# CODE OF CONDUCT

## PREVENTION AND PROTECTION AGAINST DISCRIMINATION, VIOLENCE, MORAL AND SEXUAL HARASSMENT IN THE WORKPLACE

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## 1. INTRODUCTION

People protection against discrimination, violence, moral and sexual harassment is a key matter to which the Company pays special attention, as any abuse or conduct detrimental to personal dignity is at odds with principles the Company upholds.

Zegna Baruffa Lane Borgosesia S.p.A. (hereinafter also "ZBLB") promotes a working environment based on respect for dignity, inclusion, health and safety protection, and mutual respect. These principles are wholly integrated within the corporate culture, being properly outlined by the ESG Policy and final paragraph of Code of Ethics Article 7, to wit:

> "*The Company is therefore committed to preventing, identifying and managing cases of harassment and violence in the workplace, by taking appropriate measures against those responsible for such misconduct*"

This Code of Conduct (hereinafter the "Code") sets-out the principles and rules for preventing, identifying and managing harassements, with the aim of ensuring a safe working environment free from intimidation and any conduct which, **although not overtly aggressive**, may by its nature, intensity or recurrence create a hostile, degrading, discriminatory or intimidating workplace.

## 2. GENERAL PRINCIPLES: "ZERO TOLERANCE"

Creating value over time depends not only on the quality of products, efficiency and competitiveness in national and international markets, but also on the quality of the human relationships which the organization is rooted onto.

For this reason, the principle of "zero tolerance" towards any abuse or violence underpins the entire Code. This principle does not merely mean taking actions against occurred harassments, but mainly preventing potentially harmful situations through the promotion of a corporate culture based on respect, individual responsibility and the timely detection of critical issues, to which every employee is called upon to contribute.

This principle and the Code are also grounded on the following laws and regulations, as amended from time to time:

- Article 2087 of the Italian Civil Code – Protection of Working Conditions
- Legislative Decree no. 198 of 11 April 2006 – Code of Equal Opportunities between Men and Women
- Legislative Decree no. 81 of 9 April 2008 – Workers' Health and Safety Act
- Law no. 38 of 23 April 2009, introducing "stalking" criminal offence under Article 612-bis of the Italian Criminal Code
- Law no. 119 of 15 October 2013 – Measures to Combat Gender-Based and Domestic Violence
- Law no. 205 of 27 December 2017 (2018 Budget Law), introducing amendments to the Code of Equal Opportunities to protect persons reporting harassment
- UNI PdR 125:2022 – Gender Equality
- UNI ISO 30415:2021 – Human Resource Management – Diversity and Inclusion
- SA 8000:2014 – Voluntary International Standard for Corporate Social Responsibility
- ILO Convention No. 190 of 21 June 2019, ratified by Law no. 4 of 15 January 2021, "European Social Partners' Agreement of 26 April 2007 entitled 'Framework Agreement on Harassment and Violence at Work"'
- United Nations 2030 Agenda for Sustainable Development (Goal 3: "Good Health and Well-Being"; Goal 5: "Gender Equality")

In this Code, workers are referred to as persons or individuals, without distinction of gender.

## 3. SCOPE

The Code is a safeguard instrument aimed at preventing and combating any form of harassment, mobbing, straining, occupational stalking and discrimination, with absolute respect for confidentiality.

In particular, by adopting the Code, the Company intends to:

a) protect individuals' dignity and equality in the workplace, promoting behaviours inspired by the principles of fairness, respect, equal opportunities, cooperation and correctness;
b) combat all forms of violence in the workplace;
c) Set-up definitions of harassment, mobbing, straining, occupational stalking or discrimination;
d) guarantee individuals the right to report any intimidation or retaliation suffered in the workplace and ensure immediate recourse to impartial procedures aimed at resolving any cases with discretion, confidentiality and effectiveness, by preventing their recurrence;
e) identify the parties involved and their respective roles in the prevention of and response to harmful conducts dealt-with-under this Code;
f) ensure the application of disciplinary measures provided for by law and Textile, Clothing and Fashion Collective Bargaining Agreement.
g) identify and monitor incidents of harassment, mobbing, straining, occupational stalking or discrimination in order to develop appropriate management strategies for prevention and response;
h) promote training, interviews and open dialogue in order to foster awareness of this Code and application of the legislation protecting equality and equal opportunities

