

CODE OF ETHICS 2.0



-1922-
Bau.li

START!

OUR MISSION AND OUR VISION

VISION

OUR ICONIC PORTFOLIO OF BRANDS
CREATES JOYFUL AND DELICIOUS
MOMENTS FOR CONSUMERS
EVERYWHERE, ONE TASTY BITE AT A TIME.

INSPIRED BY A CENTENARY TRADITION OF
ITALIAN QUALITY, OUR BRANDS CREATE
DELICIOUS SOLUTIONS TO THE NEEDS AND
WANTS OF CONSUMERS AND CUSTOMERS
WORLDWIDE. WE DO SO WHILE PROUDLY
CARING FOR OUR PEOPLE AND OUR PLANET.

MISSION

1. OUR VALUES

THE VALUES WE BELIEVE IN

A NEW SET OF GROUP VALUES WILL PROVIDE INSPIRATION FOR A CULTURAL TRANSFORMATION AND GUIDE OUR LEADERSHIP BEHAVIORS. IN FACT, EVERY VALUE WILL “TRANSLATE” IN EXPLICIT BEHAVIORAL EXPECTATIONS FOR OUR LEADERS.

<p>GOODNESS</p>  <p>WE MAKE DELICIOUS, HIGH-QUALITY PRODUCTS</p>	<p>PASSION</p>  <p>WE AIM TO WIN IN THE MARKET, WITH CUSTOMERS & CONSUMERS</p>	<p>COLLABORATION</p>  <p>WE PLAY, WIN, AND LEARN AS ONE INTEGRATED TEAM</p>
<p>COURAGE</p>  <p>WE DREAM BIG, INNOVATE, AND DELIVER ON OUR PROMISES</p>	<p>CARE</p>  <p>WE TAKE CARE OF OUR PEOPLE AND OUR PLANET</p>	<p>INTEGRITY</p>  <p>WE TAKE THE HIGH ROAD IN EVERYTHING WE DO</p>

GOODNESS

GOODNESS REFERS PRIMARILY TO THE QUALITY AND DELICIOUSNESS OF OUR PRODUCTS.



- We are purposeful in achieving goodness in everything we do.
- We aim to rediscover the art of pastry making, with a passion for superior quality, and zero defects.
- In doing that, we thrive to find our unique way to define goodness, with special attention to taste and deliciousness.
- We aim for product superiority across the portfolio.
- We embrace goodness across all product segments, from affordable to premium solutions.
- The first consumption happens through the eyes: our packaging helps us stand out and differentiate.

PASSION

PASSION DEFINES OUR ATTITUDE TOWARDS THE BUSINESS, OUR RELENTLESS DRIVE TO WIN, AND OUR DETERMINATION TO BE THE BEST AT WHAT WE DO.



- We have a relentless passion for winning.
- We anticipate future needs, keeping our focus on the external world and always benchmarking with the best.
- We are emotionally involved with the business, not only rationally. Hence, we go beyond standard commitment.
- We are also passionate about our people, building a highly engaged culture and workplace.
- We care for all our assets, tangible and not.
- We take it personal.

COLLABORATION

COLLABORATION WILL BECOME OUR STRENGTH, AS WE LEVERAGE ON EACH OTHER'S CAPABILITIES AND CAPTURE SYNERGIES FROM EVERY AREA OF THE BUSINESS.



- We create trust-based relationships across the company.
- We act with the whole business in mind, applying a global mindset and capitalizing on synergies from all areas of the Group.
- We listen to each other with a genuine interest to help.
- We build bridges across functions, we take down silos and walls.
- We place the Group's benefit ahead of individual ones.
- There is not such a thing as "this is not my job".
- We copy shamelessly the best practices of others, trying not to reinvent the wheel.
- We give each other candid feedback, helping each other grow.
- We promote a fun work environment and celebrate our achievements.

COURAGE

COURAGE WAS THERE WHEN OUR FOUNDER CROSSED THE OCEAN IN PURSUIT OF A DREAM. WE WILL EMBED IT AGAIN AT THE CORE OF OUR CULTURE, STIMULATING RISK TAKING, SPEED, AND ENTREPRENEURSHIP.



- We commit to big ideas, applying creativity in finding new solutions.
- We encourage calculated risk taking, taking ourselves out of the comfort zone to learn and grow.
- We are proactive, move fast, and figure it out solutions when issues arise.
- We act as owners, unleashing an entrepreneurial approach in everything we do.
- We understand that failure is part of the game, so we talk about mistakes openly and embrace them as an opportunity to learn.
- We respect the past, but take responsibility for shaping the future.
- "It's always been done this way" is no acceptable answer.

