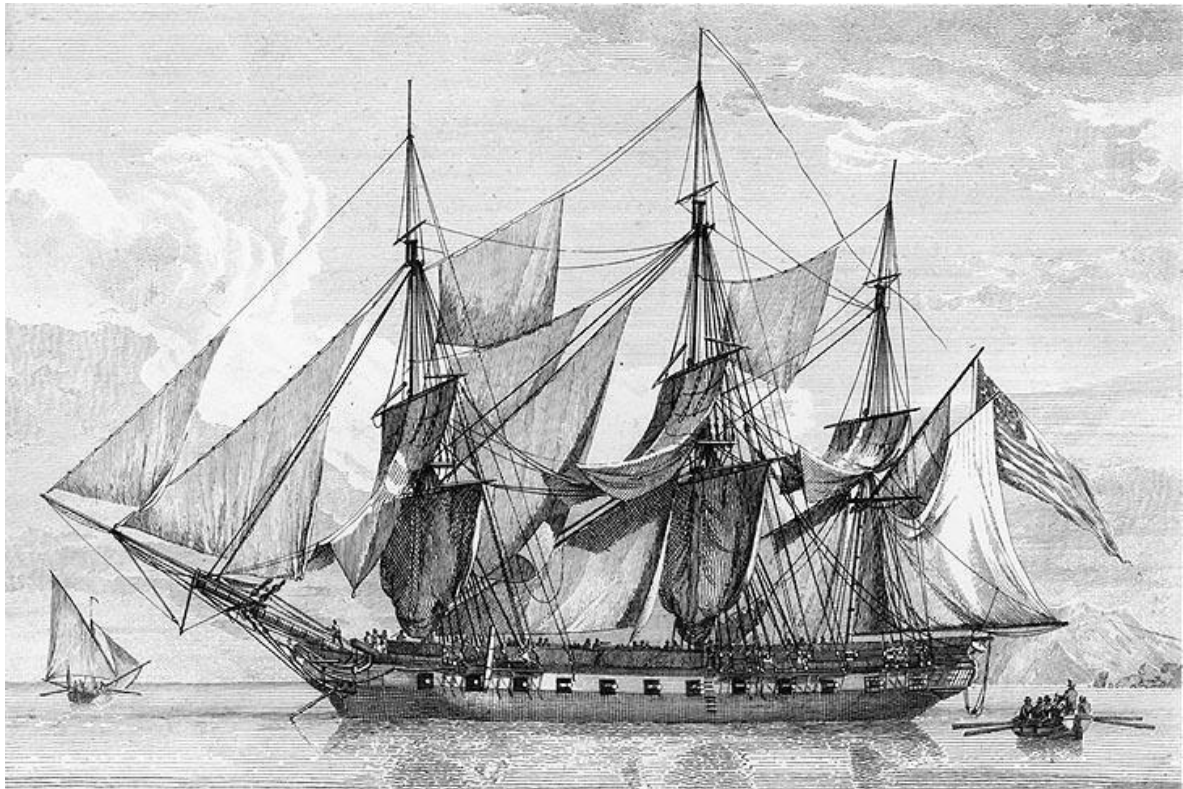


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# REGULATION FOR THE «EGO» GOOD GOVERNANCE CERTIFICATION



For any information regarding this document please contact:

**FEDERAGENTI**

**NATIONAL Federation of Ship Agents and Ship Brokers**

Viale Asia 3, 00144 – Rome (Italy)



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## **FEDERAGENTI'S GOOD GOVERNANCE BRAND**

FEDERAGENTI is the National Federation of Ship Agents and Ship Brokers operating throughout the national territory through the affiliated individual category Territorial Associations.

The Federation promotes the preparatory procedures for the achievement of FEDERAGENTI's "good governance" (hereinafter EGO) adopting the current FONASBA regulations.

EGO membership is voluntary.

FEDERAGENTI guarantees its effective implementation by keeping its contents up-to-date and assigning its own quality brand to its members.

This Regulation was prepared by FEDERAGENTI and its general contents have been shared with:

- a. R.I.Na (Italian Ship Register),
- b. THE GENERAL HEADQUARTERS OF HARBOUR MASTER OFFICES,
- c. MINISTRY OF INFRASTRUCTURE AND TRANSPORT - Directorate General for Maritime Property and Ports,
- d. CUSTOMS AND MONOPOLIES AGENCY,
- e. ASSOPORTI (Association of Italian ports),
- f. CONFITARMA (Italian Shipowners' Association),
- g. MINISTRY OF HEALTH,
- h. MINISTRY OF INTERIOR.

## **INSPIRATIONAL PRINCIPLES**

The members guarantee that:

- a. they will continue to provide their service to all Principals without any distinction whatsoever, in a constant manner and with the same quality standards and conditions;
- b. in the case of disruption due to force majeure, they will adopt all possible measures aimed at minimising any inconvenience affecting the Principals;
- c. they will evaluate reports, proposals and suggestions received from the Principals to direct their own market orientation policy;
- d. they will pursue a continuous improvement of the efficiency and effectiveness of their services, adopting the most functional technological and organisational solutions;
- e. they will employ adequately trained staff which is capable to respond to any request from the Principals in order for the Companies to submit the applications properly;
- f. they will comply with current national regulations concerning:
  - ✓ Environmental protection,
  - ✓ Safety and health of workers,
  - ✓ Social responsibility,



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## **1 GENERAL INFORMATION**

Evidence of having correctly applied the present Regulations can be given by certified Companies to the interested parties to prove that an appropriate corporate EGO management system has been implemented.