## 4. DEFINITIONS

In particular, the Code aims to provide protection against the following **misconducts**:

- **Harassment:** acts, behaviours, gestures, verbal or written expressions intended or having the effect of offending personality, dignity, physical or psychological integrity, or creating an intimidating, hostile, degrading, humiliating or offensive environment. Any form of retaliation shall also be considered harassment.
  Examples include: damage to another person's reputation; offensive remarks; intimidation; slander; insults; disclosure of confidential information; insinuations regarding a person's psychological or physical problems and professional competence; actions intended to discredit a person; reprimands delivered in a manner offensive to the person's dignity; restrictions on an individual's freedom of expression; acts and conduct based on prohibited grounds of discrimination (gender, disability, race, ethnic origin, religion, personal beliefs, age, sexual orientation, political and trade union opinions).
- **Sexual harassment:** any verbal or non-verbal act or behaviour of a sexual nature or adopted for reasons related to sex, intended or having the effect of offending the dignity and freedom of the person subjected to it in the workplace and creating an intimidating, hostile or degrading environment.
  Examples may be: implicit or explicit requests for sexual acts; unwanted physical contact; verbal comments about a person's body, sex or sexual orientation; posting or distribution, including electronically, of pornographic material in the workplace; adoption of sexist criteria in any type of interpersonal relationship; explicit or implicit promises of benefits, privileges or career advancement in exchange for sexual acts; threats or retaliation following refusal of sexual acts.

- **Mobbing:** a kind of psychological violence carried out in the workplace by superiors and/or colleagues against another colleague. It is characterized by a series of different attitudes, acts or behaviors repeated systematically, intentionally and habitually over time, with harassing, aggressive, humiliating or derogatory characteristics, even where formally lawful, and marked by a persecutory and marginalizing intent primarily aimed at isolating the victim from the group, causing personal distress capable of compromising the victim's professionalism, dignity and/or health, up to and including exclusion from the same working environment.
- **Straining:** a situation of ongoing stress for the victim, which may also result from being forced to work in a hostile working environment due to hostile actions, neglect or lack of concern by a hierarchical or functional superior, resulting in a negative, constant and permanent deterioration of the working environment, as well as harm to the victim's physical and psychological integrity and a position of "persistent inferiority".
- **Occupational stalking**: conduct by a hierarchical superior or colleague (stalker) consisting of a series of harassing behaviors, in the form of threats, harassment or continuing harmful acts, such as to cause a serious state of anxiety or fear, or justified concern for the personal safety of the individual or of a person close to them, or otherwise to significantly impair the victim's way of life.
- **Discrimination:** any provision, criterion, practice, act, agreement or conduct, as well as any order to carry out an act or conduct, which produces a detrimental effect by discriminating against persons on the grounds of:
  - age;
  - origin, race or ethnicity;
  - nationality;
  - social status;
  - political and/or trade union opinions;
  - religious beliefs, ideology or other personal beliefs;
  - sex;
  - sexual orientation;
  - marital status;
  - disability;
  - health status;
  - pregnancy;
  - maternity or paternity status.
  - any other condition that may give rise to unequal treatment.

  Furthermore, **discrimination includes** less favorable treatment suffered by persons due to the refuse or opposition to harassing acts or behaviours, including sexual harassment, as well as unfavorable treatment by a superior in response to a complaint or lawful action aimed at ensuring compliance with the principle of legality and equal treatment.

**Indirect discrimination** occurs when an apparently neutral provision, criterion, practice, act, agreement or conduct places or may place certain persons at a particular disadvantage compared with others on the grounds referred to above.
A difference in treatment attributable to characteristics that constitute essential requirements for the performance of the work **does not constitute discrimination**, provided that it serves a legitimate purpose and is proportionate to that purpose.

## 5. APPLICATION AND DUTY TO COOPERATE

The values and principles promoted by the Code apply to all personnel working for the Company, including on a temporary basis, both management and non-management personnel, including persons present pursuant to contracting or professional service agreements, as well as customers, suppliers and collaborators in general.

