

## **Code of Ethic and Conduct**

*V.0 - Approved by the Board of Directors of Techmetal S.r.l. on 11 September 2025*

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## 1. PREAMBLE

The Code of Ethic and Conduct (hereinafter referred to simply as the "**Code of Ethics**" or the "**Code**") is a document through which Techmetal S.r.l. sets forth the values, behavioural principles, commitments and responsibilities that it assumes internally and externally.

The Company recognizes the importance of ethical-social responsibility and environmental protection in conducting the Company's business and activities and, to this end, promotes Company management oriented toward balancing the legitimate interests of its stakeholders and the community in which it operates. The Code is therefore based on an ideal of respect for all interests of the parties involved.

The Code contains:

- Values and general principles that the Company respects;
- Commitments that the Company undertakes toward its stakeholders (i.e., public administrations, commercial partners, financial institutions, clients, etc.);
- Rules of conduct.

This Code also constitutes an integral part of the Organization, Management and Control Model adopted by Techmetal S.r.l.

The Company undertakes to promote knowledge of the Code among its Recipients, to incorporate their contribution in defining its contents and to provide suitable instruments to ensure the full and effective application of the Code itself.

### 1.1. DEFINITIONS

**Company:** Techmetal S.r.l. with registered office at Via Lago di Annone n.13, 36015 Schio (VI).

**Decree:** Legislative Decree of June 8, 2001, no. 231 regarding Administrative Liability of Entities.

**Code of Ethics or Code:** this code of ethics and conduct adopted by the Company.

**Model:** the Organization, Management and Control Model adopted pursuant to Legislative Decree no. 231/2001 by Techmetal S.r.l.

**Supervisory Body or Body:** the Supervisory Body pursuant to Legislative Decree no. 231/2001 appointed by the Company.

**Corporate Management:** Board of Directors and Managing Directors of the Company.

**Recipients:** all those who act, operate and collaborate, permanently or temporarily, in any capacity with the Company (employees, consultants, shareholders, directors, collaborators, suppliers and third parties in general) and who find themselves having to face situations that require the adoption of behaviours relevant under various profiles, among which the most important are the ethical and legal ones.

## 2. PURPOSE OF THE CODE

This Code of Ethics aims to base the operations, behaviours and modus operandi of the Company on correctness, legality, impartiality, transparency, privacy protection, value of human resources and professional rigor, both in internal relations and in relations with external subjects, focusing attention on full compliance with current regulations, in addition to observance of internal procedures.

The Code is addressed to all those who act, operate and collaborate in any capacity with the Company (employees, consultants, suppliers and third parties in general) who, in carrying out their services, find themselves having to face situations that require the adoption of behaviours relevant under various profiles, among which the most important are the ethical and legal ones (so-called "**Recipients**" of the Code).

The principles and rules contained in the Code apply to:

a) All Company employees, regardless of the role and function exercised; b) Members of the various corporate bodies; c) Any third party who may act in the name or on behalf of the Company; d) All third parties who have relationships with the Company, such as, by way of example only, suppliers, commercial partners and contractual counterparts with which the Company conducts negotiations or concludes agreements of any kind.

All Recipients, as identified above, have the duty to maintain and ensure that their collaborators and interlocutors maintain conduct consistent with the values identified by the Company in this Code.

In the presence or absence of specific provisions, it is, in any case, absolutely necessary that in their actions all are inspired by the highest standards of behaviour, to which the Company in turn conforms its conduct.

The Company does not intend to maintain relationships with subjects who do not commit to respecting the values and principles and rules contained in this Code.

To this end, the Company provides for the inclusion in contracts with such subjects of clauses for compliance with this Code.

In no way can the conviction of acting in the interest or for the benefit of the Company justify the adoption of behaviours in contrast with the principles and values indicated in this Code.

The aforementioned obligations, in particular for Company employees, supplement what is established by articles 2104 et seq. of the Civil Code and the applicable National Collective Labor Contract in force.

### 3. VALUES

The Company has set the priority objective of its activity in achieving the highest standards of quality and reliability for products and services provided.