## **2 RELATIONSHIP WITH OTHER MANAGEMENT SYSTEMS AND RELATED RULES**

If the Companies requiring EGO certification have already adopted, or are adopting, management systems such as ISO 9001 and/or AEO, or ISO 14001, OHSAS 18001, SA 8000, or other equivalent systems, all the procedures already being applied will be considered as compliant with this Regulation.

## **3 PURPOSE AND FIELD OF APPLICATION**

All the requirements of these Regulations are intended to be of a general nature and designed to be applicable to all FEDERAGENTI member Companies which, through its individual territorial Associations and regardless of the type, size and service provided, wish to:

- a. establish, implement, maintain and improve an EGO business management system,
- b. demonstrate their compliance with these Regulations,
- c. request certification/registration of their EGO business management system with FEDERAGENTI.

## **4 REGULATORY REFERENCES**

- ✓ LAW No. 135 of 4 April 1977 and subsequent amendments if any;
- ✓ LAW No. 478/1968 and subsequent amendments if any;
- ✓ Ministerial Decree No. 66 of 04.01.1973 and subsequent amendments if any;
- ✓ Italian Legislative Decree No. 231/2001 and subsequent amendments where applicable;
- ✓ Italian Legislative Decree No. 196/2003 and subsequent amendments where applicable;
- ✓ Regulation 679/2016 and subsequent amendments where applicable;
- ✓ Italian Legislative Decree No. 81/2008 and subsequent amendments where applicable;
- ✓ Italian Legislative Decree No. 152/2006 and subsequent amendments where applicable;
- ✓ UNI EN ISO 9001 current edition;
- ✓ UNI EN ISO 14001 current edition;
- ✓ BS OHSAS 18001 current edition;
- ✓ SA 8000 current edition;
- ✓ FONASBA QUALITY STANDARD current edition;
- ✓ FONASBA Code of Conduct current edition;
- ✓ FEDERAGENTI Code of Ethics current edition;
- ✓ Regulations, EU and national regulations concerning the establishment of an AEO.

## **5 TERMS AND DEFINITIONS**

### **EGO Certificate**

This Certificate is issued by FEDERAGENTI for certifying the compliance of the corporate governance management system with this Regulation.

### **Ship's agent (Art.2 law No. 135/1977)**

A person providing assistance to ships and ship owners pursuant to current Italian reference legislation.

### **Ship broker (Art.1 law No. 478/1968)**

A legal entity (person or Company) who professionally carries out brokering in contracts for the construction, sale, lease, chartering of ships and contracts for the transport of goods by sea, in accordance with the current Italian regulations.

### **Audit**

Scheduled, independent and documented process, aimed at obtaining control evidence and evaluating it objectively, to determine the extent to which the management criteria for the good governance of the management system established by the Company comply with this Regulation and have been implemented.



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## **Company**

Group, Company, agency, firm, entity or institution, or parts or combinations thereof, whether or not affiliated, having its own functional and/or administrative structure, adhering to FEDERAGENTI through the individual territorial Associations adhering to it.

*Note: For Companies consisting of several production units in different ports, a single production unit will be considered as a Company and its compliance with this Regulation will be individually assessed.*

## **Arbitration Panel**

A body consisting of three Arbitrators. This body settles any disputes that may have arisen between the parties.

## **Technical Committee**

A body formed by the members appointed by the Board of Directors of FEDERAGENTI to examine and settle reservations and/or disputes arising during the audit phase.

## **Communications**

All official communications must be made by certified e-mail or Registered mail with acknowledgement of receipt.

## **Consortia and/or Groups of Companies**

For the purposes of this Regulation, only Consortia and/or Groups of Companies that are made up exclusively of Companies which already possess the Ego Certification will be considered as equivalent to a Company.

## **Assignment**

Activity assigned within the scope of work to an individual or to a homogeneous group of people working in the same work environment with the same methods, on the same plants/machines.

## **Continuous improvement**

Process of fine-tuning the Company management system to obtain overall performance improvements in accordance with the Company's policy.

*Note: the process is not necessarily applied simultaneously to all areas of activity.*

## **Scope**

The purpose that a Company decides to pursue and aims to achieve within the coherent framework of its policy.

## **Interested party**

Person or group involved in, or affected by the activities of a Company.

## **Company policies**

The intentions and directives of a Company related to its business.

*Note: a Company's policy provides a framework for carrying out its activities and for defining any possible improvements.*

## **Problem**

Any deviation from work standards, practices, procedures, laws, performance of the management system, etc. that could lead, either directly or indirectly, to non-compliance of the requirements of the Principal with the good governance policies.

## **Company performance**

Measurable results of the governance system, resulting from the control exercised by the Company on its processes, based on its policy, its objectives and goals.

## **Process**

A set of related and interacting activities that, in pursuing the Company policy, transforms incoming



elements into outgoing elements.

#### **Requirement**

Requirement or expectation that can be expressed or implied and binding or voluntary.

#### **Safety and health at work**

Conditions and factors affecting the well-being of employees, temporary workers, contractors, visitors and any other person in the workplace.

#### **Management system**

A management system is a set of correlated elements used to establish the policy and objectives of a Company.

