

# Ethical Code



Since 1907

# OFFICINE MECCANICHE GALLARATESI

Joint stock company



factory, commercial and accounting departments - 21013 Gallarate (Varese- Italy) - via cinque giornate 5  
Telephone number: +39-0331-750011 - Fax number: +39-0331-792488 - e-mail: sales@omgpumps.com - web:  
www.omgpumps.com

Edition	Date	Edition Description	Issued	Verified/Approved	Page
03	Sept. 2019	<b>OHSAS 18001 to ISO 45001 transition</b>	QUAL	DIRGE	1 of 12
02	April 2018	Paragraphs 1 updated	QUAL	DIRGE	
01	April 2015	Paragraphs 7 & 17 updated	QUAL	DIRGE	
00	January 2015	First issue	QUAL	DIRGE	

This document is the property of OFFICINE MECCANICHE GALLARATESI S.p.A. and cannot be reproduced even in part without prior permission



## TABLE OF CONTENTS

1.	Introduction	3
2.	Rules of conduct	4
3.	Using the ethical code	4
4.	O.M.G. SpA's commitment.	5
5.	Notifications	5
6.	Penalties	6
7.	Use of corporate means and instruments	6
8.	Quality	7
9.	Corporate ethical responsibilities	7
10.	Health and safety in the workplace	8
11.	Conflict of interest	8
12.	Confidentiality	9
13.	Relations with suppliers	9
14.	Relations with clients	10
15.	Transparency and correctness of corporate information, transactions financial and accounting flows	10
16.	Relations with Public Institutions	11
17.	Access to the Ethical Code	12



### 1. INTRODUCTION

OFFICINE MECCANICHE GALLARATESI SpA, founded in 1907, specialises in the design and production of reciprocating plunger and diaphragm metering pumps, relative accessories and complete package units including O.M.G. pumps.

In its field of activities, the company has consistently favoured the search for solutions that ensure maximum reliability and the most complete adherence to specific requirements of user industries, aligning itself among the most technologically advanced companies in the industry.

The Organisation intends to implement an integrated management system for quality, environment and safety, described in this manual, according to international standards UNI EN ISO9001:2015, UNI EN ISO14001:2015, UNI EN ISO 45001:2018 and Specification API – Q1 edition 9, in order to demonstrate its ability to meet all requirements established and to continuously ensure, while improving over time, satisfaction of its clients, protection of the environment and adherence to safety regulations with particular attention to the Petroleum, petrochemical and Natural Gas industry.

It becomes quite natural for an organisation like O.M.G. SpA to concentrate its business in compliance with the legal standards and ethical behaviour. Over the years, the company has developed and grown, not only in terms of sales, but also from a numerical point of view; therefore, we thought it useful to formalise the identifying qualities, through which we want to be recognised by the market, in the ethical code.

The ethical code provides guidance on what the company expects from its employees, who are required to read and comply with the information contained herein. By formalising our company culture and our values within the ethical code, we can externally inform of the attention that, not only the management, but also all employees, give to ethics, integrity, honesty and the corporate reputation; over the years, respect for these values has made it possible to increase corporate competitiveness thanks to the trust that the market has placed in us. The ethical code is an important instrument in order to be identified as a trusted partner by our clients, suppliers and shareholders; all of us are required to confirm the values of integrity through actions performed daily.

Corporate management is not only responsible for its own actions, but also the development of a business culture in keeping with those expressed in the ethical code. Ethics, integrity and trust are the basis of the values that define our company, and it is the responsibility of all employees to live these values every day.

The Company is aware of the importance of maintaining and, where possible, increasing its reputation relative to:

- The quality of its products;
- Respect of the environment;
- Safety of workers in the workplace.

With respect to ethical behaviour and social responsibility, the Company intends to:

- Constantly ensure compliance with existing national laws;
- Keep this policy active, and communicate and explain it to all staff at all levels (whether hired under contract or otherwise representing the company);
- Ensure that the policy is publicly available.

Behaving in compliance with corporate rules is not an option, since failure to comply may lead to serious consequences for our company and all of us.

The code of conduct must be applied by each of us, every day and in any part of the world.



