



LA STAMPA SPECCHIO DEI TEMPI FOUNDATION

CODE OF ETHICS

Approved by the Board of Directors on

14 February 2023

1. THE MISSION OF THE FOUNDATION

La Stampa - Specchio dei tempi Foundation, established on the initiative of the newspaper "La Stampa", acting with its own funds or funds of any kind provided by readers, as well as using assets of any kind provided in its favour through donations, inheritances or legacies, grants aims to pursue exclusively the following purposes of social solidarity in the areas of social assistance or charity:

- promote initiatives of high social value with particular regard to children, the handicapped, those in need of moral and material support, of any age;
- provide assistance, in any form, to persons, families, communities, populations affected by individual disasters or collective calamities;
- make tools, equipment and works available to the community that make it possible to alleviate suffering or improve the living conditions of individuals or groups;
- realise the wishes of the donors, provided that they aim at charitable purposes of high social and moral value.

The foundation may not carry out activities other than those indicated above, with the exception of those directly connected to them.

2. SCOPE OF APPLICATION, PURPOSE AND UPDATES

This Code of Ethics declares the principles of conduct relevant to the Foundation for the purposes of proper functioning, compliance with laws and regulations, as well as the reputation of the organization itself.

The principles and provisions of this Code of Ethics are binding for the members of the statutory bodies, attorneys, auditors, employees, collaborators, consultants and professionals, suppliers and in general all those who enter into relations with the Foundation (recipients of the Code of Ethics), for the purposes of correct behaviour and proper conduct in the performance of the organisation's activities, towards internal and external stakeholders.

All the recipients are provided with adequate information on the contents of the Code of Ethics so as to enable the most scrupulous observance thereof throughout the duration of the relationship with the Foundation. In particular, the Code of Ethics is brought to the attention of all recipients through suitable communication tools, and is available to the public on the website of La Stampa - Specchio dei tempi Foundation (www.specchiodeitempi.org).

All recipients of this Code of Ethics are obliged to know the regulations in force, to refrain from conduct contrary to them and to contact a superior or the Supervisory Body for clarification, reporting any violations.

It reserves the right to modify and integrate this Code of Ethics, on the basis of indications from all the subjects involved and in line with the evolution of the relevant legislation.

Stakeholders

Those subjects - individuals, groups, organisations, institutions - whose contribution supports the

achievement of the Foundation's social mission or who, in any case, have an interest in its pursuit, are stakeholders.

The Foundation carries out activities of social solidarity. Therefore, its stakeholders are people in need and charitable organisations.

In a general sense, all those whose interests are influenced by the direct or indirect effects of the Foundation's activities are considered stakeholders; the local community, national, international and community associations and institutions also fall into this area. The maintenance and development of trust relationships and mutual cooperation with stakeholders is therefore the primary interest of the Foundation, also for the purpose of mutual satisfaction of the parties involved.

Issue of the Code of Ethics

The issuing of the Code of Ethics is one of the instruments implemented by the Foundation to guarantee the dissemination and observance of principles, norms and general standards of conduct aimed at safeguarding the ethical values of reference.

The Foundation's Code of Ethics therefore also contains provisions specifically aimed at preventing the commission of the offences envisaged by Legislative Decree 231/01.

The recipients of this Code of Ethics must therefore refrain from committing, contributing to or causing conduct that, although they are such as not to constitute in themselves offences falling within those provided for by the aforementioned Legislative Decree 231/01, may even merely favour them.

3. GENERAL PRINCIPLES OF CONDUCT IN MANAGEMENT

3.1 Ethical approach to activity

It is the Foundation's conviction that the conduct of its activities, of significant social interest, must be marked by ethical values, contributing to the diffusion of an image of reliability, correctness and transparency of the activities carried out in pursuit of its objectives.

The Foundation's activity and in particular its mission, require that its relations be marked by strict compliance with the law, market rules and the principles inspiring fair competition, respecting the legitimate interests of its stakeholders.

It is therefore necessary to identify and define those values that all recipients of the Code of Ethics must share, accepting responsibilities, roles and models of conduct in acting in the name and/or on behalf of the Foundation itself.

3.2 Unethical behaviour and the value of reputation

Conduct by anyone - individual or organisation - on behalf of the Foundation, which constitutes a violation of the rules of civil coexistence and of correct social and business relations, is unethical. In the management of activities, unethical behaviour compromises the relationship of trust and can compromise the Foundation's ability to raise funds.

