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CODE OF ETHICS

COURTESY
TRANSLATION

DATE	REASON	SIGNATURE OF THE LEGAL REPRESENTATIVE
05.02.2024	ENTRA IN VIGORE – PRIMA STESURA	
00.00.2025	REVISIONE ANNUALE 2025	



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1. INTRODUCTION

M.E.A.T. (Materiale Elettrico Automobili Torino) was founded in 1945.

It started as a distributor of automotive electrical components. In the early 1950s, it began producing its first carburetor spare parts.

Gradually, the carburetor spare parts sector became increasingly important in the company's strategy, and the technological know-how within the company grew, allowing it in a few years to become a leading European company in carburation.

In 1985, D.O.R.I.A. (Distribuzione Organizzata Ricambi Automobili), a manufacturer of fuel filters, was acquired. Since then, development has proceeded in two directions: carburation, now evolved into spare parts for injection systems, and filtration, also developed with the production of increasingly sophisticated filters meeting UNI EN ISO 9001 standards.

M.E.A.T. & D.O.R.I.A. has developed and refined complex processes for product realization and service delivery, enabling it to be competitive in the field of *"Manufacture and commercialization of aftermarket components for injection and fuel systems in the automotive sector."*

At the end of the 1990s, the HOFFER PRODUCTS brand was created, clearly reflecting the company's ambition to become a reference point in automotive electrical components.

Since 2010, it has started producing the first EGR valve models, established close collaborations with Tier 1 suppliers and car manufacturers, and has also worked to consolidate business in certain countries, including by establishing subsidiaries.

M&D products are also listed in the international TecDoc database, and the company is recognized as a TecAlliance Certified Data Supplier.

The company holds the UNI EN ISO 9001 Quality Certification and the EAC Certificate, which guarantees product compliance with the Technical Regulations of the Eurasian Customs Union.

Finally, M.E.A.T. & D.O.R.I.A. has adopted a Code of Ethics, aimed at illustrating the rules and behavioral principles that guide the company and requiring compliance and observance by all company functions and anyone who, in any capacity, interacts with it.



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2. PURPOSE, SCOPE OF APPLICATION, AND DISSEMINATION OF THE CODE OF ETHICS

The following functions are attributed to this Code of Ethics (hereinafter the “Code”):

- ❖ **Legitimizing function:** the Code sets out the duties and responsibilities of M.E.A.T. & D.O.R.I.A towards all those who interact with the company and vice versa;
- ❖ **Cognitive function:** the Code enables the recognition of unethical behavior and indicates the correct ways to exercise the functions and powers assigned to each individual;
- ❖ **Incentive function:** the Code contributes to the development of an ethical awareness and strengthens the reputation of M.E.A.T. & D.O.R.I.A and the trust relationship with the parties interacting with the company.

The principles and provisions of this Code are addressed to and must be known by all company functions, employees, collaborators, and all those who, in any capacity, maintain relationships with M.E.A.T. & D.O.R.I.A (including, by way of example but not limited to, consultants, commercial agents, suppliers, customers, etc., hereinafter “Third Parties”).

Accordingly, the Code is disseminated to those who interact with the company through publication on the corporate website or by other suitable means: all parties interacting with M.E.A.T. & D.O.R.I.A accept the provisions of this Code and commit to complying with it.

All company functions, employees, and collaborators are required to:

- be familiar with and promote the principles and values contained in this Code;
- act in accordance with the ethical and behavioral standards identified by the Code both in the performance of their duties and in external relations, refraining from conduct contrary to them;
- oversee the correct and continuous application of the Code at all company levels, cooperating with the competent corporate authorities in its verification and control.

All parties interacting with the Company are required to conduct themselves in compliance with the principles of legality, fairness, and good faith, respecting the ethical and behavioral rules set forth in this Code.