## 2. RULES OF CONDUCT

---

All O.M.G. SpA employees/collaborators are asked to:

- Be honest and fair in carrying out all activities and reports with all stakeholders;
- Operate with honesty, transparency, loyalty and confidentiality;
- Have no conflicts of interest in carrying out its task: the most competitive and cost-effective opportunities for the company must be sought, regardless of any personal relationships with clients and suppliers;
- Keep true to his/her word and meet professional obligations;
- Respect the discretion and confidentiality of corporate information;
- Operate in compliance with the procedures and business practices;
- Comply with the principles of fair competition;
- Encourage an atmosphere of mutual cooperation;
- Protect individuals;
- Treat everyone with whom we come into contact with the same courtesy and sensitivity with which we would like to be treated;
- Be responsible for his/her decisions, bearing in mind that decisions can affect the business and corporate reputation;
- Work together to maintain a safe working environment;
- Follow all the guidelines implemented regarding safety and environmental protection;
- Work together to maintain a culture where ethical integrity is fully recognized, considered and practised by all employees;
- Acknowledge that individual conduct and reputation is key to the success of the company.

These points, which are the basis of the ethical code, must always be translated into actions. As a company and as individuals, we are expected to live in our working environment according to these principles, and we must properly apply them on a daily basis. Conduct not in line with the provisions of the code will be sanctioned as indicated below

## 3. USING THE ETHICAL CODE

---

The Ethical Code defines the standards of business conduct.

O.M.G. SpA is committed to carrying out its business while adhering to the highest ethical standards. The code is used as a guideline to understand what the company expects in terms of the conduct of its employees when carrying out their tasks. Each employee is required to carry out his/her tasks and business activities in compliance with the guidelines contained in the code. It should be remembered that the code does not replace and cancel the corporate policy, but is an integral part thereof. Violation of standards of conduct may require taking disciplinary measures. In order to deal with situations that might have ethical implications, we have created a guideline to be used when making ethical and moral decisions.



## **4. O.M.G. SpA'S COMMITMENT**

---

### **Regarding child labour:**

- Compliance with Legislative Decree 345/1999 as well as ILO Conventions 138, 182 and ILO Recommendation 146 in addition to defining recruitment practices that must clearly state the age requirements.

### **Regarding forced labour:**

- Excluding the use thereof in accordance with the Workers Statute and ILO Conventions 29 and 105;
- The exclusion, when hiring, of demands for cash deposits or original documents.

### **Regarding the health and safety of workers:**

- Compliance with the requirements of Legislative Decree 81/08 and subsequent amendments and additions;
- Continuous improvement of the safety conditions of workers through the punctual implementation of the principles and processes established under the safety management system, which must be certified compliant to UNI EN ISO 45001:2018.

### **Regarding freedom of association and the right to collective bargaining:**

- Compliance with the Italian legislation and, particularly, the Workers Statute and ILO Conventions 87, 135 and 98.

### **Regarding discrimination:**

- Compliance with the Constitution of the Italian Republic and, particularly, the Workers Statute and ILO Conventions 111, 100, 159 and 177.
- Including the absolute rejection of discriminatory criteria in its policy.

### **Regarding disciplinary procedures:**

- Compliance with the Constitution of the Italian Republic, the Workers Statute, ILO Convention 98 and the applicable national collective bargaining agreement.

### **Regarding working hours:**

- Compliance with the Constitution of the Italian Republic, the Workers Statute, the applicable national collective bargaining agreement and ILO Convention 98.

### **Regarding remuneration:**

- Compliance with the applicable national collective bargaining agreement and ILO Convention 100.

## **5. NOTIFICATIONS**

---

If you are faced with a situation that could have ethical implications, we ask you to contact your supervisor to resolve any doubts.

You are also asked to notify these subjects if you find that others have violated the law, the Ethical Code or the corporate policies. When reporting a possible violation of others, you will have the possibility of remaining anonymous; obviously, any form of retaliation against an employee who notifies any type of ethical situation is prohibited and, at the same time, anyone who makes a false statement against another employee will be subjected to disciplinary measures.



### 6. PENALTIES

The Organisation acknowledges and states that the arrangement of an adequate disciplinary system for the violation of standards and provisions contained in the Ethical Code and the relative Procedures is an essential condition to ensure the effectiveness.

More precisely, the failure to comply with the standards and the provisions, contained in the Ethical Code and in the relative Procedures, damages the relationship of trust with the Company and implies disciplinary actions and penalties regardless of the outcome of any criminal proceedings. This also takes place in compliance with the principles of timeliness and immediacy of the dispute and the imposition of sanctions, in accordance with current legal regulations on the subject.

