do not receive products harmful to their health and physical integrity and to get complete information on the products offered to them.

LAER acknowledges that the esteem of those requesting products or services is of primary importance for success in business. Business policies are aimed at ensuring the quality of goods and services, safety and compliance with the precautionary principle. Therefore, LAER's People shall:

- Comply with in-house procedures concerning the management of relations with customers and consumers;
- Supply, with efficiency and courtesy, within the limits set by the contractual conditions, high-quality products meeting the reasonable expectations and needs of customers and consumers;
- Supply accurate and exhaustive information on products and services and be truthful in advertisements or other kind of communication, so that customers and consumers can make informed decisions.



## 4.2. SUPPLIERS AND EXTERNAL COLLABORATORS

In relationships regarding tenders, procurement and, generally, the supply of goods and/or services and regarding external collaborations (including consultants, agents, etc.), LAER's People shall:

- Follow internal procedures concerning selection and relationship management with suppliers and external collaborators as well as abstain from excluding any supplier meeting requirements from bidding for LAER's orders;
- adopt appropriate and objective selection methods, based on established, transparent criteria;
- State in contracts the Code acknowledgement and the obligation to comply with the principles contained therein;
- Comply with, and demand compliance with, the conditions contained in contracts;
- Maintain a frank and open dialogue with suppliers and external collaborators in line with good commercial practice; promptly inform superiors, and the Guarantor, about any possible violations of the Code;
- Inform the relevant LAER Corporate structure about any serious problems that may arise with a particular supplier or external collaborator, in order to evaluate possible consequences for LAER.

## 5. THE MANAGEMENT, EMPLOYEES AND COLLABORATORS OF LAER

### 5.1. DEVELOPMENT AND PROTECTION OF HUMAN RESOURCES

People are basic components in the company's life. The dedication and professionalism of management and employees represent fundamental values and conditions for achieving LAER's objectives.

LAER is committed to developing the abilities and skills of management and employees so that their energy and creativity can have full expression for the fulfilment of their potential in their working performance, such as to protect working conditions as regards both mental and physical health and dignity. Undue pressure or discomfort is not allowed, while appropriate working conditions promoting development of personality and professionalism are fostered.

LAER undertakes to offer, in full compliance with applicable legal and contractual provisions, equal opportunities to all its employees. Competent departments shall:

- adopt in any situation criteria of merit and ability (and anyhow strictly professional) in all decisions concerning human resources;
- select, hire, train, compensate and manage human resources without discrimination of any kind;

LAER wishes that LAER's People, at every level, cooperate in maintaining a climate of common respect for a person's dignity, honor and reputation. LAER shall do its best to prevent attitudes that can be considered as offensive, discriminatory or abusive. In this regard, any behaviors outside the working place which are particularly offensive to public sensitivity are also deemed relevant.

## **5.2. CORPORATE SECURITY**

LAER engages in the study, development and implementation of strategies, policies and operational plans aimed at preventing and overcoming any intentional or non-intentional behavior which may cause direct or indirect damage to LAER's People and/or to the tangible and intangible resources of the company. Preventive and defensive measures, aimed at minimizing the need for an active response - always in proportion to the attack - to threats to people and assets, are favored.

All LAER's People shall actively contribute to maintaining an optimal corporate security standard, abstaining from unlawful or dangerous behaviors, and reporting any possible activities carried out by third parties to the detriment of LAER's assets or human resources to superiors or to the body they belong to, as well as to the relevant LAER Corporate structure. In any case requiring particular attention to personal safety, it is compulsory to strictly follow the indications in this regard supplied by LAER, abstaining from behaviors which may endanger one's own safety or the safety of others, promptly reporting any danger for one's own safety, or the safety of third parties, to one's superior.

### 5.3. MORAL AND PHYSICAL PROTECTION OF INTEGRITY

To the whole Company staff, whose physical and moral integrity is considered the primary value of the Company, working conditions are guaranteed to respect individual dignity in safe and healthy workplaces.

In particular, the Company does not tolerate power abuses:

- Requesting as a due act to hierarchical superior, it constitutes abuse of the authority position;
- Performances and personal favors, or adopt attitudes and / or take actions that are detrimental to human dignity and especially to the employee autonomy;  
Acts of psychological violence or prejudicial attitudes and discriminatory behavior of the person and of his beliefs;
- Sexual harassment, conducts or comments that could disturb the operator's personal sensitivity;  
Bullying, which can also compromise severely the health of the worker on the job site;  
Operating mobbing, which can lead psychological situations with serious consequences in the operational activities of the employee.

### 5.4. ABUSE OF ALCOHOL OR DRUGS AND NO SMOKING

All LAER's People shall personally contribute to promoting and maintaining a climate of common respect in the workplace; particular attention is paid to respect of the feelings of others.

LAER will therefore consider individuals, who work under the effect of alcohol or drugs, or substances with similar effect, during the performance of their work activities and in the workplace, as being aware of the risk they cause.

Chronic addiction to such substances, when it affects work performance, shall be considered similar to the above-mentioned events in terms of contractual consequences.