The Company works for the continuous improvement of processes, inspired by some fundamental principles. In particular, as will be explored further, the Company commits:

- To operate according to the principles of maximum satisfaction of customer expectations;
- To manage the relationship with the customer with maximum clarity and transparency;
- To base its internal and external activity on maximum respect for the human person, in the conviction that ethics in workplace safety management and environmental protection should be pursued together with business success;
- To recognize a strategic role for human resources, maintaining relationships with them based on mutual respect and rejection of any form of discrimination based on age, sex, sexuality, health status, race, nationality, political opinions or religious beliefs;
- To recognize an essential role for training, empowerment and involvement at all levels of all personnel, while ensuring respect for physical and moral integrity;
- To rationalize company management in all its areas;
- To operate in the market in compliance with fundamental ethical principles (such as honesty, impartiality - see below) as well as in observance of all current laws and regulations (national and community laws, internal regulations or codes, administrative provisions, deontological norms).

The Charter of Values and Principles identifies the fundamental cornerstones capable of defining the ethical standards of the system and establishing behavioural coordinates for all its components consistently with the Company's vision. Below are some of the values pursued by the Company in carrying out its activity.

#### **Honesty**

Honesty represents the fundamental principle for all Company activities, its initiatives, its reports, its communications, and constitutes an essential element of the management and operation of its human resources. Relationships with stakeholders are based on criteria and behaviours of correctness, collaboration, loyalty and mutual respect. For this reason, any form of benefit or gift, received or offered, that could be understood as an instrument aimed at influencing the independence of judgment and conduct of the parties involved is rejected.

### **Integrity**

The Company bases its actions on respect for rules, professional ethics and the value of the person; it promotes behaviours inspired by consistency, transparency, correctness and mutual trust in full compliance with this Code of Ethics.

### **Respect**

The solidity of success is based on the constant enhancement of the human factor. The Company believes in everyone's contribution toward the success of its actions, the result of everyone's work and ideas. A company culture is promoted aimed at eliminating any possible discrimination by creating the best conditions where everyone can express their potential to the fullest in respect of other subjects.

### **Transparency**

The achievement of objectives, as well as internal and external communication directed to all stakeholders, are based on maximum transparency, so as to allow actions, choices and decisions inspired by maximum independence and awareness. Because of this, the Company recognizes the fundamental value of correct information to shareholders, bodies and competent functions, regarding significant facts concerning corporate and accounting management and in no way justifies actions by its collaborators that prevent control by the bodies or organizations responsible. The Company favours a continuous, timely and complete flow of information between corporate bodies, the various business areas, Management, the various senior figures, and, where necessary, toward Public Authorities. Information transmitted externally and within the organization itself respects the requirements of truthfulness, completeness and accuracy, also in relation to economic, financial and accounting data.

### **Excellence**

The Company invests considerable energy in facilitating excellence in all its processes through which it creates value. Achieving the expectations of all those who benefit from the Company's work requires maximum commitment from those who work there: passion, overcoming obstacles, listening to demands and the spirit of collaboration are part of the behaviours that form the foundation of the company's success.

Here is the legal English translation:

### **Impartiality**

The Company operates with impartiality, avoiding preferential treatment in all circumstances. In order to guarantee the full implementation of such impartiality, no form of gift or present that could be understood as exceeding normal commercial or courtesy practices, or in any case aimed at acquiring preferential treatment in the conduct of any Company activity, is permitted.

In managing hierarchical relationships, the Company ensures that authority is exercised with fairness and correctness, excluding any abuse.

#### **4. GENERAL PRINCIPLES**

##### **4.1 COMPLIANCE WITH LAWS, DEONTOLOGICAL PROVISIONS, REGULATIONS AND PROCEDURES**

Recipients are required to diligently comply with the laws in force in the country(ies) where the Company operates, the Code, any other deontological provisions to which the Company has adhered, and internal regulations. Under no circumstances can the pursuit of the Company's interest justify conduct that is not honest and not in compliance with current regulations, the relevant deontological provisions and this Code.

To this end, the Company requires from its shareholders, directors, employees, collaborators, agents, commercial partners, suppliers, contractors and anyone who performs representative functions in any capacity, even de facto, compliance with legislation and all current regulations and principles and procedures prepared for this purpose, as well as ethically correct behaviours that do not prejudice moral and professional reliability.

Recipients are also required to comply with corporate operational procedures.

In exercising their respective activities, Recipients are required to know and comply with the norms of the legal system (national, supranational or foreign) in which they operate. Any regulatory violations must be reported to the competent Authorities.

##### **4.2 CONFLICT OF INTEREST**

Conflict of interest means the case in which an interest different from the Company's corporate mission is pursued, or activities are carried out that may interfere with the ability to make decisions in the exclusive interest of the Company, or personal advantage is taken of the Company's business opportunities.

