



# RINA GROUP

RINA COMPLIANCE PROGRAMME TO THE TIC COUNCIL CODE AND PRINCIPLES



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## 1 INTRODUCTION

On 12 December 2012, the Board of Directors of RINA S.p.A. adopted the RINA Compliance Programme and Principles to meet the IFIA Compliance Code (3<sup>rd</sup> edition). Changes in the Organisation and the issue of the Fourth Edition of the Code have created the ground for a profound revision of RINA Compliance Program, which is reported in this document.

RINA has confirmed its commitment to implement the TIC Council Compliance Code by adopting, publishing, and implementing this “RINA Compliance Programme”, which is approved by the Board of Directors.

With this Compliance Programme, RINA provides guidance on appropriate conduct by employees and collaborators in order to uphold the company’s image of propriety, high standing and good reputation which, besides the adherence to the TIC Council Code and Principles, have always been integral to the heritage of the Group.

## 2 TIC COUNCIL PRINCIPLES AND THEIR IMPLEMENTATION

RINA reputation as an independent service provider relies upon the truthful relationship with its customers and stakeholders. To preserve that, RINA always committed itself to the highest standards of professional behavior.

RINA cultural model comprises fundamental principles that are transmitted to all employees and stakeholder: Integrity, Impartiality, Confidentiality and Data Protection, Anti-Bribery, Fair Business Conduct, Health and Safety, Fair Labour are encompassed in RINA policies, guidelines, and procedures

References to the principles may be found in the following RINA documents:

- RINA Code of Ethics
- RINA S.p.A. Organizational, Management and Control Model
- RINA Organizational and Data Protection Model
- RINA Anti-bribery Guidelines
- Guidelines on Impartiality
- General Policy on Company Data Protection
- Environmental Health and Safety Policy
- Policy on Human Rights
- Risk Management Policy
- Diversity and Inclusion Policy

### 2.1 INTEGRITY

*“The Member shall operate in a professional, independent and impartial manner in all its activities.*

*The Member shall carry out its work honestly and shall not tolerate any deviation from its approved methods and procedures. Where approved test methods make provision for tolerances in results, the Member shall ensure that such tolerances are not abused to alter the actual test findings.*

*The Member shall report data, test results and other material facts in good faith and shall not improperly change them, and shall only issue reports and certificates that correctly present the actual findings, professional opinions or results obtained.”*

Impartiality and independence add value to the services RINA offers to its clients. RINA ensures objectivity in promoting and providing these services, taking into account activities carried out by RINA’s various companies as well. The principles that all RINA personnel must follow in relationships with clients are professionalism, efficiency, propriety, availability and courtesy.

RINA is aware of the contribution that everyone within the Group can make to raising standards in the market and improving the well-being of society. For this reason, RINA considers integrity to be an essential element of

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professionalism. RINA provides organisations not only with excellent technical expertise, but also with authority, reliability and resilience.

The choice of suppliers and the purchase of goods and services (including consultants, agents, etc.) is performed by specific company functions, which are required to carry out the necessary qualification process before creating or renewing a contract. They operate on the basis of objective assessments of quality, price, innovation, reliability, integrity, competitiveness, sustainability and methods of carrying out the service.

The Corporate Compliance Board<sup>1</sup> provides guidelines to ensure that RINA's activities comply with the requirements of integrity indicated in the applicable standards.

## 2.2 IMPARTIALITY (CONFLICTS OF INTEREST)

*"The Member shall avoid conflicts of interest with any related entity in which it has a financial or commercial interest and to which it is required to provide services.*

*The Member shall avoid conflicts of interest between the Member's companies and/or divisions engaged in different activities but which may be providing services to either the same client or each other.*

*The Member shall ensure that its employees avoid conflicts of interest with the activities of the Member."*

The concepts of impartiality and impartiality threat management are referred to in the main regulations that govern the activities carried out by the bodies that perform third party conformity assessment activities and which, as such, must be unrelated to the person or organization that provides the subject of the evaluation and must also have no interests as a user.