CARE

WE ARE PROUDLY A CARING COMPANY, CONCERNED ABOUT THE ENVIRONMENT AND THE WELLBEING OF OUR STAKEHOLDERS.



- We apply servant leadership, enabling our teams to win.
- We genuinely care for people's progress and wellbeing, respecting and valuing their worklife balance.
- We strive to offer a nice and caring work environment, because growing together tastes better.
- We commit to clear and ambitious sustainability goal, and ask for the same commitment to our providers and service partners.
- We believe that honest, open debate leads to better decisions.
- We encourage diversity and inclusion, inviting everyone to be their authentic self.
- We empathize, and take time to understand the needs and desires of our people.
- We value results, but not at any cost. The how is as important as the what.
- We proudly communicate our commitments, goals, and achievements.

INTEGRITY

INTEGRITY GUIDES OUR ACTIONS IN EVERY ASPECT OF THE BUSINESS. WE APPROACH EVERY DECISION AND ACTION WITH HIGH ETHICAL STANDARDS.



- We act with the highest ethical standards and hold our providers and service partners accountable for the same.
- We treat all stakeholders with empathy and respect.
- We open our opportunities to everyone, without distinction. We believe that our #bauliness is enriched by diversity and enhanced by inclusion. It is the sum of the uniqueness of our current and future employees.

2. A NEW CODE OF ETHICS

Who is the Code of Ethics for? For everyone!

The Code of Ethics is addressed to **employees, collaborators, administrators** but also to consumers, customers and suppliers, when they come into contact with the world of Bauli.

Our Code of Ethics contains the Values that are important to the company and that we try to translate every day into concrete actions, towards all the People we work with.

The Code of Ethics is the document that contains the criteria of conduct that inspire us and which serves to convey, within and outside the company, the principles and behaviors that we choose and ask you to respect with **commitment** and **loyalty**.

LAWS AND REGULATIONS

Compliance with national, EU and international regulations, the National Collective Labor Agreement, the Statute of Workers' Rights, the company's internal policies and procedures: a complete compliance that aims to guarantee an orderly, respectful and safe growth to the company and to the People who are within.

HONESTY

Transparency, fairness, confidentiality are essential elements for a safe and smooth path, elements that must concern us all towards everyone.

RESPECT

Of People, things, roles, individual peculiarities, difficult situations, rights and duties.

TRUST

A trust that we want to earn and defend every day. To deserve the trust of those around us: of our employees with the value of People at the center of professional development, of our consumers trying to ensure healthy, genuine, safe and controlled products.



THE CODE OF ETHICS IS ADDRESSED TO EMPLOYEES, COLLABORATORS, ADMINISTRATORS BUT ALSO TO CONSUMERS, CUSTOMERS AND SUPPLIERS, WHEN THEY COME INTO CONTACT WITH THE WORLD OF BAULI.

3.

OUR PEOPLE

THE ENGINE OF OUR ACTIONS, AT
THE CENTER OF OUR THOUGHTS

**THE US OF TODAY AND THE US
OF TOMORROW**

OUR PEOPLE ARE OUR GREATEST VALUE.
WE WORK ON THEM IN OUR PRESENT AND
WITH THEM WE IMAGINE OUR FUTURE.

We turn to our colleagues and to the “colleagues of tomorrow” assuring them the respect of some fundamental principles.

An impartial **recruiting process**:

we give all people the same opportunities to be part of our company, selecting them only on the basis of skills or professional experience. Favoritism, recommendations or shortcuts are therefore banned in this process.

A “**real**” job:

all relationships, even temporary or simple internships, are established and carried out in a regular, transparent manner and with all the social security registrations required by law.

No to exploitation:

we rebel against that world that exploits minors, stealing their childhood and snatching them from school and education. We choose suppliers who respect the same ethical choice.

No to discrimination:

we repudiate any discrimination starting from the personnel recruiting process, giving the same opportunities to all People. We are indifferent about sexual orientations, skin or eye colors, religious or political beliefs ...

... as well as the personal preference between Pandoro or Panettone.

THE PEOPLE LOYALLY UNDERTAKE TO FOLLOW PRECISE INSTRUCTIONS, INDICATED BY THE LAW AND BY COMPANY POLICIES.



WE FOR THE COMPANY, THE COMPANY FOR US

THE RELATIONSHIP BETWEEN THE COMPANY AND THE PEOPLE IS A "HANDSHAKE", IN WHICH EVERYONE "DOES A PART" INSPIRED BY COMMON VALUES.

We expect everyone to understand the Code of Ethics and take responsibility for respecting it by fulfilling the commitments contained in it.

EMPLOYEE COMMITMENTS

Behave loyally, respecting the law, internal policies, company regulations and the Code of Ethics.