The Company recognizes and respects the right of its employees, collaborators, directors and shareholders to participate in investments, business or other activities outside those carried out in the Company's interest, provided that these are activities permitted by law and contractual norms and compatible with obligations assumed toward the Company.

Every employee, collaborator, director, shareholder of the Company is required to avoid all situations and all activities in which a conflict with the Company's interests may manifest or that may interfere with their ability to make decisions impartially in the best interest of the enterprise and in full compliance with the rules of the Code of Ethics.

Any situation that may constitute or determine a conflict of interest must be promptly communicated by every employee, collaborator, director, shareholder to their superior or corporate reference person.

In particular, all employees, collaborators, directors, shareholders of the Company are required to avoid conflicts of interest between personal and family economic activities and the duties they perform within their organizational structure.

A conflict of interest may arise when, in carrying out one's activity, among other things:

- a. One has interests, including economic and financial ones, direct or indirect, that may influence one's activity;
- b. One can obtain a personal advantage, financial and non-financial, through access and improper use of information;
- c. One provides services at or in favour of Company suppliers;
- d. One disseminates, even on the occasion of informal meetings, confidential news about activities carried out by the Company before the Company has provided official communication;
- e. One exploits their position or role in order to obtain a personal advantage of any nature;
- f. One accepts money, favours or undue benefits from persons or companies that are or intend to enter into business relationships with the Company.

Where Code Recipients find themselves or believe they may find themselves in a position of conflict of interest, or where serious reasons of convenience exist, they must refrain from adopting any decision and/or carrying out any activity whose effects fall, directly or indirectly, on the Company.

Both in case of abstention and where it would not be possible to abstain, there is a duty to preventively inform one's Manager or corporate Reference person, communicating the reasons for the potential conflict. The Manager, in turn, will be required to promptly inform the corporate Management, which will proceed to evaluate the actual presence of such conflict and possibly authorize the potentially conflicting work activity, only after having implemented the necessary actions to eliminate the conflict situation.

Upon justified request by the Company and/or the Supervisory Body, the interested party is required to provide additional information about the real or potential conflict of interest situation in which they believe they are involved.

It is therefore prohibited to implement actions and behaviours potentially in conflict with the Company's activity or with the purposes and interests it pursues, as well as to carry out activities or adopt decisions to which an interest, financial or non-financial, of oneself, one's spouse, relatives within the fourth degree and/or cohabitants, connected persons (friends, acquaintances, etc.) or organizations of which the above-mentioned subjects are directors or executives, may be linked, directly or indirectly, that may undermine the duty of impartiality and conflict with the activity and purposes of the Company, in whose name or on whose behalf one operates.

#### 4.3 HARASSMENT AND DISCRIMINATION

In decisions that affect relationships with its stakeholders, the Company avoids any discrimination based on gender, age, sex, sexual inclinations, health status and/or disabilities, race, nationality, social conditions, language, personal convictions, political opinions and religious beliefs of its interlocutors, including any form of harassment or sexual harassment.

The Company:

a. Guarantees a work environment that values employee diversity, respecting the principle of equality, taking care to protect the dignity and freedom of every employee in the workplace; b. Does not tolerate any type of racial, sexual, political, union or religious discrimination; c. Imposes the obligation to refrain from any intimidation, act or harassing behaviour; d. Does not allow sexual harassment, meaning by "sexual harassment" any unwanted act or behaviour, including verbal, with sexual connotations that offends the dignity of the person who suffers it; it also does not allow the creation of an intimidating climate toward the person who suffers the aforementioned harassment; e. Guarantees the principle of equal treatment as "absence of any discrimination"; f. Guarantees the application of a collective contract and company agreements to all workers, including regulation of child labour, youth labour, ordinary and overtime working hours, modern slavery, freedom of association and collective consultation, communication at all levels in respect of human rights; g. Does not allow any form of human trafficking; h. Imposes the obligation to refrain from any intimidation, act or harassing behaviour.

##### **Prohibition of Discrimination**

The prohibition of discrimination must be respected at all times of working life:

- Access to work, regardless of the hiring methods and whatever the sector or branch of activity, at all levels of the professional hierarchy;
- Remuneration;
- Work performance and career;
- Social security benefits;
- Marriage;
- Pregnancy, maternity and breastfeeding.

##### **Harassment**

Sexual harassment is not tolerated, nor are behaviours or speeches with sexual content that may disturb the person's sensitivity (for example, the display of images with explicit sexual references, insistent and continuous allusions). Every employee has the right to respect and human dignity.