Impartiality is associated with the presence of objectivity that means, in turn, that no conflicts of interest exist or that these have been resolved in order not to negatively influence the consequent certification/inspection body activities.

The companies belonging to the RINA Group carry out a wide range of activities in several economic sectors (Energy, Marine, Certification, Transport & Infrastructures and Industry).

Some companies mainly focus on consulting and engineering services, while others mainly on conformity assessment (certification, testing, inspection, certification and attestation activities) in highly regulated sectors, which need the possession and maintenance of specific requirements for impartiality and independence.

The Group consists of the parent company RINA S.p.A. (RSPA) ("the holding"), which controls the main operative companies RINA Services S.p.A. (RSSE) and RINA Consulting S.p.A. (RC) ("the sub-holdings"; each of them "the sub-holding" and collectively with the holding "the RINA Group" or "the Group"), which in turn control other companies.

The main national and international regulations that discipline the role and the duties of a Conformity Assessment Body (CAB) highlight the importance for the same to guarantee its own impartiality and independence.

The sub-holdings are subject to direction and co-ordination by the holding pursuant to the Italian civil code in the finance, administration, strategic, organizational, managerial and business continuity fields.

Technical and operational decisions are instead excluded and remain under the sole responsibility of the sub-holdings.

RINA manages potential conflicts of interest through:

- the strict separation of duties in the governing bodies, i.e. no common members between the holding and the sub-holdings and no common members between the sub-holdings are appointed;

<sup>1</sup> See section 3.2 for references

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- the establishment of a compliance unit for each business area dealing with, inter alia, the management of impartiality and reporting functionally to the Corporate Chief Risk & Compliance Officer;
- The role of the Corporate Chief Risk & Compliance Officer, who is responsible to supervise RINA authorizations, notifications and accreditations and RINA management system certifications and to identify, assess and manage strategic, financial, operational and compliance risks (including impartiality risks) associated with RINA activities.

The Impartiality threat risk control system for all the companies in RINA Group is mainly based on the following:

- Corporate Compliance Board (CCB) – responsible for:
  - Supervising compliance of sub-holding companies' activities with the requirements of impartiality, integrity, confidentiality, fair marketing and anti-bribery;
  - Defining, continuously update and disseminate working instruments (policies, methodologies, procedures, instructions, guidelines, etc.) on the management of impartiality risks arising from regulations, activities and relationships;
  - Providing advice on specific unresolved escalating situations of potential conflict of interest reported by the Chief Risk & Compliance Officer or other functions and/or committees of the holding and sub-holding companies;
  - Monitoring and periodically reviewing the implementation of the TIC Council compliance principles and of this compliance programme
- Impartiality Risk Assessment Report, consisting of a main text and of an addendum for each RINA Services business, which aim is to identify the threats to Impartiality for the companies of the Group operating in the TIC sector
- Safeguarding Impartiality Board (RINA Services) - established to ensure that activities carried out by RSE and all its controlled companies are in compliance with impartiality, integrity, confidentiality and fair marketing principles;
- Committee for Safeguarding Impartiality (RINA Services, Agroqualità and foreign companies reporting to RINA Services) - to guarantee the impartiality of activities from biased interests and to allow the participation of all the entities significantly involved in such activities

Non-exclusive personnel are required to comply with the principles of the Code of Ethics and this Compliance Programme. Before accepting an assignment for a client organisation, non-exclusive personnel must inform their RINA contact person if they have or have had a relationship with that organisation in the last two years.

If non-exclusive personnel employed in third-party activities offer consultancy services separately and independently on the basis of the same rules or regulations that are subject to certification services by RINA, they must make it clear that this is completely separate from RINA's certification activities and that their consultancy services should not be understood in any way as a means of facilitating certification by RINA.

In all cases, they must inform RINA and refrain from carrying out third-party assessments on its behalf if they have provided consultancy or similar services for the items under assessment.

Directors and other employees and collaborators pursue the general objectives and interests of RINA.