A management system includes the organisational structure, planning activities, responsibilities, practices, procedures, processes and resources.

#### **Assessment Team**

A panel of people appointed by FEDERAGENTI to carry out the preliminary analysis and control procedures for issuing/confirming the EGO certification.

#### **Health and safety risk assessment**

Process for assessing the degree of risk for the safety and health of employees in the performance of their duties, temporary workers, contractor staff, of workers visitors and any other person in the workplace, arising from the occurrence of a dangerous event in the workplace.

## **6 COMPLIANCE WITH LEGAL REQUIREMENTS**

Each Company must ensure compliance with the legal requirements applicable to its activities prior to ensuring compliance with the requirements of this Regulation.

## **7 GENERAL REQUIREMENTS OF THE GOOD GOVERNANCE SYSTEM**

### **7.1 Prerequisites**

Companies must prove:

- a. To be associated with a territorial entity of FEDERAGENTI;
- b. To have adhered to the FEDERAGENTI Code of Ethics, which transposes the FONASBA Code of Conduct, both in their current edition.

### **7.2 Company policy**

Companies must:

- a. Adopt good corporate governance guidelines and ensure that they are implemented;
- b. Establish, document, implement and keep up-to-date the good corporate governance management system in compliance with FONASBA standards and must continuously pursue its improvement by verifying its effectiveness and undertaking all actions aimed at continuously increasing its performance.

### **7.3 Working method**

Companies must also:

- a. Identify a suitable Company organisational structure;
- b. Identify and manage with integrity and transparency all aspects of the Company, including administrative and financial ones, both their own and on behalf of third parties;
- c. Establish the criteria and methods necessary for properly informing and training the staff, identifying the skills necessary for each Company figure to adequately carry out the required activities and providing the appropriate training to meet these needs;
- d. Maintain control over any activities managed in outsourcing. In particular, in the case of use of sub-agents for the provision of the service, the EGO certified Company will have to avail itself, if present on site, of sub-agents who are already certified or in course of certification.



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## **8 REQUIREMENTS RELATING TO DOCUMENTATION**

### **8.1 Documentation**

Any information relevant to good corporate governance, such as, but not limited to, the list of Company documentation in relation to the requirements of this Regulation, the scope of the system, the Company organisation chart, the risk assessment document for the health and safety of the staff in the workplace, the possible management of outsourced activities and any projects and improvement actions must be recorded in one or more documents.

### **8.2 Document control**

Documents concerning the good governance management system should be kept under control. The Company shall establish, implement and maintain suitable procedures for the proper execution of its activities for:

- a. approving the documents referred to in paragraph 8.1;
- b. reviewing and, if necessary, updating and reapproving the documents referred to in paragraph 8.1;
- c. ensuring that the changes and the current revision status of the documents are identified;
- d. ensuring that the appropriate editions of the applicable documents are available in all places of use;
- e. ensuring that documents remain legible and easily identifiable;
- f. ensuring that documents of external origin, which the Company deems necessary, are clearly identified and that their distribution is kept under control;
- g. preventing the inadvertent use of obsolete documents and applying an adequate identification to them if, for any reason, they are kept.

### **8.3 Record control**

The Company must record and keep evidence of the compliance of its business management system with the requirements here established by guaranteeing the identification, protection, availability and preservation of these records.

### **8.4 Skills, formation and training**

The Company must ensure that everybody - internal staff or supplier – carrying out for the Company itself or on its behalf, tasks or services that may affect significant aspects of the activity, must have an adequate degree of competence, training, skill and experience.

For this purpose, the Company must:

- a. define a Company job description where the activities carried out by the various Company figures are described;
- b. define the skills necessary for the various Company figures to carry out the assigned activities;
- c. provide skill formation and/or training to meet these needs;
- d. keep appropriate records on the education, training, skills and experience of the staff;
- e. prepare and keep up-to-date a list of duly evaluated suppliers

### **8.5 Staff undergoing professional training**

The Company must ensure that the activities related to the professional training carried out by its staff are supported by appropriate records that show that the formation and training course conforms to the requirements of the Laws in force and of FEDERAGENTI, in particular if they are preparatory to the procedures for registration in the list of ship agents.

## **9 SERVICE PROVISION**

The Company must provide its service ensuring full compliance with the requirements established by the present Regulation.

The service must be provided in conditions that must at least include:

- a. the availability of information describing the characteristics of the service provided;
- b. the availability of work instructions, where necessary;
- c. the use of suitable equipment;
- d. the implementation of monitoring activities of the above;



- e. taking care of the Principal's property when it is under the control of the Company or used by it. If the Principal's property is lost, damaged or found unsuitable to be used, these situations must be communicated to the Principal and the relative records of these communications must be kept;
- f. where applicable, the storage of products and/or materials related to the provision of the service which must include identification, handling, packaging, storage and protection according to law.

## **10 MANAGEMENT OF FINANCIAL AND ADMINISTRATIVE ASPECTS**

In relation to their structure and legal nature, Companies must provide annually to make available:

- a. a copy of the audited financial statements for the previous year, or
- b. a report or a certificate issued by a corporate auditor that highlights the compliance of corporate administrative and financial procedures with the requirements of national standards, or,
- c. a valid financial report prepared in accordance with the current national standard relating to the sector the Company belongs to, or
- d. the latest financial statements approved by the national government or an accredited national authority;
- e. at least evidence of the existence of a list of customer accounts and of the keeping of "third party" accounts.