All behaviours that could violate such rights, even indirectly, and in particular forms of harassment and/or mobbing are absolutely not tolerated, nor is it tolerated that the employer may have

behaviour that reflects an unfavourable reaction to a complaint or action aimed at obtaining respect for the principle of equal treatment.

Those who believe they are the subject of harassing or discriminatory behaviour or are aware of intimidation, discrimination or harassing and/or discriminatory behaviour in progress must inform their Manager and/or the Human Resources Manager<sup>1</sup> and/or the corporate Management, as well as the Supervisory Body, who will proceed with maximum promptness and confidentiality to carry out all actions deemed appropriate, in order to allow overcoming the discomfort situation and restore a serene work environment; in particular guaranteeing equal opportunities between men and women, including in terms of economic and non-economic treatment. The Company therefore undertakes to support any worker who reports having suffered sexual harassment in the workplace and to this end undertakes to guarantee maximum protection of confidentiality and to prevent any retaliation. Similar guarantees are extended to any witnesses.

The Company also undertakes to arrange specific training interventions concerning the protection of freedom and dignity of the person aimed at preventing the occurrence of conduct configurable as sexual harassment.

Finally, the Company will initiate disciplinary proceedings pursuant to art. 7 of Law no. 300/1970 against subjects who are authors of sexual harassment. In the most serious cases, the provision of precautionary suspension will be adopted.

#### **4.4 EQUAL OPPORTUNITIES**

The Company strives to ensure that equal work and career development opportunities are offered to all employees and helps them express their potential to the fullest through training and development. The manager of each function must ensure that, for all aspects of the employment relationship, such as hiring, training, remuneration, promotions and termination of the relationship itself, employees are treated in a manner consistent with their ability to meet the requirements of the role and task assigned to them, avoiding any form of discrimination based on gender, race, sexual orientation, social and personal position, physical and health condition, disability, age, nationality, religion, union membership or political and/or personal convictions.

##### **Equal Opportunities Between Men and Women**

The Company undertakes to prohibit, in accordance with the principles contained in Legislative Decree 198/2006, any act, agreement or behaviour that produces a prejudicial effect discriminating against female or male workers by reason of their sex and, in any case, less favourable treatment compared to that of another female or male worker in an analogous situation; equally in cases of indirect discrimination, when an apparently neutral provision, practice, act, agreement or behaviour puts or may put workers of a certain sex in a position of particular disadvantage compared to workers of the other sex.

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<sup>1</sup> The Human Resources Manager serves concurrently as the Employer

#### **4.5 QUALITY AND SAFETY OF PRODUCTS**

The Company pursues its mission through the offer of quality products, at competitive conditions and in compliance with all mandatory regulations.

The Company ensures the placing on the market of products conforming to national and community laws on the matter, activating all necessary controls for this purpose.

#### **4.6 RESPONSIBILITY TOWARD COMMUNITY AND ENVIRONMENT**

The Company undertakes to manage its processes with environmental protection and efficiency criteria through the identification, management, and control of its environmental aspects as well as through the rational use of energy resources and the minimization of emissions, according to a development model compatible with the territory and environment.

#### **4.7 ABUSE OF ALCOHOLIC SUBSTANCES OR DRUGS**

The Company considers reprehensible the performance of work under the effects of alcoholic substances or drugs and also the use of such substances during working hours.

Furthermore, all personnel are urged to maintain conduct based on maximum integrity and correctness.

Those who notice behaviours in conflict with the principles and rules contained in this Code of Ethics and/or in the Organization Model must inform their Manager and/or the Human Resources Manager and/or the corporate Management, as well as the Supervisory Body, who will proceed with maximum promptness and confidentiality to carry out all actions deemed appropriate.

#### **4.8 SMOKING**

Smoking is prohibited in work environments, in places accessible to the public and in places where computer equipment is stored.

In any case, the Company takes into consideration the discomfort condition, on one hand, of non-smokers and, on the other hand, of smokers, identifying - where possible - areas designated for smokers, in compliance with current regulations.

Those who notice behaviours in conflict with the principles and rules under examination must inform their Manager and/or the Human Resources Manager and/or the corporate Management, as well as the Supervisory Body, who will proceed with maximum promptness and confidentiality to carry out all actions deemed appropriate.

#### **4.9 CULTURAL HERITAGE**

The Company undertakes to recognize, protect and preserve assets understood as cultural heritage. Cultural assets are understood as immovable and movable things that present artistic, historical, archaeological, ethno-anthropological, archival and bibliographic interest and other things identified by law or on the basis of law as testimonies having value of civilization.