All documents related to the Organization and Management Model pursuant to Legislative Decree 231/01 constitute strictly confidential information and are the property of M.E.A.T. & D.O.R.I.A S.r.l., and must not be used for purposes other than those for which they were intended.



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3. APPROVAL AND UPDATE OF THE CODE OF ETHICS

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4. ETHICAL AND BEHAVIORAL PRINCIPLES

All work activities carried out by those operating for M.E.A.T. & D.O.R.I.A must be performed with professional commitment, moral integrity, and fairness, also in order to protect the Company's image.

In carrying out their activities, the following ethical and behavioral principles must be respected:

- Legality: compliance with laws, regulations, and provisions in force under Italian legislation and/or in foreign countries where M.E.A.T. & D.O.R.I.A operates;
- Equality: uniform treatment regardless of age, gender, race, language, religion, political opinions, or personal, economic, or social conditions;
- Honesty and Fairness: adherence to principles of moral integrity, justice, and uprightness, refraining from reprehensible actions or actions that, according to common conscience, are contrary to honesty;
- Impartiality: operating and judging objectively and fairly, without favoritism toward any party, whether public or private, and regardless of friendships, enmities, kinship, or affinity;
- Transparency: full traceability and easy identification of every activity in all its phases, so that all relationships are understandable and respective actions justifiable;
- Confidentiality: strict avoidance of disclosing any company data (whether technical, logistical, strategic, or economic) and personal data, in compliance with applicable privacy regulations;
- Diligence: performing one's duties diligently, precisely, attentively, and accurately.



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5. ETHICAL AND BEHAVIORAL RULES

5.1 *Protection and Enhancement of the Individual*

M.E.A.T. & D.O.R.I.A is committed to enhancing the skills and competencies of its personnel by providing appropriate tools for training, professional development, and growth.

Specifically, M.E.A.T. & D.O.R.I.A:

- commits to creating working conditions that safeguard the physical and psychological integrity and health of workers and respect their moral personality, avoiding discrimination, undue influence, and unnecessary discomfort;
- considers legal compliance and continuous improvement as fundamental ethical principles;
- ensures that recruitment, management, and training processes are based on professional qualifications and merit, prohibiting any form of direct or indirect¹ discrimination based on gender, language, race, religion, political opinions, or personal and social conditions, in compliance with legislation on Equal Opportunities between men and women, as well as the fundamental conventions of the ILO (International Labour Organization);
- applies merit-based, competency-based, and strictly professional criteria for any decision related to employment relationships with its employees and external collaborators; discriminatory practices in recruitment, hiring, training, management, development, and

¹ Pursuant to Article 25 of Legislative Decree 198/2006, “Code of Equal Opportunities between Men and Women,” **direct discrimination** is any provision, criterion, practice, act, agreement, or behavior, including an order to perform an act or adopt a behavior, that produces a prejudicial effect by discriminating against female or male workers based on their sex, resulting in less favorable treatment compared to another worker in a similar situation.

Indirect discrimination occurs when a provision, criterion, practice, act, agreement, or behavior that appears neutral places or may place workers of a particular sex at a disadvantage compared to workers of the opposite sex, except where it concerns essential requirements for performing the work, provided the objective is legitimate and the means used to achieve it are appropriate and necessary.

In any case, discrimination also includes any less favorable treatment based on pregnancy, as well as maternity or paternity (including adoptive), or on the exercise or entitlement of the associated rights.



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remuneration, as well as any form of nepotism or favoritism, are expressly prohibited.

Every hiring or promotion must follow merit and competence criteria;

- requires managers and all collaborators, each within their area of responsibility, to adopt behaviors consistent with the principles above, ensuring their effective implementation;
- commits to preventing and condemning any form of vertical or horizontal workplace bullying (mobbing).

Any activity that may involve exploitation or enslavement of any individual, as well as all forms of child labor exploitation, is strictly prohibited.