Violation by the employee of the provisions, principles and rules contained in the Ethical Code is a disciplinary offence, punishable under the procedures to verify the violations and the consequent imposition of sanctions provided for by the National Collective Labour Agreement applied by the company in compliance with the provisions of article 7 of the Workers Statute signed. This disciplinary system was configured for the accurate compliance with all legal provisions regarding work. There are not methods and sanctions different than those already codified and reported in collective agreements and trade union agreements. In fact, the National Collective Labour Agreement provides for a variety of sanctions capable of modulating the sanction to be imposed based on the magnitude of the violation.

### 7. USE OF MEANS AND OTHER CORPORATE INSTRUMENTS

The employee is required to ensure maximum compliance with the infrastructures, the means, the instruments and the materials of the Company, and to promptly notify any use of others that does not comply with the equipment provided. The following **CANNOT BE USED** for personal use

- Premises, furniture and furnishings;
- Operating equipment and equipment such as: machine tools, instruments, company cars,
- Personal computers, Software and Hardware programs to download and listen to music, watch videos, connect to the countless social networks present.
- Listen to music with personal headphones using cell phones or other
- Use personal mobile phones except for serious or important communications
- Printers, computation and writing instruments and the like;
- Photocopying, reproduction, printing and sorting equipment;
- Communication tools such as telephone, fax, email;

The employee is required to use company equipment only for the performance of job duties for which it is responsible. Therefore, it is strictly forbidden for employees to use corporate media, whether computer, technical or any other type to achieve **purposes or** private interests or interests that compete with the corporate activities.

The employee may use the Company's equipment and/or materials outside of the structures of the latter only in cases of use for business reasons, such as: activities carried out during transfers to other locations, secondment work tasks or similar. In all other cases, express consent from the supervisor is required.

It is also recalled that the company's brand and patents cannot be used for activities other than the work performed for O.M.G. SpA.



### 8. QUALITY

---

O.M.G. SpA is certified according to UNI EN ISO 9001 and its primary objective is to achieve customer satisfaction. Consequently, the Company undertakes to:

- Raise awareness and adequately train the staff on the importance of ensuring a constant commitment in his/her work activities and following an ethical and respectful behaviour with his/her colleagues and with the company;
- Ensure the provision, compatible with the company's possibility, of resources needed to pursue and achieve the improvement objectives set during the annual quality management planning;
- Be committed to the periodic review of the system, including through the development and updating of the organisational structure and job descriptions, and to pursue continuous improvement of the effectiveness of the quality management system;
- Base the management program on the internal audit findings, the findings of the review by senior management, and to ensure compliance with all requirements, as well as those agreed with the client, and implicit requirements.

### 9. ETHICAL AND ENVIRONMENTAL RESPONSIBILITIES

---

Environmental responsibility is one of the fundamental values of O.M.G. SpA. The organisation is certified according to UNI EN ISO 14001. Through the Environmental management system, O.M.G. SpA undertakes to:

- Raise awareness and adequately train the staff on the importance of ensuring a constant commitment in his/her work activities and following an ethical and respectful behaviour with his/her colleagues and with the company;
- Ensure the provision, compatible with the company's possibility, of resources needed to pursue and achieve the improvement objectives set during the annual environmental management planning;
- Be committed to the periodic review of the system, including through the development and updating of the organisational structure and job descriptions, and to pursue continuous improvement of the effectiveness of the environmental management system;
- Continuously ensure compliance with laws, regulations and applicable rules and periodically verify its precise implementation;
- Provide everything required to deal with environmental emergencies and to contain the impacts;
- Ensure transparency and visibility of its activities towards employees, local authorities and national and external audiences;
- Disseminate this policy to all staff and make it available to anyone who requests it.



### 10. HEALTH AND SAFETY IN THE WORKPLACE

---

Health and safety of the people and property are among the fundamental values of O.M.G. SpA. In this field, our objectives include:

- Ensure the provision, compatible with the company's possibility, of resources needed to pursue and achieve the improvement objectives set during the annual health and safety in the workplace management planning and ensure optimal working conditions;
- Be committed to the periodic review of the system, including through the development and updating of the organisational structure and job descriptions, and to pursue continuous improvement of the effectiveness of the health, safety and ethics in the workplace management system;
- Periodically review this document to ascertain it remains adequate and suitable for the business objectives;
- Continuously ensure compliance with laws, regulations and applicable rules and periodically verify its precise implementation;
- Ensure the periodic identification of risks associated with its activities, assess them, and keep them under control, by minimising, if not eliminating, any significant risks of accidents;
- Raise awareness in everyone working on behalf of the Company on the importance of compliance with laws on health and safety, and ethics;
- Ensure transparency and visibility of its activities towards employees, local authorities and national and external audiences.