## **11 SELF-CHECKING SYSTEM**

### **11.1 Checks**

Companies must carry out self-checks at scheduled intervals, and at least on an annual basis, to establish whether the corporate good governance system has been effectively implemented and kept updated.

### **11.2 Methods of carrying out checks**

The methods used to carry out self-checks must be commensurate with the nature and complexity of the Company itself.

### **11.3 Documented checking procedures**

Companies must provide for the preparation of a documented procedure that describes and identifies at least:

- a. how the planning of the self-checking activity is guaranteed and documented; this must take into account the results of previous self-checks (internal audits);
- b. the requirements for carrying out the assessments and the related persons in charge;
- c. the methods for sharing results within the Company;
- d. the management procedures for any problems encountered.

## **12 EGO CERTIFICATE**

These Regulations govern:

- a. the procedures for granting the EGO certificate, in relation to the service provided by the Companies associated with a territorial entity of FEDERAGENTI, in compliance with the requirements set by the latter in this Regulation;
- b. the procedures that must be followed by Companies to request, obtain and maintain this certification.

The certification procedure is open to Companies that, meeting the requirements, apply for it.

During the validity period of the EGO certificate issued to the Company, any modification made by FEDERAGENTI to its own provisions for obtaining and maintaining the certification itself will be notified to all the interested Companies that will have to comply with it.

FEDERAGENTI will inform the Companies about these modifications also setting an adaptation deadline.

The Companies will be responsible for updating the relative documentation eliminating the outdated copies. EGO certificates issued by FEDERAGENTI refer exclusively to single Companies, or local units, which have their own operational structure. In the case of Companies with several local operational units, each of them will be treated individually and will have to start their certification process.



Any information acquired during the certification process shall be considered confidential and dealt with accordingly.

### **13 REQUIREMENTS FOR ISSUING THE EGO CERTIFICATE**

To obtain the EGO certificate, Companies must prepare adequate documentation evidencing that their management system necessary for obtaining the EGO certification has been fully operational for at least three months.

### **14 ISSUANCE OR RENEWAL OF THE EGO CERTIFICATE**

#### **14.1 Application**

Companies wishing to obtain or renew the EGO certificate shall request FEDERAGENTI to be subjected to the relevant assessment by providing the main data of their organisation and the related activities and submitting the appropriate "EGO CERTIFICATION REQUEST" form provided in facsimile in Annex 1.

#### **14.2 Technical-financial offer**

On the basis of this document, FEDERAGENTI will prepare a technical-financial offer (provided in facsimile in Annex 2) using the criteria and the rates established and listed in Annex 6.

By signing this offer the applicant Company makes the contract valid.

The certification of Branches of Companies (already certified EGO) will benefit from a discount of 30% of rates as per Annex 6. The same discount will also be applied to Company certification procedures attributable to a same group. In such cases, the tariff reduction will be applied to the certification procedure of the Company/ies employing the minor number of employees. This will also be true where the certifications are requested at the same time for the Headquarters and for the branch/es involved.

The certification of Consortia between Companies (provided that they are all already certified EGO) will benefit from a tariff reduction of 50% on rates as per Annex 6.

#### **14.3 Payment conditions**

- a. 50% of the certification costs upon receiving the offer as per previous point;
- b. the remaining 50% upon completion, with positive result, of the audit to allow the certificate being issued;
- c. an extra 25%, to be paid in advance, against each audit over the second still resulting necessary, if any, due to important findings still persisting (see following paras 14.5 and subsequent)

#### **14.4 Assessment operations**

Companies shall provide the assessment team with all the documents required by this Regulation whose compliance with its rules will be assessed during the certification or recertification audit phase.

#### **14.5 Audit report**

Upon completion of the assessment, an audit report will be drawn up and submitted to the applicant Company. The report will contain the Company data and the audit result, including any findings and the final considerations. Findings may be classified as:

- a. important: that prevent the EGO certificate from being granted, as they establish a non-compliance with the requirements necessary for obtaining it;
- b. minor: that do not prevent the EGO certificate from being granted, but constitute suggestions for improvement to guarantee compliance with the requirements expressed in this Regulation.

#### **14.6 Reservations**

Within thirty days from the date on which the audit report is served (end of the inspection), the Company may submit any reservations and observations regarding the assessment team's findings, the solution of which will be, if necessary, submitted to the unquestionable judgment of the technical committee, formed by the members appointed by FEDERAGENTI, which will have to provide its decisions no later than thirty days from the date on which it received notification of the reservation raised by the Company.



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#### **14.7 Certification procedure in the presence of findings**

- 1) In the presence of important findings, the EGO certification process shall be suspended. In this case,
  - a. the Company must implement the necessary actions for their definition;
  - b. any important findings (where appropriate, confirmed by the technical committee) must be resolved within ninety days and the solutions notified to FEDERAGENTI, which will assess them reserving, if deemed appropriate, to carry out a supplementary check at the Company;
  - c. after this deadline, if the result of the assessment is not positive, FEDERAGENTI will consider the certification process as concluded with a negative result, charging the Company with the costs incurred;
  - d. in this case, Companies that want to repeat the request for EGO certification may submit a new application and repeat the assessment process, however not before one hundred and eighty days from the previous negative certification process.
- 2) In the presence of minor findings, the Company will have to resolve them within thirty days, notifying the solutions to FEDERAGENTI, which reserves the right to assess them in the manner deemed appropriate.