5.2 Health and Safety Protection

M.E.A.T. & D.O.R.I.A ensures the best practically achievable conditions of health and safety in the workplace to protect the well-being of all individuals present on company premises. The company conducts its activities in compliance with current national and European sector legislation, recognizing the protection of individuals and workplace health and safety as a fundamental principle in pursuing its Corporate Mission.

To this end, M.E.A.T. & D.O.R.I.A promotes a culture of health and safety through training and informational activities, defines roles and responsibilities, and issues internal procedures whose compliance is mandatory.

M.E.A.T. & D.O.R.I.A's occupational health and safety management system is based on compliance with:

- the regulations established by Legislative Decree 81/2008 (and subsequent amendments and additions), as well as applicable sector-specific legislation;
- the guiding principles outlined in the UNI-INAIL guidelines;
- the guiding principles set out in the British Standards OHSAS 18001:2007 (current ISO 45001) guidelines.

All personnel are required to comply with the rules and obligations regarding workplace prevention and protection, while also striving for excellence beyond mere legal compliance, fully recognizing the value of safeguarding individuals' health, safety, and well-being.

All documents related to the Organization and Management Model pursuant to Legislative Decree 231/01 constitute strictly confidential information and are the property of M.E.A.T. & D.O.R.I.A S.r.l., and must not be used for purposes other than those for which they were intended.



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5.3 Environmental Protection

M.E.A.T. & D.O.R.I.A implements an eco-responsible philosophy aimed at ensuring the best practically achievable conditions for the protection and respect of the environment. The company conducts its activities in compliance with current national and European environmental legislation, recognizing the protection of individuals and the environment as a fundamental principle in pursuing its Corporate Mission.

M.E.A.T. & D.O.R.I.A promotes respect for the environment as a primary asset and common resource to be safeguarded for the benefit of society and future generations, in line with sustainable development. This includes preventing all forms of pollution (e.g., environmental, acoustic, water), assessing the environmental impact of all production processes, minimizing the environmental footprint of its activities through the use of means and technologies that do not harm the environment and biodiversity, and defining roles and responsibilities while issuing internal procedures whose compliance is mandatory.

M.E.A.T. & D.O.R.I.A's environmental management system is based on compliance with:

- the regulations established by Legislative Decree 152/2006 (and subsequent amendments and additions), as well as applicable sector-specific legislation;
- the guiding principles outlined in the UNI EN ISO 14001:2015 guidelines.

All personnel are required to comply with the rules and obligations regarding environmental protection, waste separation, and the recycling of reusable materials, while also striving for excellence beyond mere legal compliance, fully recognizing the value of safeguarding the environment.



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5.4 *Anti-Corruption Policy*

M.E.A.T. & D.O.R.I.A. conducts and manages its relationships with public and private entities in compliance with applicable laws, the principles set forth in this Code, and internal procedures.

Contacts with public and private entities must be conducted with fairness and transparency to avoid any behavior that could, even potentially, influence their decisions.

The giving of gifts, gratuities, benefits (direct or indirect), presents, courtesies, or hospitality intended to influence the decisions of others, reach an agreement, or sway Third Parties—public or private—is strictly prohibited.

Only gifts, gratuities, benefits (direct or indirect), presents, courtesies, or hospitality of modest value given occasionally within the scope of normal courteous relations and local or international customs are permitted, provided they meet the dual requirements of modesty (i.e., symbolic or nominal value) and equality (i.e., equal cost in gift selection).

Any gift given on personal initiative or using company funds not expressly allocated for that purpose is prohibited; only M.E.A.T. & D.O.R.I.A. has the authority to allocate such funds.

Similarly, all individuals operating for the Company are prohibited from receiving (or accepting the promise of) gifts, gratuities, benefits (direct or indirect), presents, courtesies, or hospitality intended to influence their decisions or sway them in any particular direction.