They shall inform without delay, taking into account the circumstances, their superiors or senior managers of situations or activities in which they may have a conflict of interest (or where their relatives or other people close to them have such a conflict of interest) with the RINA Group or a RINA Group company and in any other case where there may be significant motives of self-interest.

Conflict of interest situations can be caused by: own interests, self-assessment, familiarity, intimidation.

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The Corporate Compliance Board provides guidelines to ensure that RINA's activities comply with the requirements of impartiality indicated in the applicable standards.

### 2.3 CONFIDENTIALITY AND DATA PROTECTION

*"The Member shall respect the confidentiality and privacy of client's information and ensure processes are in place to adequately protect such information."*

RINA is highly conscious of the importance of intellectual property and therefore respects and protects the content of all forms of intellectual property, both its own and of others, including copyright, patents, trademarks, trade secrets and other intangible assets.

RINA undertakes to protect and avoid improper use of information relating to its own personnel and third parties, however the information is generated or acquired.

In this regard, RINA provides general rules for the protection of information directly and/or indirectly related to company activities. As such, all personnel treating Company information shall observe the following rules:

- Application of the "Need to Know" Principle
- Treatment within the Company IT / physical boundaries
- storage and archiving only through Company managed repositories
- Controlled transmission

Such information is of fundamental value to the company and must be managed by all personnel in compliance with the principles and procedures adopted. It must only be made available to users, both internal and external to the company, who have a legitimate need to know it by virtue of their involvement in specific company processes.

To properly manage the protection of personal data, RINA has adopted and shall regularly update its Privacy and Protection Organizational Model, further to the entry into force of European Union Regulation No.2016/679 (GDPR). The Model describes the technical and organizational measures adopted by RINA in compliance with the new regulation, in order to pursue a level of security appropriate to the risk connected to the data processing activities carried out throughout the Group

RINA Group processes personal data only in compliance with the principles of lawfulness as indicated in the GDPR, i.e., consent, fulfillment of contractual obligations, vital interests of the person concerned or third parties, legal obligations to which the controller is subject, public interest or exercise of public authority, the legitimate interest of the controller or third parties to whom the data are communicated

The Corporate Compliance Board provides guidelines to ensure that RINA's activities comply with the requirements of confidentiality indicated in the applicable standards.

### 2.4 ANTI-BRIBERY

*"The Member shall prohibit the offer or acceptance of a bribe in any form, including kickbacks on any portion of a contract payment."*

*The Member shall prohibit the use of any routes or channels for provision of improper benefits to, or receipt of improper benefits from, customers, agents, contractors, suppliers, employees of any such party, or government officials."*

RINA carries out its activities in compliance with the rules on the prevention and combating of corruption contained in its Organisational, Management and Control Model.

RINA rejects corruption as a means of conducting its business, whether active or passive and in the public or private sector. Under no circumstances is conduct permitted whereby a person offers or accepts, directly or through intermediaries, money, gifts or promises, or in any way obtains an advantage of any kind in order to perform, omit to perform or delay an action that falls within the scope of their duties, or in order to carry out or obtain undue services for themselves or for RINA.

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The general principles ensuring an adequate internal control system and risk management against bribery, and corruption in general include:

- Separation of functions: any company activity should be carried out in accordance with the separation of functions principle, so that people responsible for authorising an operation are different from those operatively carrying out or controlling such activity.
- Delegation of powers and signature should be consistent with assigned organization and management responsibilities, and clearly defined and known within the company. The Company roles which are given the power to commit the Company in specific operations should be well defined, specifying the limits and nature of their authorization. Delegation of authority for a certain kind of agreement should meet specific requirements imposed by the law for carrying out this deed.
- Transparency and traceability of each task, which should be verifiable, suitably documented and correctly filed.
- Internal rules consistent with services undertaken and complexity of the organization, ensuring the necessary controls and preventing the occurrence of corruption.
- Specific personnel training programs are provided to all personnel (employees and consultants) on the anti-corruption measures adopted by RINA Group.