A good reputation favours relations with institutional, commercial, entrepreneurial and financial interlocutors, attracts the best human resources and consolidates reliability towards creditors and serenity in relations with suppliers and third parties.

3.3 Equal opportunity, honesty and respect for the rules

The guarantee of the principle of equal opportunities for access to the activities and services provided by the Foundation and honesty represent the ethical principles of reference for all the activities

implemented by the Foundation for the fulfilment of its mission. As part of their professional activity, collaborators, suppliers, and all persons who work in the name and on behalf of the Foundation are required to comply with current national and EU laws and, where applicable, the rules of professional ethics. In no case is conduct in violation of these rules justified or tolerated by the Foundation, even if it is pursued in the interest of the Foundation itself.

Any conduct that could integrate a significant behaviour of any type of crime in general, and in particular contemplated by Legislative Decree 231/01, carried out alone or with others, is to be considered prohibited.

3.4 Non-discrimination

In decisions affecting relations with its interlocutors, the Foundation does not allow any type of discrimination on the basis of age, gender, sexuality, state of health, race, nationality, political opinions or religious beliefs of its interlocutors.

Furthermore, respect is ensured for the physical, cultural and moral integrity of all the people with whom the Foundation has relations, as well as the guarantee of safe and healthy working conditions. In particular, the value of human capital is protected and promoted, in order to improve and increase the skills possessed by its employees.

Requests and threats that induce directors, employees and external collaborators to act against the law or against the Code of Ethics are not tolerated.

3.5. Respect and integrity

Each recipient recognises and protects the personal dignity, privacy and personality rights of any individual with whom he or she comes into contact. In carrying out his or her functions, each recipient shall behave with transparency and honesty, assuming the responsibilities incumbent on him or her by reason of his or her functions. Each recipient pursues, in his or her activities within the Foundation, the philanthropic mission and values of the Foundation and is honest and transparent in strategies, objectives and operations, complies with the legal guidelines in force and avoids conflicts of interest. He or she takes the ethical implications of his or her work into the broadest possible consideration in order to avoid unintended negative consequences. Each recipient observes, in particular, the rules of courtesy and tolerance, respecting cultural differences and human diversity, context and experience. The rules laid down apply both in relations with other recipients and in relations with third parties and in general towards all the stakeholders of the Foundation.

3.6 Prevention of corruption

The Foundation, in the execution of its activities, forbids any action towards or by third parties capable of harming impartiality and autonomy of judgement.

To this end, it undertakes to put in place the necessary measures to prevent and avoid corruption and other conduct capable of integrating the danger of committing the offences envisaged by Legislative Decree 231/01.

In this regard, the Foundation, without prejudice to what is specified below regarding relations with the Public Administration and between private individuals, does not permit the payment or acceptance of sums of money, gifts or favours to/from third parties for the purpose of procuring direct or indirect advantages for the Foundation itself. Ordinary and reasonable entertainment expenses, or gifts of modest value and within the limits of the normal rules of courtesy, are allowed.

3.7 Conflicts of interest

The Foundation undertakes to put in place appropriate measures to prevent those involved in transactions from having a conflict of interest.

A situation of conflict of interest is understood to exist both in the case in which an employee or collaborator with his or her conduct pursues interests other than the mission of the Foundation or personally takes advantage of business opportunities, and in the case in which the representatives of *stakeholders* (in groups, associations, public or private institutions), act in contrast with the fiduciary duties connected with their position.

Any situation that constitutes or may constitute a conflict of interest must be reported to one's Manager or the Body of which he/she is a member.

3.8 Foundation assets and third party interests

Protecting the integrity of the Foundation's assets, the interests of creditors and third parties in general is part of the Foundation's ethical tradition.

3.9 Relations with the media

Consistent with the principles of transparency and completeness of information, the Foundation's external communication is based on respect for the right to information.

The Foundation undertakes to disclose information useful for a full understanding of the activities carried out, the possible effects for the community and future programmes, also via the internet.

Under no circumstances will the recipients divulge false and biased information, whether concerning the activities of the Foundation or the results of professional activities or relations with stakeholders in general.

Relations between the Foundation and the mass media are the responsibility of the President and of delegates.

In the case of participation in conferences as a speaker, public interventions and publications in general, the interested parties must be previously authorised by the Foundation.

3.10 Transparency, completeness and confidentiality of information

All transactions and operations performed must be adequately recorded and it must be possible to verify the process of their decision-making and authorisation. For each operation there must be adequate documentary support, in order to be able to carry out controls that attest to the characteristics and motivations of the operations themselves and make it possible to identify who authorised, carried out, recorded and verified the operation.