M.E.A.T. & D.O.R.I.A. refrains from providing any direct or indirect contributions, in any form, to political parties, movements, committees, trade unions, their representatives, or candidates, except as permitted under applicable laws and regulations. In particular, sponsorships of events, meetings, and similar initiatives may only be carried out if compliant with the law and the principles of fairness, honesty, transparency, verifiability, and the internal procedures adopted by M.E.A.T. & D.O.R.I.A.

M.E.A.T. & D.O.R.I.A. may provide contributions and donations to entities with social, moral, scientific, or cultural purposes, refraining from doing so whenever potential personal or corporate conflicts of interest are identified.



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5.5 Policy Against Organized Crime

M.E.A.T. & D.O.R.I.A firmly condemns any form of organized crime, including mafia-related activities.

The company is committed to verifying the integrity and reliability of employees, collaborators, consultants, and business counterparts (suppliers, consultants, contractors, etc.), including, where applicable, checking for inclusion on relevant White Lists.

In any case, no employment, professional, or commercial relationship will be established or continued with parties suspected of belonging to or being connected with criminal organizations, or suspected of facilitating, in any form - even occasionally - the activities of such organizations.

5.6 Conflict of Interest

All individuals operating for M.E.A.T. & D.O.R.I.A must refrain from any activity that could place personal or third-party interests in conflict with those of the Company or interfere with the ability to make impartial and objective decisions in the interest of M.E.A.T. & D.O.R.I.A.

No company function may engage in activities in favor of competitors, assume the role of consultant, board member, or sole auditor of competing companies, or provide professional services to competitors, unless expressly authorized by the Company.

No company function may exploit their position to pursue interests conflicting with those of M.E.A.T. & D.O.R.I.A, or use - either for personal gain or for the benefit of third parties - information acquired during their work activities in a manner contrary to the interests of M.E.A.T. & D.O.R.I.A.

5.7 Data Protection

Personal data refers to any information that identifies or makes identifiable, directly or indirectly, a natural person, or any other information relating to their characteristics, habits, lifestyle, personal relationships, health status, economic situation, etc.

M.E.A.T. & D.O.R.I.A protects the personal data of all individuals who come into contact with the company, preventing any improper use of such information and complying with privacy laws and internal company procedures.

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M.E.A.T. & D.O.R.I.A. informs data subjects about the entity responsible for processing their data, as well as the methods and purposes of the processing, ensuring that it is carried out solely for the specific, explicit, and legitimate purposes indicated, in full compliance with the principles of lawfulness and fairness.

The company guarantees the use of IT systems and software designed to minimize the use of personal and identifying data and, where possible, ensures the use of other means to maintain the anonymity of data subjects.

In any case, the data that M.E.A.T. & D.O.R.I.A. processes are retained only for the period strictly necessary for the purposes for which they were collected and/or subsequently processed and are safeguarded through appropriate security measures to minimize the risk of destruction, loss, unauthorized access, or processing that is not permitted or not in line with the purposes of collection.

5.8 Internal Relations

All personnel (both managerial and non-managerial) are required to fully cooperate with one another to pursue the Company's Mission and to exercise the powers entrusted to them in a balanced, fair, prudent, and non-discriminatory manner, in accordance with their respective duties.

Managers must not abuse their positions and must refrain from any oppressive or intimidating behavior toward employees.

Employees must comply with the directives issued by managers and report to the competent company authorities any situations that conflict with applicable laws and/or the principles set forth in this Code.

Furthermore, employees are expected to demonstrate mutual solidarity to foster a work environment that protects individuals and workers, both professionally and relationally.



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5.9 Documentation Transparency

M.E.A.T. & D.O.R.I.A is committed to drafting and disseminating company documents in accordance with the principles of truthfulness, completeness, and transparency.

Any behavior aimed at preventing or obstructing the control or review of company documentation is strictly prohibited.

M.E.A.T. & D.O.R.I.A ensures that documentation related to every transaction (corporate, accounting, etc.) is maintained in a manner that allows the reconstruction of the transaction at any time and the identification of the individuals who authorized and executed it.