#### **14.8 Certification procedure in absence of findings**

At the end of the assessment process, FEDERAGENTI will issue the EGO certificate.

### **15 EGO CERTIFICATE RETENTION**

#### **15.1 Yearly checks**

After the certificate is granted, FEDERAGENTI will provide for an annual survey regarding the application of the requirements expressed in this Regulation, to be carried out by the technical committee and shall take care to request within  $\pm 30$  days from the certificate expiry date the necessary documents be provided.

Such survey shall be carried out and confirmed by the technical committee during its first available session.

#### **15.2 Delays in survey schedules**

Any delays to the annual survey schedules, due to justified reasons, must be authorised in advance by FEDERAGENTI and the time lost must, in any case, be recovered at the first subsequent audit, without this implying the extension of the certificate expiry date.

#### **15.3 Dates and methods of execution of the surveys**

The dates and methods of execution of the surveys must be agreed with an adequate advance notice with the Company which will receive an official confirmation.

#### **15.4 Auditors**

The names of the appointed auditors shall be communicated by FEDERAGENTI to the Company, which has the right to object to their appointment giving the reasons which FEDERAGENTI reserves to consider and possibly accept at its own discretion.

#### **15.5 Confirmation of validity of the certificate**

The validity of the certificate following a positive outcome of the audit shall be confirmed by FEDERAGENTI to the Company with an official communication.

In the presence of important findings or other findings, the number of which, in the opinion of the assessment team, is such as to jeopardize compliance with the Regulation, the procedure referred to in paragraph 14.6 will be applied.

#### **15.6 Additional checks**

Moreover, FEDERAGENTI reserves the right to carry out additional checks at the Company's premises should it acquire particularly significant complaints, reports or information relating to non-compliance with the requirements of this Regulation or significant changes occurred in the organisation of the Company itself.



### **15.7 Cost of the additional audits**

In the event that the acquisitions referred to in paragraph 15.6 are considered justified by FEDERAGENTI, the costs for carrying out the additional audit will be charged to the Company.

### **15.8 Payment of yearly revision**

The yearly revision shall be paid in a single advance solution prior to obtaining confirmation of validity of the certificate.

## **16 EGO CERTIFICATE DURATION**

EGO certificates are valid for three years and, upon expiry, the renewal procedure will be carried out in accordance with the provisions of chapter 14.

## **17 CERTIFICATION MODIFICATION AND NOTIFICATION OF CHANGES**

### **17.1 Requesting a modification**

Companies possessing the certification may request a modification or extension of the latter by submitting an official application accompanied by the duly updated documentation referred to in the provisions of this Regulation.

FEDERAGENTI reserves the right to examine the requests on a case by case basis and to decide the assessment methods aimed at confirming the certification, in compliance with the provisions of the present Regulation, keeping the validity of the existing certificate unchanged.

### **17.2 Changes having taken place**

The Company must promptly notify FEDERAGENTI of any changes that have taken place on aspects that may affect the Company's ability to continue to meet the requirements of the reference certification standard. (\*)

FEDERAGENTI reserves the right to carry out additional audits at the Company if the changes communicated are deemed to be particularly significant for the purpose of maintaining compliance with the requirements of this Regulation, if necessary revising the related economic conditions.

(\*) FOR EXAMPLE, THESE PROVISIONS INCLUDE BUT ARE NOT LIMITED TO, CHANGES TO:

- ✓ THE LEGAL, COMMERCIAL, ORGANISATIONAL OR PROPERTY STATUS
- ✓ THE GOVERNING BODY;
- ✓ THE ADDRESSES OF THE COMPANY OFFICES;
- ✓ THE FIELD OF APPLICATION OF THE ACTIVITIES COVERED BY THE CERTIFICATE;
- ✓ SIGNIFICANT CHANGES OF THE REQUIREMENTS REFERRED TO IN CHAPTER 7.

## **18 EGO CERTIFICATE SUSPENSION AND REVOCATION**

### **18.1 The validity of the EGO certificate shall be suspended in the following cases:**

- a. confirmation of important findings not resolved within the time provided for by this Regulation;
- b. refusing or obstructing audits;
- c. explicit and justified request for suspension by the Company to FEDERAGENTI which, however, cannot exceed one hundred and eighty days and will not change the date and expiry terms of the certificate;
- d. noncompliance by the Company with the deadlines set for communicating the corrective actions applied to the findings of the audit report;
- e. omitted communication of significant changes concerning:
  1. corporate control;
  2. corporate governance;
  3. certified offices or operational units;
- f. confirmation of the actual existence of the provisions of paragraph 15.6.

### **18.2 Suspension of the certificate**

Suspension of the certificate shall be notified officially to the Company by FEDERAGENTI indicating the conditions for its termination and the deadline within which to comply.



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### **18.3 Termination of the suspension**

Termination of the suspension of the EGO certificate is subject to assessing that the conditions which caused it no longer exist; termination shall be notified officially to the Company.

### **18.4 Revocation of the certificate**

Revocation of the EGO certificate shall occur in the following cases:

- a. upon formal request by the Company which does not intend to or cannot comply with the new provisions issued by FEDERAGENTI;
- b. suspension of the service provided;
- c. incorrect use of the EGO certificate and the related logo by the Company;
- d. for not adopting the measures required by FEDERAGENTI pursuant to paragraphs 18.1, 18.2 and 18.3;

### **18.5 Notification of revocation of the certificate**

Revocation of the certificate shall be notified officially to the Company by FEDERAGENTI.