LAER is committed to favor social action in this field as provided for by employment contracts. It is forbidden to:

- Hold, consume, offer or give for whatever reason, drugs or substances with similar effect, at work and in the workplace;
- Smoke in the workplace - LAER provides to identify any areas for smokers, to be used exclusively during the stipulated contract breaks.

## **6. CONFIDENTIALITY**

### **6.1. PROTECTION OF BUSINESS SECRET**

LAER's activities constantly require the acquisition, storing, processing, communication and dissemination of information, documents and other data regarding negotiations, administrative proceedings, financial transactions, and know-how (contracts, deeds, reports, notes, studies, drawings, pictures, software, etc.) that may not be disclosed to the outside pursuant to contractual agreements, or whose inopportune or untimely disclosure may be detrimental to corporate interest.

Without prejudice to the transparency of the activities carried out and to the information obligations imposed by the provisions in force, LAER's People shall ensure the confidentiality required by the circumstances for each news they have got to know in relation with their working function.

Any information, knowledge and data acquired or processed during one's work or because of one's tasks at LAER, belong to LAER and may not be used, communicated or disclosed without specific authorization of one's superior within management in compliance with specific procedures.

### **6.2 PROTECTION OF PRIVACY**

LAER is committed to protect information concerning its People and third parties, whether generated or obtained inside LAER or in the conduct of LAER's business, and to avoiding improper use of any such information.

LAER intends to guarantee that processing of personal data within its structures respects fundamental rights and freedoms, as well as the dignity of the parties concerned, as contemplated by the legal provisions in force.

Personal data must be processed in a lawful and fair way and, in any case, the data collected and stored is only that which is necessary for certain, explicit and lawful purposes. Data shall be stored for a period of time no longer than necessary for the purposes of collection.

Moreover, LAER undertakes to adopt suitable preventive safety measures for all databases storing and keeping personal data, in order to avoid any risks of destruction and losses or of unauthorized access or unallowed processing.

## **7. INTERNAL CONTROL SYSTEM**

LAER is committed to promoting and maintaining an adequate internal control system, intended as a set of all the necessary or useful tools for direct, manage and verify the business activities with the aim of ensuring compliance with laws and corporate procedures, protect corporate assets, efficiently and effectively managing activities as well as providing precise and complete accounting and financial data.

The responsibility for implementing an effective internal control system is shared at every level of the organizational structure of LAER; consequently, all the People of LAER, within their functions and responsibilities, shall define and actively participate in the correct functioning of the internal control system.

LAER promotes the dissemination, at every level of its organization, of a culture and procedures based on the awareness of controls and on a mentality oriented to conscious and voluntary controls; consequently, management first, and all the people of LAER in any case shall contribute to and participate in the internal control system of LAER and, with a positive attitude, involve its collaborators.

Everyone is held responsible for the corporate assets (tangible and intangible) that are required to carry out the activity; no employee can make, or let others make, improper use of assets and resources of LAER.

## **8. MANDATORY OF THE "CODE OF CONDUCT AND ETHICS", VIOLATIONS AND PENALTIES**

### **8.1. COMPLIANCE AND OBLIGATORINESS**

Compliance with the provisions of this Code is an essential part of the contractual obligations of employees.

It must also be considered an essential part of the contractual obligations assumed by subordinate collaborators and / or people having relationships and / or business with the Company.

The Company has a responsibility to ensure that his expectations, in terms of employee behaviors, are understood and put into practice by employees themselves. The Company must ensure that the other commitments set out in the Code are implemented across the various functions level.

### **8.2. REPORTING OF VIOLATIONS**

In order to ensure the effective application of the Code, the Company requires to who becomes aware of possible non-compliance cases to issue a report. Employees and contractors must report violations, or suspected violations, to the

Direct Supervisor or corporate functional referent or, in cases where the reporting is not effective or appropriate, they must apply directly to the Top Management.

The Supervisory Board is represented by the Owner or Owners of the Company; the Head of HR, with a technical and/or administrative employee; the Representative of Worker Safety; possibly the Responsible of Prevention and Protection Service.

The Supervisory Board ascertains the validity of the report, promptly verify correctness of the information received, also for the purposes of possible application of disciplinary sanctions or activating contractual resolution mechanisms. The Supervisory Board also ensures that no one in the workplace, may suffer retaliatory actions, illegal conditioning, hardship and discrimination, for reporting the violation of the contents of the Code of Ethics or internal procedures. It constitutes a breach of the Code also any form of retaliation against those who in good faith reports of possible violations of the Code. It should also be considered a violation of the Code the behavior of those who accuse other employees of violation, in the knowledge that such violation does not exist.

### **8.3. SANCTIONS**

Compliance with the provisions of the Code is an essential part of the contractual obligations of all LAER People under and for the purposes of the applicable law.

The violation of the principles and contents of the Code may constitute a breach of the primary obligations of the employment relationship or a disciplinary offense, with all legal consequences also with regard to the preservation of employment, and lead to compensation for damages arising therefrom.