In their daily work, Group Personnel are explicitly required to:

- behave in a proper and transparent manner, in accordance with laws and internal procedures/provisions, in particular when carrying out activities that involve Public Officials or third parties
- provide colleagues with instructions on how to keep formal and informal contacts with Public Officials and third parties, transferring their know-how about applicable laws and awareness of potential threats.

Moreover, it is expressly forbidden for all Group Personnel and people who represent or act on behalf of a Group company to:

- carry out activities or behave in a way that can - or even might - be interpreted as corruptive misconduct leading to improper benefits or some privileges for him/herself or others, for instance:
  - when dealing with offers and contracts with the Public Administration, in private negotiations with the Public Administration, or any kind of calls for tender bids made by the Public Administration
  - to obtain authorisation or recognition from an Authority; or
  - assigning a facilitated loan to the company
- carry out activities or behave in a way that can - or even might - be interpreted as an abuse of position to procure money, favours or other benefits, for instance during:
  - technical activities (such as during drawing or project approval)
  - surveys or audits
  - consulting activities that can influence the Public Administration
- offer money or grant any advantages of any kind, such as promise of employment, to representatives of Public Administration, Public Officials or their relatives
- make payments to speed up, facilitate or ensure routine services or any other Public Officials' activities relating to Group companies
- grant any favour to people in charge of a public service - even through intermediaries - to influence the independence in carrying out the activity
- authorise payments to third parties for tasks that are not clearly defined in the contract
- offer gifts or liberalities outside company practices or effect arbitrary public relation expenditure outside the company's objectives.

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The above-mentioned rules also apply to corruptive practices towards private persons and entities.

## 2.5 FAIR BUSINESS CONDUCT

*“The Member shall conduct itself with the highest standards of business ethics and integrity, and shall not do anything which would bring its reputation, or the reputation of TIC Council or the TIC industry, into disrepute.”*

RINA is committed to act in a fair and transparent manner in business relations and dealings, conducting itself with loyalty, a sense of responsibility and good faith. It operates in compliance with the highest standards of ethics and business integrity, avoiding any activity that may contravene contractual obligations and the principles of propriety.

RINA recognises that free and fair competition is a fundamental element for the development of business activities. RINA therefore complies with antitrust regulations and with tender procedures that are applicable from time to time. It operates in accordance with the rules of fair competition, refraining from acts or behaviour contrary to free and fair competition. In this spirit, RINA prohibits all forms of industrial espionage against competitors and considers it unacceptable to behave in such a way as to mislead any individual or entity operating in the market, in particular through statements and assessments of services offered directly or by third parties.

Relationships with clients must be characterised by absolute respect for the laws and regulations in force, in particular those designed to protect competition and the market.

RINA is aware of the need to maintain relationships of trust and mutual esteem and consideration with its clients. It aims to satisfy their needs by providing high-quality services under competitive conditions, avoiding discriminatory or improper behaviour.

In dealings with clients it is extremely important to behave in a collaborative and efficient way, to adopt a simple, clear and comprehensive communication system, and to comply with contractual commitments and obligations.

The principles that all RINA personnel must follow in relationships with clients are professionalism, efficiency, propriety, availability and courtesy.

In commercial dealings with new or regular clients, personnel must avoid forging or maintaining relationships with people of dubious reputation, poor reliability or implication in illegal activities.

It is forbidden to offer or give presents, special favours or other benefits to representatives or employees of clients with the purpose of deriving undue advantages, either for private reasons or for the company.

The Corporate Compliance Board provides guidelines to ensure that RINA’s activities comply with the requirements of fair competition indicated in the applicable standards.