5.10 Protection of Free Competition

M.E.A.T. & D.O.R.I.A recognizes fair competition as a fundamental element for its growth, continuous business improvement, and the protection of its reputation.

The company requires compliance with market regulations, avoiding and prohibiting unfair practices that could distort normal commercial competition.

M.E.A.T. & D.O.R.I.A ensures conduct that is fair and based on good faith, censuring—by way of example and not limitation:

- practices such as boycotts, below-cost sales, poaching of employees, misappropriation and use of others' trade secrets, unlawful interference with others' distribution systems, parasitic competition, as well as any agreement with competitors aimed at establishing or controlling prices or sales policies, or interfering with the free distribution of products;
- all ambiguous, unfair, misleading, or deceitful practices, regardless of whether they violate current legislation;
- any form of client poaching, solicitation, or conclusion of business in violation of sector regulations and this Code.



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5.11 Protection of Intellectual Property

All ideas, data, and information generated by M.E.A.T. & D.O.R.I.A, including any patents, trademarks, and copyrights owned by the company, are protected in accordance with applicable intellectual property laws.

Everyone acting on behalf of M.E.A.T. & D.O.R.I.A, in any capacity, must maintain strict confidentiality and refrain from disclosing or improperly requesting information regarding documents, know-how, research projects, business operations, and, more generally, any information acquired through their professional role.

5.12 Management of Information and Relations with the Mass Media

M.E.A.T. & D.O.R.I.A ensures that all external communications adhere to the principles of truthfulness, accuracy, and transparency. To this end, the company has adopted LinkedIn best practices concerning staff profiles, interactions with the company page, and professional networking.

M.E.A.T. & D.O.R.I.A manages its relations with the press, media, and external stakeholders in compliance with internal operating procedures and through specifically authorized representatives.

Any request for information from the mass media received by M.E.A.T. & D.O.R.I.A personnel must be forwarded to the designated company representative or function, which will handle the communication and, where appropriate, disclose only non-confidential information.

The principles outlined in the sections on conflict of interest and the protection of intellectual property apply here as well.

5.13 Use of IT Systems, Information Tools, and Social Media

In managing their personal social network accounts, each individual must:

- maintain conduct that does not bring disrepute to the company;
- use language that respects substantive and formal moderation, reporting facts truthfully and using non-offensive or non-abusive expressions or terms;

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- observe maximum confidentiality regarding topics or information whose disclosure could harm their own safety, that of colleagues, or the company's image; it is prohibited to disclose confidential information (such as internal correspondence, third-party information, or information about work activities learned through one's role);
- comply with legal limits, particularly - but not exclusively - those concerning the protection and processing of personal data.

When using company devices, measures must be adopted to ensure the safekeeping and security of electronic devices and the software used.

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6. REPORTING AND VIOLATIONS OF THE CODE

In compliance with Legislative Decree 24/2023 and ANAC Guidelines, the Company has established an internal Whistleblowing reporting channel and has adopted the related Whistleblowing Reporting Procedure (to which reference is made). This procedure governs, among other things, the methods for reporting unlawful conduct relevant under Legislative Decree 231/2001 or violations of the 231 Compliance Model (MOG 231), of which this Code is an integral part.

The Whistleblowing Office is the sole competent recipient of such reports and acts in accordance with the Whistleblowing Reporting Procedure, which also governs the methods by which the Supervisory Body is involved in the event of reports concerning unlawful conduct relevant under Legislative Decree 231/2001 or violations of the MOG 231, of which this Code forms part.

In the event of a report concerning unlawful conduct relevant under Legislative Decree 231/2001 or violations of the MOG 231 of which this Code is part, the Supervisory Body intervenes in accordance with the provisions of the MOG 231 (which also provides for a specific disciplinary system) and the Whistleblowing Reporting Procedure.