The Company therefore:

- Refrains from implementing activities that may constitute violation of regulations established to protect heritage having cultural or landscape relevance and/or interest;
- Undertakes to comply with what is provided by current regulations regarding cultural and landscape constraints and Protection of Cultural Heritage, with particular regard to the Code of Cultural Assets (Legislative Decree 42/2004).

## **5. RULES OF CONDUCT - PERSONNEL**

### **5.1 HUMAN RESOURCES**

Human resources are an indispensable element of the corporate organization and therefore represent the main source of the Company's success, both under the more general institutional profile and under the more strictly corporate profile.

The Company offers all employees the same opportunities, based on merit criteria and in respect of the principle of equality, and allows everyone to develop their aptitudes, abilities and skills, preparing, when necessary, training and/or apprenticeship programs and/or updating courses.

The Company protects disabled workers by favouring their integration into the work environment.

All employees must be aware of the regulations that govern the performance of their functions and consequent behaviours.

### **5.2 PERSONNEL SELECTION**

The simple promise to hire a subject in exchange for favours may constitute an offense.

The personnel selection process must be aimed at selecting the most suitable and valid person based on the correspondence of candidate profiles and their specific competencies, with respect to company needs, as they result from the request made by the requesting function and, always, in respect of equal opportunities for all interested subjects.

The information requested is strictly connected to the verification of aspects provided by the professional and psych attitudinal profile, in respect of the candidate's private sphere and opinions.

Favouritism, nepotism or forms of clientelism in the selection and hiring phases are generally prohibited. Any form of discrimination against persons is prohibited.

All decisions made in the context of human resource management and development are based on considerations of merit profiles and/or correspondence between expected profiles and profiles possessed by collaborators. The same applies to access to different roles or positions.

The Human Resources Manager is responsible for verifying compliance with the principles outlined above, within the limits of available information, as well as adopting appropriate prevention measures.

In the Company there is an absolute prohibition on employing foreign workers without a residence permit or with a revoked or expired permit, for which a renewal application has not been submitted documented by the relative postal receipt.

### **5.3 PERSONNEL EVALUATION AND MANAGEMENT**

The Company undertakes to ensure that within its corporate organization the predetermined objectives, both general and individual, of personnel, are such as not to induce unlawful conduct and are, instead, aimed at a possible, specific, concrete, measurable result and related to the time provided for their achievement.

In the management of hierarchical relationships, authority is exercised with fairness and correctness, avoiding any abuse thereof. Requesting, as an act due to the hierarchical superior, services, personal favours and any behaviour that constitutes a violation of this Code constitutes abuse of position of authority.

Human resources are fully valued through the activation of available levers to improve their development and growth.

Any situations of difficulty or conflict with the aforementioned principle must be promptly reported by anyone to the Human Resources Manager, as well as to the Supervisory Body, so that it may implement any corrective actions.

The competent functions must therefore:

- provide for selecting, hiring, training, compensating and managing employees or collaborators without any discrimination;
- create a work environment in which personal characteristics cannot give rise to discrimination;
- adopt criteria of merit, competence and in any case strictly professional for any decision relating to an employee or collaborator;
- guarantee all employees, partners, collaborators a healthy and safe work environment;
- inform all employees and collaborators of all regulatory, contractual, regulatory provisions and all operational and safety practices.

### **5.4 RIGHTS AND DUTIES OF HUMAN RESOURCES**

Every employee, director, partner and collaborator in any capacity of the Company is required to know the provisions contained in the Code of Ethics and the reference standards that regulate the

activity carried out within their function, deriving from law or from internal procedures and regulations.

Every employee, director, partner, agent and collaborator in any capacity of the Company must also explicitly accept their commitments deriving from this Code of Ethics, at the time of establishment of the employment relationship or first dissemination of the Code of Ethics.

In particular, each of them has the obligation to:

- a. observe the provisions and instructions given by the Company, by the manager or, in any case, by their Supervisors;
- b. fulfil all obligations necessary for the protection of safety and health in the workplace;
- c. provide colleagues, managers and/or their Supervisors with adequate collaboration, communicating all information and implementing all behaviours that allow operating with maximum efficiency in the execution of assigned tasks and in the pursuit of common objectives;
- d. avoid abusing or generating false beliefs in relation to their position, role or powers held within the Company and to the Company's role itself, intervening immediately in order to eliminate any and all misunderstandings;
- e. not perform acts contrary to official duties, nor omit or delay an official act for the undue achievement or promise of money or other benefit for themselves or others;
- f. in order to maintain market confidence and in particular that of suppliers toward the Company, treat everyone correctly and fairly, avoid favours or pressures, real or apparent, in order to obtain particular advantages from certain suppliers;
- g. keep confidential information relating to the Company's activity, as well as that of a financial and economic nature;
- h. not use information obtained in the course of activity carried out for the Company for personal purposes or to obtain financial or non-financial advantages;
- i. promote knowledge of the Code toward all subjects with whom formal and informal relationships are maintained, within the scope of carrying out their activity;
- j. not reveal any information about Company suppliers to third parties and in particular to other suppliers of the same;
- k. not denigrate, in any case, the Company and/or those who have had relationships of any nature and in any capacity with the same;
- l. not participate in informal meetings with subjects interested in obtaining information on relevant matters regarding official activity, unless expressly authorized by their Supervisor;

m. report truthfully and correctly to the Company the information they are required to provide, such as, for example, the summary report of time spent, expense notes, minutes of activities carried out, etc.;

n. acquire the professional skills indispensable for carrying out their activity and maintain, for the entire duration of the employment relationship, an adequate level of knowledge and experience, constantly updating their preparation and attending refresher or requalification courses possibly proposed and activated by the Company;

o. not derive profits or advantages, direct or indirect, financial or not, with or without damage to the Company, from carrying out their work activity;

p. have conduct and use language and clothing appropriate to the work environment;

q. fulfil punctually and proactively the obligations provided by the Model (such as, for example, training courses, sending reports, participation in meetings with the Supervisory Body, etc.), avoiding obstructive behaviour that could compromise the functioning of the Model, of the Supervisory Body and the surveillance activity of functions appointed to control.

Furthermore, all Company personnel are prohibited from:

#### **Prohibited Conduct**

a. removing any company property, even if deemed waste, without company authorization;

b. making, without prior written company authorization, personal copies of forms, data collections, company statistics, payroll and financial data, etc., and any other company document;

c. stealing or transmitting to third parties the information exemplified in the preceding point;

d. engaging in inappropriate, offensive and persistent conduct, deliberately related to sexual, political, trade union, religious or racial conditions, which have the consequence of creating a situation of significant discomfort for the person to whom such conduct is directed;

e. it is also prohibited to distribute flyers or any other type of communication unless legally authorized;

f. publishing/disclosing in private chats, forums, social networks (e.g., Facebook), emails, as well as through any other computer platform, images, news, data, information, comments relating to the workplace and persons and things connected thereto (e.g., employer, colleagues, supervisors, products, customers, etc.).

#### **5.5 USE OF COMPANY PROPERTY**

Every employee, collaborator, agent, partner, shareholder, director of the Company is required to operate with due care and diligence to protect the Company's property, through responsible conduct and in line with operational procedures established to regulate their use, documenting, where appropriate, their employment.

Every employee, collaborator, agent, partner, shareholder, director of the Company is responsible for protecting the resources entrusted to them and has the duty to promptly inform the designated structures regarding any threats or harmful events to the Company itself or its assets.

In particular, the employee, collaborator, partner, shareholder and/or director of the Company is required to:

- avoid improper uses that may cause undue costs, damages or reduction of efficiency or otherwise in contrast with the Company's interest;
- in the use of communication means made available by the Company (PCs, landline and mobile phones, network connection tools, etc.), adopt every useful precaution to prevent any form of use contrary to law and the Company's internal regulations; in case of use of such means outside the contractually provided purposes, formal Company authorization is required;
- scrupulously adopt what is provided by internal policies and procedures, in order not to compromise the functionality, protection and security of computer systems, equipment and plants of the Company;
- always operate in compliance with safety regulations provided by law and internal procedures, in order to prevent possible damage to property, persons or the environment;
- scrupulously follow instructions on access and use of personal protective equipment;
- use Company property, of any type and value, in compliance with law, internal regulations, and the principles of this Code of Ethics;
- use Company assets exclusively for purposes connected and instrumental to the exercise of work activity; however, it is prohibited, except when provided by specific regulations or company agreements, the use or transfer of such assets by third parties or to third parties, even temporarily;
- operate, as far as possible, in order to reduce the risk of theft, damage or other threats to assigned or present assets and resources, promptly informing the designated functions in case of anomalous situations.

## **5.6 PROTECTION OF EMPLOYEES OR COLLABORATORS WHO REPORT MISCONDUCT**

It is prohibited to implement acts of retaliation or discrimination, direct or indirect, against workers or collaborators who report misconduct for reasons directly or indirectly connected to reports relevant under Legislative Decree 231/2001 or violations of the Entity's Organization and Management Model.