### **18.6 Musts of the Company against revocation of the certificate**

The Company whose certificate is revoked must, with immediate effect:

- a. return the original to FEDERAGENTI;
- b. discontinue any use of the certificate and the related logo.

### **18.7 Award of a new certificate**

Companies which, after revocation, intend to obtain a new EGO certification may submit an application to that effect, following the entire procedure referred to in this Regulation, no earlier than twelve months from the date of revocation.

### **18.8 Bann to avail of a suspended or revoked certificate**

It is explicitly and strictly forbidden for the Company to use the EGO certificate in any way when it has been suspended or revoked.

## **19 PUBLICATION BY FEDERAGENTI**

FEDERAGENTI constantly issues, updates and publishes in the appropriate area of its website, the list:

- a. of Companies in possession of a valid EGO certification;
- b. of Companies whose certification is suspended;
- c. of Companies whose certification has been revoked.

## **20 ADVERTISING AND USE OF THE EGO BRAND**

### **20.1 Publicity of the certificate**

The Company may inform, in the manner deemed most appropriate, about having obtained the EGO certificate.

### **20.2 Use of the logo**

The Company has the right to use the EGO logo issued by FEDERAGENTI (reproduced in Annex 4) on its letterhead, Company literature (also on computer media), advertising material, Company websites, etc. provided that:

- a. it is reproduced in the same colour;
- b. even if it is enlarged or reduced, its proportions and perfect readability are respected;
- c. in case of suspension or revocation of the EGO certificate, it is immediately eliminated from all the documents, also of an IT type, on which it was affixed.
- d. Against any site, branch or production unit if any reported in the Company's head-paper is to be clearly stated whether it has or has not been awarded a certificate according to present governance system rules.



### **20.3 Non conformity in the use of the certificate**

Use of an EGO certificate or of the brand not compliant with what indicated in the previous points will result in a rebuke by FEDERAGENTI. The repetition of this circumstance will result in the revision of the certification pursuant to Article 18.

Illegal use of the EGO Certificate or of the brand will result in the impossibility for the Company to retain or obtain certification.

FEDERAGENTI explicitly reserves the right to take any further measures deemed appropriate, including taking legal action.

## **21 RESPONSIBILITY**

It is the sole responsibility of the Company to meet the requirements of its Principals, of the parties involved and of the laws and regulations applicable to its procedures and activities.

## **22 APPLICABLE LAW AND ARBITRATION CLAUSE**

This Regulation is subject to Italian law.

In case of dispute between the Company and FEDERAGENTI in relation to the validity, interpretation, application or execution of this Regulation, the parties are obliged to try to resolve the dispute amicably; application for arbitration referred to in the following paragraphs will be subject to the fulfilment of this attempt.

In particular, the most diligent party must send the other party a letter by registered mail with acknowledgment of receipt or via certified e-mail, pointing out its grievances. The other party must answer within fifteen (15) days using the same means and taking its stance in the related dispute. The parties shall meet within the next fifteen (15) days and, if an agreement is reached, draw up a report with a transactional value. If the dispute is not defined according to the preceding paragraph, each of the parties can refer it to an Arbitration Panel composed of three Arbitrators.

Each of the two parties appoint an Arbitrator, and both regularly appointed Arbitrators, will appoint jointly, by common agreement, the third Arbitrator.

The party requesting to refer a matter to the Arbitration Board must inform the other party of the name of its Arbitrator by registered letter with acknowledgment of receipt. Within fifteen (15) days from receipt of the letter indicated above, the other party, in turn, must disclose the name of its appointed Arbitrator by registered letter with acknowledgment of receipt or by certified e-mail.

Both the regularly appointed Arbitrators, in turn, will appoint a third Arbitrator as Chairman of the Arbitration Board. In the event that one of the two Parties fails to appoint its own Arbitrator in the terms indicated above, or the two appointed by the two parties do not reach, within fifteen (15) days from the appointment of the second Arbitrator, an agreement on the third Arbitrator, such task, on request of the interested party, will be submitted to FONASBA which, within fifteen (15) days, will take care of appointing a person domiciled in Italy who declares to possess adequate knowledge in relation to the ship agency field as governed by the rules, laws and customs in force in Italy and Certification Systems.

The Arbitration Board shall meet in Rome and decide in an amicable way, according to law and/or fairness, without formalities and by regulating the arbitration proceedings in the manner it considers more suitable, respecting the adversarial system.

The arbitration award will be final.