## 2.6 HEALTH AND SAFETY

*“The Member shall implement adequate training and procedures to protect the health and safety of employees, customers, and third parties and shall monitor incidents with the view of minimising risks in the course of business operations”*

RINA Group considers health & safety a priority matter in all its business activities. The whole Group is committed to meet the following objectives:

- to comply with applicable laws and regulations relating to occupational health & safety;
- to design workplaces, through suitable organizational and operative models, to safeguard workers' health & safety, as well as those of third parties and local communities within which Group companies operate;
- to implement appropriate preventive measures to safeguard workers' health & safety, including medical surveillance and assessment of incidents, injuries and occupational diseases;

- to increase workers' awareness about their own and their colleagues' safety, by suitable training means;
- to involve all personnel, at any level, for ensuring that they are informed about the scope and the commitments set by the Group;
- to establish appropriate indicators to measure and periodically assess the achievement of foreseen targets, identifying possible areas of improvement;
- to co-operate with workers' representatives, trade unions, industry associations and Authorities, in order to continuously enhance health & safety targets;
- to involve customers, sharing the same values, with the view of adopting strategies aiming at achieving common health & safety targets;
- to identify suppliers and external partners, who share the same health & safety objectives, established by the Group.

The fundamental principles and criteria upon which all decisions on health and safety at work are based lay within the framework of the Organisational, Management and Control Model. They are:

- assess the risks
- adapt the work to the person
- plan preventive measures
- prioritise collective over individual protection measures
- provide adequate instructions and information to workers.

Should a Health & Safety incident occur, this is recorded and investigated, and corrective measures are undertaken as appropriate.

## 2.7 FAIR LABOUR

*"The Member is aware of its social responsibility for its employees and the people, communities and environments in which it works and shall respect human rights."*

As foreseen by art. 2 of the Italian Constitution and by the major international treaties, the respect of human rights is considered an essential principle.

RINA therefore promotes and defends these rights in every circumstance and repudiates all discrimination based on gender, sexual orientation, age, ethnic group, language, religion, politics and social and personal conditions.

RINA consistently recognises and respects universally recognised human rights within its sphere of influence and repudiates any form of abuse of these rights. In addition, it embraces the principles set out in the OECD Guidelines for Multinational Enterprises.

RINA promotes a working environment in which relations between people are based on respect, propriety and collaboration. It fully supports equal opportunities for men and women in its actions and commits to combating all forms of discrimination, whether related to age, gender, sexual orientation, health, race, nationality, political opinions or religious beliefs.

Employment relationships are managed in full compliance with the law, as well as with the employment contracts, regulations and directives in force. No irregular or illegal act related to the employment contract, social security or insurance will be allowed or tolerated in employment relationships.

RINA considers it fundamental that work is based on values of propriety and fairness. In this spirit, it guarantees compliance with legislation on matters of wages and working hours, strictly prohibits all forms of forced labour and ensures zero tolerance towards discrimination or harassment in the workplace. No abuse of authority shall be tolerated in employment relationships.

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Considering personnel as essential to developing and achieving company objectives, RINA is committed to rewarding their skills and potential on the basis of transparent and objective criteria. Primary considerations in relation to promotion and salary increases are results achieved, expertise and professional abilities demonstrated over time.

In this sense, an effective system of performance evaluation is particularly important. It should be focused on the strengths or improvements shown by personnel, with the aim of fostering their personal and professional growth.

RINA values the skills, potential and commitment of each and every individual.

### **3 COMPLIANCE DIRECTOR AND CORPORATE COMPLIANCE BOARD**

#### **3.1 DIRECTOR OF CORPORATE COMPLIANCE**

RINA has appointed a Director of Corporate Compliance, who, among other activities, is accountable for developing all policies and procedures for the successful implementation of the RINA Compliance Program to the TIC Council Compliance Code and its Principles, in coordination with the relevant Organizational Units of the Group.

The Director of Corporate Compliance responds to the Chief Risk Officer and reports to the Corporate Compliance Board.