The Foundation undertakes to manage the flow of information to *stakeholders* in such a way that it meets the requirements of truthfulness, completeness and accuracy, also in relation to data with financial, accounting or management contents.

The Foundation also ensures the confidentiality of the information in its possession, defining and continuously updating the specific procedures and security measures, required by law, for the processing of personal, common and sensitive data.

All those who, in the course of their work, find themselves having the availability of confidential information and data are obliged to use such data only for the purposes permitted by law.

Any information concerning the Foundation, acquired or processed by the recipient in the course of or on the occasion of his or her relationship with the Foundation, is of a confidential nature and cannot be used, communicated to third parties or divulged without observing specific authorisation procedures. The notion of confidential information includes all data, knowledge, deeds, documents, reports, notes, studies, drawings, photographs and any other material pertaining to the organisation

and company assets, financial operations, as well as judicial and administrative proceedings concerning the Foundation.

Confidential information also means any reserved information concerning facts or circumstances that are not in the public domain, of particular importance from an organisational, patrimonial, financial, economic or strategic point of view, concerning both the Foundation and its entities or partners.

The obligation of confidentiality remains in force even after the termination of the relationship with the Foundation, in compliance with the regulations in force. Any confidential information must be kept in places inaccessible to unauthorised persons.

3.11 Respect for privacy

The Foundation guarantees the processing of personal and sensitive information in its possession relating to its stakeholders in full compliance with the relevant legislation; to this end, it puts in place appropriate measures to protect the inviolability of data and their correct processing.

3.12 IT systems and unlawful data processing

Computer systems are used in compliance with current legislation and on the basis of the principles of correctness and honesty. To this end, each recipient is responsible for the correct use of the IT resources assigned to him/her as well as the access codes to the systems themselves. It is forbidden to illegally enter computer systems protected by security measures or to obtain or disseminate access codes to systems and to damage information, data and computer programs.

4. INTERNAL INTERLOCUTORS

4.1 Founders and corporate governance

4.1.1 The corporate bodies

The activity of the corporate bodies is based on full compliance with the rules laid down in the Statute and current national and EU legislation.

4.1.2 The administrative bodies - the duties of individuals

Persons elected or appointed to administrative functions are obliged:

- to actively commit themselves so that the Foundation may benefit from their specific skills;
- to continuously participate in the work of the Collegiate Bodies and the Board of Directors, promptly reporting any situation of conflict of interest that involves them;
- to maintain the confidentiality of information acquired in the performance of their duties;
- to always let the interest of the corporate mission prevail over the particular interest of the individual.

4.2. Employees and non-employees

4.2.1. Selection

The assessment of the staff to be recruited is carried out on the basis of the correspondence of the candidates' profiles with the needs of the Foundation, safeguarding equal opportunities for all candidates.

The questions asked and information requested from candidates during the selection process are strictly related to the verification of the aspects foreseen by the professional and psycho-aptitude profile, respecting the candidate's privacy and opinions.

4.2.2. Establishment of the employment relationship

The staff is hired with a formal employment contract in the manner provided for by current legislation and collective bargaining.

For the establishment of the employment relationship, the employee must sign the relevant contract, as well as the commitment to comply with the provisions of the Code of Ethics; the subject is also fully informed about:

- the characteristics of the function and duties to be performed,
- the regulatory and contributory elements of the contract,
- the legislation and procedures in use at the Foundation for the prevention of possible health risks deriving from the work activity.

4.2.3. Personnel Management

In its personnel management, the Foundation prohibits any form of discrimination against staff.

Within the framework of personnel management processes, decisions made are based on the correspondence between the needs of the Foundation and the profiles of the workers as well as on considerations of merit. The same applies to access to different roles or positions.

Within the scope of their duties, employees are obliged to comply with the rules of the legal system in which they work and must in any case refrain from committing violations of the law, especially (but not only) in cases where such violations are subject to custodial sentences, fines or administrative sanctions. In addition to the general principles of diligence and loyalty, employees must also observe the behavioural requirements contained in the collective agreements and regulations applicable to them. Each employee works with women and men of different origins, culture, religion, orientation and choices. They do not engage in acts of discrimination, harassment or offence (sexual, personal or of any other nature) of any kind, inspiring all their behaviour to the values set by the Italian Constitution. In particular, in carrying out his or her duties the employee undertakes to guarantee respect for the confidentiality of customers and of any other reality with which he or she comes into contact, refraining from conduct that might prejudice the good image of the Foundation and the efficiency and effectiveness of the services provided.