Handle information **carefully** and ensure **confidentiality**:

protect business secrets, intellectual property and all information that can be learned as a function of one's job. employees are an integral part of the defense of corporate information assets and undertake not to disseminate corporate information externally without the authorization of the Management.

Avoid any situation, even if only

potential, in which a **conflict of interest** may arise with a supplier, a competitor, a customer, a Public Administration, etc. Such situations, even if only potential, must be reported to one's superior or to the Supervisory Body to avoid that the impartiality of decision-making can be affected.

Use **company assets** for their professional destination, both collective and individually assigned: each equipment is functional to the performance of the duties and must be treated with care and diligence, in compliance with current regulations.

Avoid relations of "**joint interest**" in professional relations with other stakeholders: it is forbidden to give and receive gifts, presents, benefits of any kind except of modest value or within the limit of "courtesy". *For more information and clarifications, employees can refer to the specific policy issued by the company.*

Avoid activities in competition with the company: employees are free to carry out any activity, as long as it is lawful, outside of work, but they must **not compete or contrast with the company** or use company information or company assets.

Avoid any state of **psycho-physical alteration**: the uses, in the workplace, of drugs, alcoholic beverages or any other factor capable of affecting the concentration and correct operation of the employee are not tolerated.

COMPANY COMMITMENTS

Guarantee adequate **training** and **information** to all employees to support their professional and human growth

Evaluate individual **performance** with univocal and objective criteria, in order to give everyone the opportunity to be valued in their job or through specific development paths.

THE COMPANY IS RESPONSIBLE
FOR ITS DUTIES TOWARDS EMPLOYEES,
CUSTOMERS AND SUPPLIERS.

Ensuring an environment where hierarchical relationships are always based on **collaboration, respect** and **understanding** of individuality, valuing dignity and removing all forms of abuse.

Seek maximum **involvement** from employees, always inviting them to participate in training initiatives that also aim to create a sense of belonging.

Ensuring the **well-being, health** and physical integrity of employees: essential elements for everyone's work, adopting every necessary activity to protect the safety of staff.

Guarantee the right to confidentiality and individual **privacy**: personal information is not disclosed among colleagues and outside, but managed and processed in accordance with current legislation (Reg. 2016/679 GDPR e Leg. Decree 196/2003 Privacy Code).

Promote a work environment where the physical and moral **integrity** of employees are defended: injuries, harassment, bullying, violence, sexual or verbal harassment are not tolerated, just as weapons or tools capable of offending in any way are not allowed in the company.

COMMITMENTS WE ASK OF SUPPLIERS, CUSTOMERS ... EVERYONE!

We are committed to being the "leader" of a "circle of value", selecting stakeholders who are aligned with our values.

It is essential for us to collaborate with People and Companies who live business and work with our same attitude, with commitment and loyalty.

The company undertakes to give witness to all parties (employees, customers, suppliers, trade unions, trade organizations, public bodies, etc.) of respect for values and asks all its stakeholders to respect ethical and professional standards.

We ask all our stakeholders, as a minimum, to:

- comply with our **Code of Ethics**, as a shared document for a correct way of doing business in compliance with the values that belong to us
- adhere to the value of written **contracts**, as an element of mutual clarity and as a measure to ban doubtful or opaque behavior
- report to us, also through the **Whistleblowing** tool, any conduct contrary to the Code of Ethics (or even just suspicious!) by our People, so that we can investigate the report and deal with it transparently and in accordance with the law.

WE ARE COMMITTED TO BEING THE "LEADER" OF A "CIRCLE OF VALUE", SELECTING STAKEHOLDERS WHO ARE ALIGNED WITH OUR VALUES.

THE COMMITMENT TO RESPECT FOR VALUES ONLY WORKS IN A CIRCULAR WAY, IF WE ARE ALL PART OF IT AND WE ALL TAKE CARE OF IT TOGETHER.

4. OUR ACTIONS

WHAT WE DO EVERYDAY

ALL OF US WHO ARE PART OF THE BAULI WORLD ARE COMMITTED TO WORKING EVERY DAY IN ACCORDANCE WITH OUR VALUES, ALWAYS WITH THE WELL-BEING OF PEOPLE IN OUR HEARTS AND THE HEALTH OF THE PLANET IN MIND.



Our daily activities involve various stakeholders: *customers, consumers, suppliers, public administrations, non-profit organizations, political and trade union organizations, trade associations, mass media. etc ...* with each of them, we build professional relationships in line with the spirit and values of the company.

All relationships with stakeholders, at all levels, are based on criteria of mutual **respect, loyalty** and **commitment**.

We ensure that all our actions are inspired by **criteria of excellence**, which is why we always try to do “more” than what the law requires, protecting our employees, our activities and our products.