### 11.CONFLICT OF INTEREST

---

In order to avoid the occurrence of conflicts of interest:

- All operations and activities should be undertaken solely and exclusively in the interests of the Company and in a lawful, transparent and fair way;
- Employees shall avoid all situations and all activities that could lead to a conflict of the Company's interests or that could interfere with the ability to make impartial decisions in the interest of the company;
- All employees are required to avoid conflicts of interest between personal and family economic activities and the roles and positions covered within the company structure.





## **12. CONFIDENTIALITY**

The employee is required to maintain the strictest and absolute confidentiality of all information relating to the Company and/or its employees that she/he becomes aware of by virtue of his/her employment. This in order to avoid disclosure of confidential information concerning the organization, production methods and any other information whose disclosure could cause harm to the Company.

Moreover, the employee is strictly required to inform his/her supervisor of any request for information relating to the Company and/or its employees that she/he receives while carrying out business activities and must avoid satisfying such demands without first receiving specific express authorisation to that effect.

Any information, data or documents that the employees become aware during their job performance is the exclusive property of O.M.G. SpA, and, by way of example, all ideas, technical formulas, inventions, trademarks, patents, programs, business, marketing and sales plan, and the like, constitute confidential information and the Company's exclusive property. Therefore, employees are prohibited from disclosing such information externally without the express permission of their supervisor and may not use them for their personal advantage.

Without prejudice to the prohibition to disclose information concerning the organization and methods of production, as well as to make improper use that could cause harm, each employee is required to:

- Acquire and only handle data required and appropriate for the purposes directly related to the function carried out;
- Maintain the data in a way that prevents unauthorised access to it;
- Communicate the data in compliance with specific procedures and/or explicit permission of superiors;
- Make sure that there are no absolute constraints relative to the possible disclosure of information concerning third parties bound to the Company by a relationship of any kind.

## **13. RELATIONS WITH SUPPLIERS**

In relationships regarding tenders, procurement and, generally, the supply of goods and/or services, employees are required to:

- Abstain from excluding suppliers in possession of the requirements from the opportunity to bid for supply to the Company, by adopting objective assessment criteria in the selection according to established and transparent methods contained in company procedures;
- Obtain collaboration from suppliers in constantly ensuring satisfaction of the needs of the Company's clients in terms of quality, costs and delivery times;
- While complying with laws in force, use products and services provided by subsidiaries and/or affiliates in competitive conditions;
- Observe and enforce the contractual conditions;
- Maintain a clear and open dialogue with suppliers, in line with good commercial practices;
- Bring problems arising with a supplier to the attention of the Company's Purchasing Department in order to assess the consequences;
- Inform the supervisor if donations or gifts have been offered or received from third parties that are not ascribable to normal acts of business courtesy.



## **14.RELATIONS WITH CLIENTS**

---

Employees who have relations with clients are required to try to understand their requirements with the aim of developing a close business relationship.

Company employees are required to:

- Abide by the law or any regulation applicable in the relationship with clients, respecting both the Italian and European laws, both local and those of the individual countries where the company does business;
- Not to make arrangements with competitors to implement price control policies that may damage the free market;
- Provide accurate and sufficient information regarding products and services so that the client can make conscious decisions;
- Be truthful in advertising and other communications;
- Inform the supervisor if donations or gifts have been offered or received from third parties that are not ascribable to normal acts of business courtesy.

Moreover, without prejudice to compliance with the rules on free competition, all employees are expected to act in such a way as to achieve the best results in competition.

It is against the Company policy to have discussions, communication and exchanges of information, agreements, understandings with any competitor concerning prices, pricing policies, discounts, promotions, sales conditions, markets, production costs, with the aim of restricting or distorting free market competition.

## **15.TRANSPARENCY AND CORRECTNESS OF INFORMATION REGARDING THE COMPANY, TRANSACTIONS, FINANCIAL AND ACCOUNTING FLOWS**

---

The Corporate accounting system must ensure accounting transparency by relying on truth, accuracy and completeness of recorded information. Each member of the Company is required to cooperate, within its competence, so that operational events are properly and timely registered in the company accounts.