All personnel have a **duty to cooperate** with the Company to promote and maintain a workplace in which everyone's dignity is respected and interpersonal relationships based on equal opportunities and mutual fairness are encouraged.

Everyone must carry out their work diligently and responsibly, avoiding conduct that may offend colleagues or users or undermine individual or collective dignity.

Those responsible for the individual organizational units, at every hierarchical and functional level, must pay due attention to preventing acts and conduct detrimental to the physical and psychological integrity and dignity of individuals, combating any form of workplace violence and fostering a positive environment based on mutual respect, cooperation, equal opportunities and organizational well-being.

## 6. REPORTING PROCEDURES

### 6.1. REPORTING THROUGH "FILO"

Anyone who believes being harassed may contact the Human Resources Director (hereinafter referred to as the "Director") through their personal profile on the FILO intranet (by logging in). From the Home page, click "Suggerimenti e Segnalazioni", then select "DISCRIMINAZIONI E MOLESTIE SUL LAVORO" to request a confidential appointment. The request can only be viewed by the Director.
Anyone wishing instead to report an incident anonymously, without logging in, should click "Altro", which is also accessible from the "Suggerimenti e Segnalazioni" section. In this case, the report may be viewed by staff responsible for the Human Resources Department. In this second scenario, depending on the quality and completeness of provided information, the Director's ability to address the matter may be limited, and the response may not be exhaustive.

The Director's intervention is aimed at addressing the reported case with the promptness, speed, sensitivity and impartiality required by the delicate nature of the matter. The Director will arrange an appointment within 5 working days, subject to scheduling availability.
The Director has the following powers, to be exercised in compliance with confidentiality requirements and, where requested, with the guarantee of the reporting person's right to anonymity:

a) takes charge of the case and informs the alleged harmed party of the most appropriate way to address it;
b) obtains the information necessary to handle and assess the case, while respecting the rights of both the reporting person and the alleged perpetrator;
c) may summon the alleged perpetrator of the harassment to hear their account and obtain any witness statements in writing;
d) assesses whether a direct meeting between the reporting person and the alleged perpetrator is appropriate;
e) may summon the managers responsible for the organizational units to which the persons involved belong or request information from them in writing;
f) where necessary, liaises with the persons responsible for occupational health and safety, as well as with one or more members of the RSU or with a representative of the trusted or relevant trade unions of the reporting person;
g) depending on the circumstances of the case, may engage external consultants with expertise in psychology and/or law, and may request the support of internal functions for case management and the integration of specialist expertise;
h) Once the facts and circumstances reported by the reporting person have been assessed, may:
   - develop and propose solutions to any conflicts and misunderstandings between the persons directly involved;
   - suggest any other appropriate action to ensure a working environment that respects the freedom and dignity of the persons involved in the case;
   - order, or propose to the competent person/body (see Articles 7.1, 7.2 and 7.4), the application of one of the disciplinary sanctions referred to in Article 7.

The Director shall exercise these powers only after obtaining the explicit written consent of the person who believes being victim of harassment. Such consent may also cover informing or involving legal support professionals, including those belonging to the Company's staff, or psychological support professionals, in order to better address the resolution of the case.
The Director shall refrain from continuing to handle the case when that person withdraws the report. The report may be withdrawn at any time, it being understood that, on the basis of any evidence of responsibility collected up to that point, the Company reserves the right to take any measures it deems necessary.

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The reporting person may in any event request an appointment with the Director in accordance with the usual procedures in place.

### 6.2. WHISTLEBLOWING

Furthermore, the Company has established a whistleblowing reporting channel, the details and procedures for which are available on the website www.baruffa.com under "Terms and Conditions – Whistleblowing Reports".
The system allows reports to be submitted anonymously or openly.
In any event, the report is received by the Surveillance Body (i.e. in Italian the "Organismo di Vigilanza"), composed of persons external to the Company, specifically a lawyer, an accountant and an H&S expert.
It is therefore the responsibility of the Surveillance Body to liaise with the reporting person, where identified, and in any event to conduct any investigations deemed necessary to resolve the report.
The Surveillance Body may make use of additional professional expertise (e.g. a psychology expert) and, where necessary, liaise with the Company's internal functions (e.g. HR, department/office managers, etc.).
The entire procedure is carried out in compliance with confidentiality and privacy principles.
Further information on this channel is available on the website indicated above.