## **23 ANNEXES**

- ANNEX 1: Application Form for EGO Certification.
- ANNEX 2: Form for the Technical-Financial Offer.
- ANNEX 3: "a" and "b" Cover letter for sending the documents required by the Regulation.
- ANNEX 4: Facsimile of the EGO logo.
- ANNEX 5: Facsimile of the EGO certificate.
- ANNEX 6: Tariffs



Annex 1 - FACSIMILE OF THE APPLICATION FOR EGO CERTIFICATION  
TO BE DRAFTED ON THE COMPANY'S LETTERHEAD

**APPLICATION FOR EGO CERTIFICATION**

|                    |       |              |        |
|--------------------|-------|--------------|--------|
| VAT number         |       |              |        |
| Registered office  |       |              |        |
| Operational office |       |              |        |
| Production units   |       | No. of staff |        |
| Production units   |       | No. of staff |        |
|                    |       | No. of staff |        |
| Contact person     |       | No. of staff |        |
| Contact person     | Phone | Mobile       | E-Mail |
| Website            |       |              |        |

**FIELD OF APPLICATION OF THE EGO CERTIFICATION**  
**EGO Certification Regulation Issue 01 of 17.12.2019**

Ship's Agency  Ship Broker

Is the Company certified ISO 9001, or AEO or equivalent certification  NO  YES

**Field of application of any ISO or equivalent certification possessed**

|  |
|--|
|  |
|--|

Should the Company decide to accept the technical and financial offer made by FEDERAGENTI, it proposes to schedule the assessment audit on a date to be agreed, possibly in the period:

between \_\_\_\_\_ and \_\_\_\_\_

The Company undertakes to:

1. Accept in full and comply with the requirements set forth in the "REGULATION FOR THE GOOD GOVERNANCE EGO CERTIFICATION", current version;
2. Give the necessary assistance to the members of the assessment team at the time of the audit/s.

Date \_\_\_\_\_

Stamp and signature

\_\_\_\_\_



Annex 2 - FACSIMILE OF THE APPLICATION FOR EGO CERTIFICATION

**TECHNICAL FINANCIAL OFFER**

|                        |       |        |        |
|------------------------|-------|--------|--------|
| To Messrs              |       |        |        |
| VAT number             |       |        |        |
| Registered office      |       |        |        |
| Attn. (Contact person) |       |        |        |
|                        | Phone | Mobile | E-mail |

Having  
a) examined the documentation attached to the application for EGO certification submitted by your Company on \_\_\_\_\_  
b) considering that your Company:  
 is  is not the holder of ISO or AEO or equivalent certification;  
This Federation hereby submits the following technical-financial proposal related to the procedures for issuing the certification:

|   |      |                  |
|---|------|------------------|
| First issuance  | Euro |                  |
| Possible audits carried out at the Company's premises | Euro | Documented costs |
| Subsequent annual surveys                             | Euro |                  |
| Renewal procedures                                    | Euro |                  |

Date \_\_\_\_\_

Stamp and signature  
\_\_\_\_\_

By signing this offer for acceptance and attaching a copy of the bank transfer to cover the document examination procedure, the Company acknowledges that the contract is effective and in compliance with the certification procedure.

Date \_\_\_\_\_

Stamp and signature  
\_\_\_\_\_



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## Annex 3a – FACSIMILE OF COVER LETTER FOR SENDING THE DOCUMENTATION TO FEDERAGENTI

TO BE DRAFTED ON THE COMPANY'S LETTERHEAD  
(FOR HOLDERS OF ISO OR AEO OR EQUIVALENT CERTIFICATION)

The undersigned (indicate full Company name),

with reference to the application aimed at achieving the EGO Certification dated \_\_\_\_\_  
addressed to FEDERAGENTI and with reference to the technical and financial offer received from  
FEDERAGENTI on \_\_\_\_\_, is pleased to include herewith the following documents:

- 1) Full Chamber of Commerce Company registration issued on a date not earlier than three months;
- 2) Evidence of the enrolment of the Ship Agent(s) and/or Ship Broker(s) in the related lists/roles/registers;
- 3) Self-certification attesting to the Company's membership of FEDERAGENTI through a recognised territorial Association;
- 4) Self-certification attesting to the adhesion to the FEDERAGENTI Code of Ethics, which incorporates the FONASBA Code of conduct;
- 5) A copy of the ISO or AEO or equivalent Certificate;
- 6) A copy of the last financial statements filed;
- 7) An electronic copy of the submission/filing of the financial statements;
- 8) A copy of the supplementary note;
- 9) Evidence of registration with FAMA (Shipping Agencies only)
- 10) Evidence of holding a R&O cover at list equivalent to the parameters set forth by FAMA for Shipping Agencies only;
- 11) Self-certifications attesting:
  - a. that the Company activity is carried out to the best of the Company's capabilities and in compliance with the laws and regulations in force;
  - b. the existence of ledger-accounts and the use of separate accounting between the Company and third parties;
  - c. the existence of a staff formation/information/training plan

Date \_\_\_\_\_

Stamp and signature  
\_\_\_\_\_



---

## Annex 3b – FACSIMILE OF COVER LETTER FOR SENDING THE DOCUMENTATION TO FEDERAGENTI

TO BE DRAFTED ON THE COMPANY'S LETTERHEAD  
(FOR COMPANIES WHICH DO NOT HOLD ISO OR AEO OR EQUIVALENT CERTIFICATION)

The undersigned (indicate full Company style) \_\_\_\_\_,  
with reference to the application aimed at achieving the EGO Certification dated \_\_\_\_\_  
addressed to FEDERAGENTI and with reference to the technical and financial offer received from  
FEDERAGENTI on \_\_\_\_\_, is pleased to include herewith the following documents:

- 1) Full Chamber of Commerce Company registration issued on a date not earlier than three months;
- 2) Evidence of the enrolment of the Ship Agent(s) and/or Ship Broker(s) in the related lists/roles/registers;
- 3) Self-certification attesting to the Company's membership of FEDERAGENTI through a recognised territorial Association;
- 4) Self-certification attesting to the adhesion to the FEDERAGENTI Code of Ethics, which incorporates the FONASBA Code of conduct;
- 5) A copy of the last financial statements filed;
- 6) An electronic copy of the submission/filing of the financial statements;
- 7) A copy of the supplementary note;
- 8) Evidence of registration with FAMA (Shipping Agencies only);
- 9) Evidence of holding a R&O cover at list equivalent to the parameters set forth by FAMA for Shipping Agencies only;
- 10) A statement by a tax consultant certifying the existence of ledger accounts and the use of separate accounting between the Company and third parties;
- 11) A staff formation/information/training plan (See paragraphs 8.4 and 8.5 of the Regulation);
- 12) Method used for selecting suppliers for the Company and for third parties;
- 13) List of documents/laws/rules related to the Company's business, including those concerning security and related updates/reviews (See paragraph 8.2 of the Regulation);
- 14) Organisation of the Company roles (See paragraphs 8.2 and 8.3 of the Regulation);
- 15) Short job description related to the activity of each role;
- 16) Assessment of the results achieved pursuing the good governance policy;
- 17) Control of the outsourced activities (if any);
- 18) Evidence of having complied with Articles 9 and 11 of the Regulation.

Date \_\_\_\_\_

Stamp and signature  
\_\_\_\_\_



Annex 4 – FACSIMILE OF THE EGO BRAND





Annex 5 – FACSIMILE OF EGO CERTIFICATE

CERTIFICATO/CERTIFICATE N°

**EGO-001/2019**

LA FEDERAGENTI, A SEGUITO DI ITER VALUTATIVO SODDISFACENTEMENTE CONCLUSOSI,  
FEDERAGENTI, HAVING SATISFACTORELY CARRIED THROUGHLY OUT THE EVUATIONG PROCEDURE,

**CERTIFICA HEREBY CERTIFIES**

CHE IL SISTEMA DI GESTIONE BUONA GOVERNANCE DELL'AZIENDA  
THAT THE EXCELLENT GOVERNANCE MANAGEMENT SYSTEM OF MESSERS

**AAAAAA s.r.l**

VIA GIUSEPPE VERDI 2, 16100 – GENOVA(ITALIA)

NELLE SEGUENTI UNITA' OPERATIVE  
IN THE FOLLOWING OPERATIONAL UNITS

VIA PAOLO ROSSI 9, 16100 GENOVA (ITALIA)

E' CONFORME AL REGOLAMENTO PER LA CERTIFICAZIONE  
FULLY COMPLIES WITH CERTIFICATION STANDARD

PER IL SEGUENTE CAMPO DI APPLICAZIONE  
FOR THE FOLLOWING ACTIVITIES

TESTO IN ITALIANO.

TESTO IN INGLESE

L'uso e la validità del presente certificato sono soggetti al rispetto del Regolamento FEDERAGENTI per la Certificazione di buona governance EGO e sono subordinati alle sorveglianze periodiche annuali ed al riesame completo del sistema di gestione con periodicità triennale

*The use and the validity of this certificate are subject to compliance with the relevant rules set forth by FEDERAGENTI for the excellent governance Certification (EGO) and is dependent on annual audit and on a complete three annual rewies*

Prima emissione  
First Issue

??/??/2019

Il Presidente FEDERAGENTI

Emissione corrente  
Current Issue

??/??/2019

Data scadenza  
Expiry Date

??/??/2022

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## Annex 6 – TARIFFS

| Brackets                           | Certification activity         | Companies holding<br>ISO or equivalent<br>certification | Companies without<br>ISO or equivalent<br>certification |
|------------------------------------|--------------------------------|---|---|
| Number of<br>employees             | €                              | €   | €   |
| <b>From 1 to 7<br/>employees</b>   | <b>First issuance</b>          |   |   |
|                                    | - <i>Documents examination</i> | 200,00  | 300,00  |
|                                    | - <i>Certificate issuance</i>  | 200,00  | 300,00  |
|                                    | <b>Annual</b>                  | 300,00  | 300,00  |
|                                    | <b>Renewal</b>                 | 350,00  | 350,00  |
| <b>From 8 to 15<br/>employees</b>  | <b>First issuance</b>          |   |   |
|                                    | - <i>Documents examination</i> | 300,00  | 400,00  |
|                                    | - <i>Certificate issuance</i>  | 300,00  | 400,00  |
|                                    | <b>Annual</b>                  | 450,00  | 450,00  |
|                                    | <b>Renewal</b>                 | 500,00  | 500,00  |
| <b>From 16 to 50<br/>employees</b> | <b>First issuance</b>          |   |   |
|                                    | - <i>Documents examination</i> | 400,00  | 600,00  |
|                                    | - <i>Certificate issuance</i>  | 400,00  | 600,00  |
|                                    | <b>Annual</b>                  | 600,00  | 600,00  |
|                                    | <b>Renewal</b>                 | 700,00  | 700,00  |
| <b>More than 50<br/>employees</b>  | <b>First issuance</b>          |   |   |
|                                    | - <i>Documents examination</i> | 600,00  | 900,00  |
|                                    | - <i>Certificate issuance</i>  | 600,00  | 900,00  |
|                                    | <b>Annual</b>                  | 800,00  | 800,00  |
|                                    | <b>Renewal</b>                 | 1.000,00  | 1.000,00  |