Conduct that may adversely affect the transparency and traceability of financial reporting must not be put into place.

We consider it necessary to explain:

- All operations and transactions (and not only those related to the accounting system) must be correctly recorded, authorised, verifiable, legitimate, consistent and appropriate;
- All actions and operations of the Company should be adequately recorded and it must be possible to check the decision-making, authorization and execution process;
- Each operation must be adequately documented in order to be able to check the features and reasons for the operation at any time and identify who authorised, performed, recorded and verified the operation.



Adequate supporting documents must be kept on record for each transaction in order to enable:

- Easy and punctual accounting entries;
- Identification of the various levels of responsibility and division of tasks;
- The accurate reconstruction of transactions, also to reduce the probability of material or interpretative errors.

Each record shall exactly reflect what the supporting evidence shows. All employees of O.M.G. SpA are responsible for making documents easily traceable and filed according to logical criteria established by company procedures.

O.M.G. SpA employees who become aware of omissions, falsifications or negligence in accounting or in the documents on which accounting is based, must inform their superiors or the personnel office of the facts.

Maximum availability and cooperation must be given to inspection and control bodies during checks and inspections conducted by the competent public authorities. In order to prevent situations of conflict of interest and ensure maximum transparency in the conduct of inspections, the Company will identify specific subjects within its organisation to maintain relations with the supervisory bodies.

## 16.RELATIONS WITH PUBLIC INSTITUTIONS

Relations with Public Institutions are exclusively reserved to the functions and people appointed to maintain such relations. Employees are not authorised to make direct or indirect payments to public officials and/or public authorities in general that are not connected with the rendering of services or contracts duly authorised by the corporate functions responsible for managing these services.

Any conduct that is carried out to promise or give a Public Official or public service officer money or other benefits in order to induce him/her to perform an act of his/her office to gain an advantage for themselves and/or the Company is prohibited.

With respect to public authorities (representatives of public institutions, public officials and public employees, foreign government officials) it is recalled that gifts, acts of courtesy and hospitality are permitted only when they are of modest value and, in any case, such as not to compromise the integrity or reputation of either party, and cannot be construed by an impartial observer as aimed at obtaining undue advantages. In any case, these types of expenses must be authorised by the people indicated in the corporate procedures and documented adequately.

In relations with the Public Administration, the employee who, by virtue of the tasks performed within the company, is in charge of the request, management and/or administration of grants, subsidies or funding from the State or other Public body must, within the limits of its functions, ensure that these revenues are used for the purposes for which they were requested and to keep an accurate record of each transaction to ensure maximum transparency and clarity of the related cash movements.

When business negotiations, application or contact with the Public Administration is under way, personnel must not attempt to improperly influence the decisions of the party, including those of the officials acting or making decisions on behalf of the Public Administration; in the specific case of a competition with the public administration, the employee must operate in compliance with law and proper business practices.



If the entity uses a consultant or "third party" to represent it in relations with the Public Administration, provisions must be made so that the rules regarding relations with the Public Administration applied to the employees of the entity are also applied to the consultant, its employees or the "third party"; moreover, in relations with the Public Administration, the entity must not be represented by a consultant or "third party" subject if this has the potential of creating conflicts of interest.

The following actions must not be taken during a business negotiation, application or business relationship with the Public Administration:

- Examine or offer job and/or business opportunities from which employees of the Public Administration can benefit personally;
- Offer or, in any way, provide gifts;
- Solicit or obtain confidential information that may compromise the integrity or reputation of both parties;
- Accept the undue incitement to give or promise benefits from subjects qualified by the public administration.

Moreover, there may be restrictions related to the hiring of former employees of the Public Administration (or their relatives) who have personally and actively participated in business negotiations to an institution's dependencies, or to endorse requests made by the governments.

Any violation (actual or potential) committed by the entity or by a third party should be promptly reported to the competent internal functions. This entity may contribute to the financing of political parties, committees, public organizations or political candidates, provided in compliance with current regulations.

## 17.ACCESS TO THE ETHICAL CODE

---

The ethical code is available to the employees on the corporate server, in the network folder "Q".

If you do not have access to the network folder of corporate procedures, you are asked to contact the QUAL office, which will promptly provide you with the credentials to access the network folder.

A copy of the ethical code will be made available for viewing at:

- The Reception;
- Company bulletin boards.

Moreover, the ethical code is available to anyone who wants to read it and can be found on our web site: [www.omgpumps.com](http://www.omgpumps.com).