In particular, we have adopted an Integrated Management System that allows us to manage policies and good practices on some topics that are particularly important to us:

- food quality and safety
- protection of the environment, safety and health of workers
- management of the principles of social ethics

5. ENVIRONMENT

ENVIRONMENT & SUSTAINABILITY

We are aware that our work has a footprint on the world in which we live and on the actors who participate in it, so we work every day taking responsibility for our every action. In the company we are committed to **eliminating single-use plastics** from company activities and to **minimize any waste**.

We are committed to promoting initiatives to raise awareness among internal and external stakeholders to develop greater awareness of the impact of their actions on the planet. In 2022, on the anniversary of our Centenary, we add another piece: the approval of our first **Sustainability Report**.

This is only the first step to put in written all the activities and commitments we make towards the Planet, for today and for the future..



2022

THE APPROVAL OF
OUR FIRST SUSTAINABILITY
REPORT.

SAFETY & SECURITY

#SAFETY

Work safety has always been a priority for the company. We are committed to guaranteeing a safe, healthy working environment in which to “feel good”, from all points of view. All employees and collaborators must undertake to carry out and maintain the safety and health features of the work environment, taking all necessary precautions, respecting the provisions of internal policies and the law and reporting any problems.

#FOOD SECURITY

All our products are designed and manufactured with the well-being of consumers at heart.

We make our recipes using only selected ingredients and adopt artisan-inspired production processes based on the ancient tradition of mother yeast. Every year we carry out over 500,000 checks on the entire production process and 500 analyses to verify the quality and safety of all our products.



6. CONTROL SYSTEM

The company has implemented an Organization and Management Model pursuant to Legislative Decree 231/2001 to prevent the commission of certain specific crimes therein identified.

This Code of Ethics is an integral part of the Model and represents a fundamental description of the values that the company shares and disseminates, expressed in relations with the various stakeholders of reference.

To ensure compliance with the Model and the Code of Ethics, a **Supervisory Body** has been set up consisting of 3 members (2 external, a lawyer and an auditor; 1 internal member), which has the task of monitoring its effective application).

The Supervisory Body is an independent and autonomous body, which carries out its tasks without any subordination and which reports to the Board of Directors in the event of actual finding of problems or non-compliance, soliciting the various improvement actions.

The Supervisory Body meets periodically and checks, on a random basis, the work of all company areas on the basis of the different risk profiles, but it can also be solicited individually by employees, customers, suppliers, etc.

In addition to the above, the Supervisory Body also deals with:

- monitoring the application of the Code of Ethics, through specific reports on which it is required to guarantee and protect the maximum confidentiality and secrecy of the whistleblower
- sending to company management a request for a sanction for violation of the Code of Ethics or other parts of the Organizational Model
- reporting periodically to the Board of Directors and the Board of Statutory Auditors on their work
- expressing opinions on the review of the most sensitive procedures or on profiles that may impact the company
- proposing revisions of the Code of Ethics and / or the Organizational Model itself.

To contact the Supervisory Body, you can write by post to: **ODV Bauli S.p.a.**
Via Verdi 31 – 37060 Castel d’Azzano (VR)
Or by e-mail at the address:
organismo.vigilanza@bauli.it

7. WHIST- LEBLOWING

In accordance with the new legal provisions, the company has also equipped itself with a **whistleblowing** tool to ensure the anonymity of the reports, which can thus be sent by anyone without fear of any personal retaliation.

It is therefore possible to send, anonymously, a report to the Supervisory Body to let him evaluate its content and arrange all the necessary checks. The whistleblowing system is **open to everyone** (employees, customers, suppliers, consumers, etc.) and we ask you to report anything that appears anomalous, suspicious or certainly contrary to this Code of Ethics ... we are not afraid to go deeper!

THE LINK FOR THE CONNECTION IS AVAILABLE:
<https://bauligroup.whistlelink.com>

8 VIOLATION OF THE CODE





In all contracts, we require our stakeholders to formally commit to compliance with the Code of Ethics and the Organizational Model, together with all the principles expressed therein. Violation of the Code of Ethics or the Organizational Model constitutes a breach of the fiduciary bond that the company has towards its employees, consumers, customers and suppliers.

This constitutes a serious breach of contract and involves:

- for **employees**, disciplinary sanctions in accordance with the Workers' Statute, the current National Collective Labor Agreement and the disciplinary system provided for by the Organizational Model itself
- for **suppliers** and **customers**, contractual sanctions ranging up to the termination of contracts and the interruption of relationships, given the seriousness of the non-fulfillment.

In any case, the company reserves the right to request compensation for any damage suffered as a result of the violation of the Code of Ethics or the Organizational Model.

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