It is also prohibited to make reports with intent or gross negligence that prove to be unfounded.

## **5.7 GIFTS, PRESENTS AND BENEFITS**

In business relationships with stakeholders, any gifts, benefits (both direct and indirect), presents, acts of courtesy and hospitality are prohibited, except those of modest value, such as not to compromise the Company's image and not to be interpreted as aimed at obtaining preferential treatment.

In any case, any presents, acts of courtesy and hospitality are managed only by authorized company managers. Any sponsorships or charitable donations are managed by the Chief Executive Officer, or by expressly authorized subjects. Appropriate notice of this must be given to the Supervisory Body.

The employee, collaborator, agent, partner, director who receives/offers gifts or preferential treatment that exceed ordinary courtesy relations, must immediately notify their hierarchical superior. The latter will immediately notify the specific bodies and/or the competent company function which, after preliminary verifications, will take appropriate measures.

The management of relationships with stakeholders is based on relationships of extreme clarity, avoiding, as far as possible, excesses of mutual dependence.

## **5.8 PROTECTION OF HEALTH AND SAFETY IN THE WORKPLACE**

The Company promotes and spreads the culture of safety, developing awareness of risk management, also through specific training, promoting responsible behaviour and preserving, especially with preventive actions, the health and safety of all employees and collaborators.

Within the framework of current legislation, the Company undertakes to adopt all necessary measures to protect the physical and moral integrity of its workers.

In particular, the Company undertakes to ensure that:

- a. compliance with current legislation on workers' health and safety is considered a priority;
- b. risks for workers are, as far as possible and guaranteed by the evolution of the best technique, avoided also by choosing the most suitable and least dangerous materials and equipment and such as to mitigate risks at the source;
- c. unavoidable risks are correctly assessed and suitably mitigated through appropriate collective and individual safety measures;
- d. worker information and training is widespread, updated and specific with reference to the task performed;
- e. consultation of workers on health and safety in the workplace is guaranteed;
- f. any needs or non-conformities in safety matters that emerge during work activities or during checks and inspections are addressed quickly and effectively;
- g. work organization and its operational aspects are implemented in a way that safeguards the health of workers, third parties and the community in which the Company operates.

Workers, each within their own competence, are required to ensure full compliance with legal provisions, the principles of this Code and company procedures and any other internal provisions provided to guarantee the protection of health and safety in the workplace, as well as to report any violations or even simple attitudes or practices in contrast with what is provided in the Code of Ethics and the Model.

## **5.9 INFORMATION MANAGEMENT AND PRIVACY**

The privacy of employees, collaborators, agents, partners, directors and shareholders and the confidentiality of information is protected in compliance with applicable regulations. Any investigation into ideas, preferences, sexual inclinations, personal tastes, private life and health status of persons is excluded (unless this latter aspect is strictly necessary for the Company's purposes as data controller).

Any information, including within whistleblowing, given by the Worker is also given to the Human Resources Office which retains and manages it as confidential information.

### **5.9.1 CONFIDENTIALITY AND PROTECTION OF COMPANY KNOW-HOW**

The Company recognizes confidentiality as a fundamental and necessary rule of all conduct. Recipients therefore ensure the confidentiality of information in their possession and refrain from using confidential data, except in the case of express and conscious authorization by the entitled party.

By way of example only, all information communicated by the Company to Recipients or learned by the latter in any written, verbal, electronic form, through direct viewing or any other intelligible form as a consequence and effect of the employment relationship are to be understood as confidential information. In particular, such must be understood, albeit by way of example, information regarding products and/or production processes applied, scientific and technological know-how, design and/or research and development, production means and other company means, technical and marketing analyses, product specifications and details of new products, the Company's production organization, services rendered, commercial information, customer management policy, the Company's management and performance, the Company's relationships with third parties.

Recipients are obligated to guarantee the confidentiality of confidential information and to use it exclusively for the performance of their duties, therefore not being able to make different use of it.

Recipients are obligated not to reveal, transfer, communicate and/or disclose confidential information or parts thereof to third parties, except with the prior written consent of the Company.

Communication of confidential information to third parties must occur exclusively by authorized subjects and, in any case, in compliance with company provisions.