Donors' trust in the Foundation requires employees to behave appropriately during their work and outside it. Behaviours that may harm the Foundation's reputation and consequently the fundraising capability are grounds for termination of the employment relationship.

4.2.4 Correctness in relations with employees and collaborators

The Foundation guarantees that, in the application of hierarchical rules in relations with employees and collaborators, there are no occasions when the exercise of the principle of authority is detrimental to the dignity, professionalism and autonomy of the worker.

The Foundation makes its organisational choices while safeguarding the professional value of employees and collaborators.

4.2.5. Use of company assets

Each recipient is directly and personally responsible for the protection and conservation of the assets and resources, whether tangible or intangible, entrusted to him to carry out his duties, as well as the use of the same in a manner consistent with the interests of the Foundation.

Each employee must take the utmost care in carrying out his or her activity, strictly observing all the safety and prevention measures established or suggested by the particular nature of the work, by experience and by technique, pursuant to art. 2087 of the Italian Civil Code, in order to avoid any possible risk for himself or herself and for his or her collaborators and colleagues.

The technical planning of workplaces, equipment and processes must be based on the highest level of compliance with current regulations on workplace safety and hygiene and the prevention of related risks.

The corporate assets of the Foundation and, in particular, the systems and equipment located in the workplaces (e.g. telephones, photocopiers, PCs including software and Internet/Intranet, etc.) are used exclusively for service reasons, in accordance with current regulations.

Audio-visual, electronic, paper or photographic recordings or reproductions of company documents are not permitted, except in cases where such activities are part of the normal performance of the assigned duties.

All recipients are required to scrupulously observe the provisions of this Code aimed at guaranteeing and protecting information assets and responding to precise legal obligations. The Foundation reserves the right to sanction any ascertained violation of the rules laid down.

5. EXTERNAL RELATIONS

5.1 Responsibility towards the community

The Foundation is aware of its connotation of pre-eminent social interest and of the repercussions that the activity undertaken for the fulfilment of its mission may have on the economic and social development of the reference context.

For this reason, it carries out its aims in full respect of the activities carried out by local and national institutions, associations, communities, etc., in order to acquire a high level of reputation that contributes to legitimizing its work within the community.

5.2 Suppliers and service providers

The Foundation requires its suppliers and service providers in general to respect the reference ethical principles contained in this document.

When choosing suppliers, the Foundation takes into account - in addition to economic convenience - the technical/economic capacity of its contractors and the quality of the services/supplies, assessing their reliability overall, with reference to the specific nature of the services to be rendered.

Relations with suppliers and service providers (within the amount limits established by internal procedures) are always governed by specific contracts aimed at achieving maximum clarity in the regulation of the relationship.

5.3 Public Administration

Relations with Public Administrations and Public Institutions are the exclusive responsibility of the corporate offices appointed and authorised for this purpose. Those in charge of relations with Public Institutions and Supervisory Authorities must maintain the utmost transparency, clarity and correctness.

The Foundation, through its employees, collaborators or representatives, must not promise, request, offer or receive gifts or favours to/from public officials, public service officers or employees in general of the Public Administration or other Public Institutions, whether Italian or foreign.

In order not to perform acts contrary to the law or in any case prejudicial to the image and integrity of the Foundation, the aforementioned operations and the correlated management of financial resources must be undertaken only by specifically authorized personnel, in due respect for the law and the principles of the Code of Ethics.

The following actions must not be taken (directly or indirectly) in the course of a negotiation, request, or relationship with the Public Administration:

- examine or propose employment opportunities and/or any other type of opportunity that may benefit employees of the Public Administration in a personal capacity;

- solicit or obtain confidential information that may compromise the integrity or reputation of both parties;
- employ former employees of the Public Administration (or their relatives and/or similar up to the third degree) who have personally and actively participated in the negotiation, or endorse the requests made by the Foundation to the Public Administration.

Any violation (actual or potential) committed must be promptly reported to the Board of Directors.

Correct information to the public administration

In order to provide correct information to the Public Administration, the Foundation undertakes to:

- operate, with correctness and impartiality, through the communication channels designated for this purpose, with institutional interlocutors at a national and international, community and territorial level;
- represent the interests and positions of the Foundation in a transparent, rigorous and consistent manner.