#### **3.2 CORPORATE COMPLIANCE BOARD**

RINA has set up a Corporate Compliance Board, who is accountable for the following:

- Establish and keep up-to-date the Compliance Programme of RINA, for implementing the TIC Council Compliance Code and its Principles of integrity, impartiality, confidentiality and data protection, anti-bribery, fair business conduct, health and safety, and fair labour;
- Oversee the compliance of RINA Group activities with the requirements of the RINA Compliance Programme;
- Define, continuously update and disseminate working instruments (policies, methodologies, procedures, instructions, guidelines, etc.) on the management of impartiality risks arising from regulations, activities and relationships;
- Provide its advice on specific unresolved escalating situations of potential conflict of interest reported by the Chief Risk & Compliance Officer or other functions and/or committees of the holding and sub-holding companies;

### **4 HUMAN CAPITAL**

#### **4.1 UNDERSTANDING AND APPLYING THE COMPLIANCE PROGRAMME**

In carrying out their work, every individual must behave in compliance with the law and with all other regulations in force in the countries in which they work, in accordance with company policies and more in general, respecting in full this Compliance Program. This is made available to all employees at the time of the recruitment, and together with the Code of Ethics, it has to be read and understood. Employees will not suffer demotion, penalty or any other adverse consequences arising from strict implementation of the Code of Ethics and the Compliance Programme even if it may result in a loss of business.

#### **4.2 HUMAN CAPITAL COMMITMENT**

Personnel are required to perform work for the company in line with the expectations for the role and position they hold, with a commitment to continuously improve the quality of their work.

Relationships with team members, colleagues and superiors must demonstrate propriety and a spirit of cooperation.

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RINA personnel must respect company assets. They must only be used to carry out company activities. No improper or fraudulent use, or use in any way contrary to the company's interest, is permitted.

Information systems and related applications must be used in compliance with internal security systems. They may not be used for purposes other than work. With particular reference to internet services, as already set out in internal rules, access to sites with vulgar, indecent or inappropriate content is prohibited, as is the unauthorised use of computers other than one's own.

Information acquired during the course of work must remain confidential, be used exclusively for carrying out the work and be managed in such a way as to ensure its protection and safety. In no way may it be used for personal profit, private interests or any other advantage or benefit in private relations outside of the work.

### 4.3 TRAINING

All employees, including Managers, of the RINA Group undergo a compliance training course. Among the training material, all TIC Council documents, policies and procedures are made available to the trainee, and RINA policy documents as well.

After the completion of the course with a positive final comprehension test, record of the successful completion of the course is kept with the employee's training file in the company databases.

### 4.4 COMPLIANCE HELPLINE

Employees may obtain guidance on any question or matter of concern relating to the implementation or interpretation of the Compliance Programme by enquiring their Line manager. In addition, a dedicated Corporate Compliance Helpline is managed by the Director of Corporate Compliance, who may be contacted via email ([compliance-helpline@rina.org](mailto:compliance-helpline@rina.org)) or phone (number to be dialed is reported on RINA portal).

Employees are also encouraged to suggest, via the Helpline, improvements to RINA Compliance Programme.

## 5 SECURITY MEASURES

RINA is committed to safeguard its activities and business operations through the adoption of policies, procedures and operational actions aimed at reducing security risks and managing crisis situations.

The measures undertaken are intended to minimise the impact and likelihood of events occurring that could cause, even potentially or incidentally, direct or indirect damage to persons and property - tangible and intangible - belonging to RINA and other concerned parties.

RINA adopts these security measures in full compliance with the applicable national and international rules as well as with human rights and the highest possible standards of reference.

## 6 COMMUNICATION

RINA is committed to ensure proper awareness of the Code of Ethics and this Compliance Programme among all its employees, collaborators, suppliers and stakeholders, including through specific training initiatives.

### 6.1 EXTERNAL COMMUNICATION AND REPORTING

RINA ensures suitable channels of communication are available to all stakeholders to report any violations and observations on the application of the Code of Ethics. To this end, RINA provides a whistleblowing platform that allows internal personnel, collaborators and business partners to report alleged violations.

The whistleblowing platform can be used whenever a risk is identified that could damage clients, employees, shareholders, the public or the reputation of the company. It guarantees maximum protection for the whistleblower. The reporting process and whistleblowing procedure are published on the company intranet and on the rina.org website here: [www.rina.org/en/whistleblowing](http://www.rina.org/en/whistleblowing)

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## 7 INVESTIGATIONS AND SANCTIONS

Compliance with the principles contained in the Code of Ethics and this Compliance Programme is mandatory for all directors and other employees and collaborators of RINA and all those who have business relations with the Group.