## 7. SANCTIONS

Violation of the principles and conducts set out in this Code undermines the relationship of trust between the Company and the persons responsible for the violation, whether they are directors, managers, employees, collaborators or other persons.
Such violations are subject to the sanctions system referred to below.

For the purpose of determining the disciplinary measure, the nature and seriousness of the violation, the circumstances in which it was committed, any recurrence of the conduct, the consequences for the Company's organization, any damage caused and any other element useful for an overall assessment of the facts shall be taken into account.

Without prejudice, in accordance with and subject to applicable laws and collective bargaining provisions, to any right of ZBLB to seek compensation for any damage caused to it as a result of the violation of the provisions hereof.

### 7.1. SANCTIONS TOWARDS DIRECTORS AND STATUTORY AUDITORS

In the event of this Code infringement by directors or members of the Board of Statutory Auditors, the Surveillance Body shall promptly inform the entire Board of Directors and the Board of Statutory Auditors, which shall take the appropriate action.

### 7.2. SANCTIONS TOWARDS MANAGEMENT

In the event that managers violate the internal procedures set out in the Code or adopt conduct that does not comply with its provisions, the appropriate measures shall be applied to those responsible in accordance with applicable laws and the current collective bargaining agreement for management personnel.

### 7.3. SANCTIONS TOWARDS EMPLOYEES

With respect to non-management employees, the measures that may be adopted, depending on the seriousness of the violations, the type of rule violated, the manner in which the facts occurred, any previous violations and any other circumstance, shall be those provided for by the Textile-Clothing-Fashion Collective Bargaining Agreement applicable to the employment relationship, and may be as follows:

1) verbal warning
2) written warning
3) fine not exceeding the amount of 2 hours' normal remuneration
4) suspension from pay and work for a maximum of three days
5) disciplinary dismissal

### 7.4. SANCTIONS TOWARDS EXTERNAL PARTIES

All third parties, including companies, consultants, external collaborators, partners and visitors, must comply with this Code, failing which the relationship may be terminated and/or ZBLB may take any appropriate protective action. The Code will be made available on the website www.baruffa.com and on FILO (the Company intranet) through the kiosk portal located at the entrance to each facility, with an interface also accessible via the QR code appearing on "visitor" badges.www.baruffa.com

## 8. CONFIDENTIALITY AND PROTECTION AGAINST RETALIATION

Persons involved in handling cases under this Code are required to keep confidential all facts and information of which they become aware in the course of handling the case, without prejudice to the protection of legally relevant interests and the fulfillment of obligations.

With regard to personal data processed in connection with the activities governed by the Code, the provisions of Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 concerning the protection of natural persons with regard to the processing of personal data and of Legislative Decree no. 196 of 30 June 2003, containing the Personal Data Protection Code, shall apply.

The Company has **a duty to protect victims of discrimination**, harassment, sexual harassment and/or mobbing from retaliation and reprisals. This right to protection against retaliation also extends to persons who have witnessed such incidents.

**It should also be noted that, where a report is found to be untrue or intended deliberately to harm a colleague or the Company, the Company reserves the right to take action or file a report, including against unknown persons, with the competent Public Authorities**.

## 9. FINAL PROVISION, PUBLICATION AND IMPLEMENTATION

The use of the reporting channel and initiation of the procedure described in this Code constitute an opportunity offered by the Company to anyone who believes they are a victim of harassment, **without prejudice to their right to contact trade unions and/or the judicial authorities** for the purpose of establishing any civil, criminal, administrative or other liability.

This Code will be disseminated by publication on the Company's website or through other corporate means, including direct delivery or distribution.
In particular, the Code of Conduct shall be:

- posted on Company premises;
- posted on the Company's website;
- posted on FILO;
- presented to employees during a Company meeting.

Pursuant to Article 7 of Law no. 300/70, it will also be published in an accessible location.

Zegna Baruffa Lane Borgosesia S.p.A.
The Management