5.4 Regulatory and control bodies

The Foundation fully and scrupulously complies with the rules issued by the Supervisory and Auditing Bodies.

5.5 Relations between private individuals

Corrupt practices, illegitimate favours, collusive behaviour, solicitation, directly and/or through third parties, for personal and career advantages for oneself or others, are prohibited without exception.

It is never permitted to pay or offer, directly or indirectly, payments, material benefits or other advantages of any kind to third parties, in order to influence or compensate them for an act of their office.

Acts of commercial courtesy, such as gifts or forms of hospitality, are only permitted if they are of modest value and in any case such as not to compromise the integrity or reputation of one of the parties and cannot be interpreted, by an impartial observer, as aimed at acquiring improper advantages. In any case, this type of expenditure must always be authorised by the position defined by internal procedures and documented appropriately.

It is forbidden to accept money from persons or companies that have or intend to have relations with the Foundation. Anyone who receives offers of gifts or favourable treatment or hospitality that cannot be configured as acts of commercial courtesy of modest value, or the request for them from third parties, must reject them and immediately inform their superior or the body to which they belong.

6. HEALTH, SAFETY AND ENVIRONMENT

6.1 Health and safety

Respect for the physical and cultural integrity of the person represents an ethical reference value of the Foundation. Employees of all levels and collaborators are indispensable resources for the success of the Foundation's mission.

The Foundation protects and promotes the value of human resources, with the aim of improving and increasing the experience and wealth of skills possessed by each employee and collaborator; it guarantees working conditions that respect individual dignity and a safe and healthy working environment.

The Foundation supports and respects human rights, in accordance with the UN Universal Declaration of Human Rights.

The Foundation is committed to preserving the health and safety of workers, especially through preventive actions. To this end, it strives to promote and disseminate the culture of safety in the workplace.

The collaborators undertake to comply with the rules and obligations deriving from the reference legislation in terms of health and safety, and from this Code.

6.2. Respect for the environment

The Foundation is aware that the environment can represent a competitive advantage in an increasingly larger and more demanding market. For this reason, it carries out its activities in full compliance with current legislation and with the aim of improving its environmental performance. It manages its activities by minimizing environmental impacts and optimizing the use of natural resources.

In carrying out its activities, the Foundation is committed to contributing constructively to the protection of its environmental heritage.

7. COMMUNICATION

The Foundation promotes the application of the Code of Ethics by the recipients also by including specific clauses in their contracts that establish the obligation to comply with its provisions; it takes care of its transmission to the recipients, who sign for acknowledgment upon receipt, as well as its dissemination. The Code of Ethics is brought to the attention of all possible interested parties, both internal and external, through specific communication activities:

- publication on the institutional website www.specchiodeitempi.org;
- sending by traditional mail/fax/certified e-mail;
- posting of a copy at the headquarters of the Foundation.

8. IMPLEMENTATION AND GUARANTEES

8.1 Violation of the Code of Ethics

In consideration of the importance of compliance with the rules of conduct contained in this Code of Ethics, especially in view of the serious consequences for the organisation arising from the introduction of Legislative Decree 231/01, violations of the provisions contained in this document will be subject to disciplinary sanctions.

Any behaviour contrary to the provisions of the Code of Ethics will be prosecuted and sanctioned, since it is contrary to the principles which inspire the Foundation.

Violations of the dispositions of the Code of Ethics result in a breach of the fiduciary relationship with the Foundation and constitute a disciplinary offence: the application of disciplinary sanctions is irrespective of any criminal proceedings.

With regard to employees, any sanctions for violation of the Code of Ethics will be commensurate with the type of violation and its consequences for the Foundation and will be adopted in respect of the applicable legislation and the national collective contracts applied by the Foundation. Any conduct on the part of employees that violates the rules of conduct or procedures contained in this Code must be understood as disciplinary offences punishable in accordance with the express provisions of the reference norms.

With regard to collaborators, self-employed workers and third parties, breach of the provisions contained in this Code of Ethics may result in termination of the relative contractual relationship pursuant to art. 1453 of the Italian Civil Code. The imposition on the same subjects, even when expressly provided for, of each of the duties contemplated by this Code, shall always be understood as being conditioned by the characteristics of the relationship with them, and operating within the limits compatible with the same, and in particular with the autonomy they are entitled to and which shall be understood as being preserved and in no way compromised.

8.2 Reports

Recipients of this Code of Ethics may report alleged violations of the same to the Management Board of the Foundation.