As a result, their violation constitutes a breach of contractual obligations, with all the consequences prescribed by law.

This includes, where appropriate, termination of the contract and compensation for damages.

The procedure for the application of the sanctions resulting from the violation of the compliance rules and principles contained in this program, and in the Code of Ethics, consists of:

- verification of the conditions for the activation of the sanction procedure;
- information of the person in charge of the concrete opening, conduct and outcome of the individual proceedings;
- contestation of the violation to the interested to allow the adversarial procedure to be carried out;
- determination and subsequent imposition of the sanction.

The type and extent of the specific sanctions are determined in compliance with the graduality and proportionality principles

## 8 BUSINESS RELATIONSHIPS

RINA ensures that its Compliance Programme is applied to their business relationships (e.g. service suppliers, intermediates, agents, joint venture partners) to the extent that is appropriate. RINA external technicians (NES) are provided with written information about RINA Compliance policy that the partner has to undersign and a “commitment declaration” will be attached to any agreement.

## 9 ACCOUNTING AND BOOK KEEPING

Official books and records are kept compliant to Italian fiscal and civil laws, documenting in a correct and honest manner all the financial transactions that have occurred.

## 10 PROGRAMME MONITORING AND VERIFICATION

### 10.1 COMPLIANCE SUMMARY REPORT

On an annual basis, the Director of Corporate Compliance prepares a summary report covering statistics or confirmations to show compliance with RINA procedures and policies. The report covers violations to this Compliance programme, new or renewed agreements with business partners, expenses and health and safety incidents.

### 10.2 MANAGEMENT DECLARATIONS

RINA requires Group Company’s Key Officials to sign, on an annual basis, a Compliance Declaration which is based on the template contained in Annex A of the Guidelines to the TIC Council Compliance Code. These Compliance Declarations are sent to the Director of Corporate Compliance who submits an annual summary report to the Corporate Compliance Board.

### 10.3 INTERNAL AUDIT

RINA carries out internal (quality) and administrative audits at regular intervals for each RINA Group’s Company and location, according to a defined programme. These are carried out by qualified auditors and verify also the implementation of the Compliance Programme within the whole RINA organization.

TIC Council Guidance Check list for Members’ Internal Compliance Audits is used as reference guide.

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Not compliance findings are reported to the Director of Corporate Compliance, who shall in turn send a summary report to the Corporate Compliance Board.

#### 10.4 EXTERNAL AUDIT

Every year, an examination is conducted to see the efficiency and the effectiveness of the implementation of Compliance Programme by an external independent auditing company as appointed by the Director of Corporate Compliance.

The external independent external auditing company carry out a guarantee audit, adapted for the TIC Council Compliance Code Guidelines which includes:

- Check if RINA has been established of a Compliance Programme which include the requirements of the Compliance Code
- Check if the current Compliance Programme (as implemented) is different for the latest as communicated to and approved by TIC Council
- Check if the current Compliance Programme (as implemented) complies the current Compliance Code
- Check the existence of a management systems, processes and controls in relation to:
  - alleged violations of the Compliance Code,
  - records of RINA Corporate Compliance Board,
  - Compliance training carried out by RINA
- Check the content of the consolidated Management Declarations
- Check if all Management Declarations have been received
- Test on the monitoring system used by RINA to make sure that all the issues of interest, and also all reports, have been addressed by the Director of Corporate Compliance.

The external audit programme takes into account the RINA Companies and Locations, RINA management systems and the documentation applicable to such places and it shall be agreed between RINA and external audit company, based on an assessment of conformity risk and complexity, and peculiarities of the RINA Group.

Copies of independent assurance reports are sent to General Manager of TIC Council for the confirmation of RINA's compliance with the requirements stated in the Code.