The confidentiality obligation will last until the information to be considered confidential has not become known to the generality of sector operators. Should one or more elements constituting confidential information become known, the secrecy obligation will nonetheless remain in force with reference to those elements that are not yet known. This secrecy obligation will therefore operate, even after termination of the employment relationship, until all elements constituting confidential information are made known.

## **6. RULES OF CONDUCT TOWARD PUBLIC ADMINISTRATION**

### **6.1 RELATIONS WITH PUBLIC ADMINISTRATION**

The Company's relations with Public Administration, public officials<sup>2</sup> or persons in charge of public service<sup>3</sup> must be inspired by the most rigorous impartiality and correctness, observance of applicable legal and regulatory provisions and cannot in any way compromise the Company's integrity or reputation.

The assumption of commitments and management of relationships, of any nature whatsoever, with Public Administration, public officials or persons in charge of public service, are reserved exclusively to the designated company functions and authorized personnel.

In any case, such subjects are required to diligently preserve all documentation relating to relationships held with Public Administration.

Within the framework of relations with Public Administration, public officials or persons in charge of public service, Recipients are required to refrain:

- a. from offering, even through intermediaries, money, employment or commercial opportunities or more generally other benefits, to the public official, their family members or subjects in any way connected to the same;
- b. from unlawfully seeking or establishing personal relationships of favour, influence, interference suitable to condition, directly or indirectly, the outcome of the relationship;

The Company refrains from any fraudulent conduct aimed at obtaining contributions, financing, subsidized loans, grants or other disbursements by Public Entities. The Company allocates contributions, financing, subsidized loans, grants and other disbursements possibly received from Public Entities to the intended purposes, respecting their conditions and methods of use.

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<sup>2</sup> For the purposes of Article 357 of the Italian Criminal Code, a Public Official is defined, by way of example only, as the Customs Authority, the Port Authority, the Financial Police, etc.

<sup>3</sup> For the purposes of Article 358 of the Italian Criminal Code, a public service employee is defined as an employee of a public body who does not exercise certifying or sanctioning powers, except for purely material tasks.

## **6.2 RELATIONS WITH PUBLIC INSTITUTIONS AND SUPERVISORY AUTHORITIES**

The Company manages relations with public institutions based on principles of integrity, correctness and professionalism.

Relations with public institutions, local, national and international, are reserved exclusively to functions and responsibilities delegated thereto.

The Company undertakes to establish, without any type of discrimination, stable communication channels with all institutional interlocutors at local, national and community levels.

Such relationships must be oriented to criteria of maximum transparency and correctness, rigor and coherence, avoiding collusive attitudes.

Recipients are required to scrupulously observe current legislation in sectors connected to their respective areas of activity and provisions issued by competent Institutions and/or Supervisory Authorities.

Recipients promptly comply with every request from competent Supervisory Authorities to carry out verifications or controls, providing full cooperation and avoiding obstructive behaviour.

On the occasion of verifications and inspections by competent Public Authorities, corporate bodies and their members, Company employees, consultants, collaborators and third parties acting on behalf of the Company, must maintain an attitude of maximum availability and collaboration toward inspection and control bodies.

It is prohibited to obstruct, in any way, the functions of Public Supervisory Authorities that come into contact with the Company by virtue of their institutional functions.

## **6.3 RELATIONS WITH JUDICIAL AUTHORITY**

The Company operates lawfully and correctly, collaborating with Judicial Authority and Bodies delegated by the same.

Within the framework of any existing litigation, the activity carried out for their management must be based on principles of legality, correctness, transparency and all other principles defined in the Code.

All Company personnel and those operating on its behalf must promptly communicate to the Human Resources Manager and/or Chief Executive Officer, any information relating to the possible occurrence, or existence, of a criminal proceeding pertaining to a crime provided for by the Decree, against themselves or any Company subject and concerning the activity they perform in the Company.

In particular, executives, employees and collaborators - in any capacity - of the Company must refrain from unlawful conduct, such as, by way of example:

- a. giving or promising money or other benefits to Public Officials or persons in charge of public service or persons indicated by them in order to influence even the impartiality of their judgment;
- b. sending false documents, attesting to non-existent requirements or providing guarantees/declarations not corresponding to the truth;
- c. deleting documents or destroying archived documents;
- d. giving or promising money or other benefits to legal consultants of counterpart Companies in litigation in order to have a favourable result in the controversy.

The Human Resources Manager must provide for protecting the confidentiality of information received on any ongoing proceedings, identifying subjects who may become aware of it and the methods of archiving and preserving the same.

It is prohibited for all to exercise any type of pressure on subjects involved in a proceeding in any capacity or role, such as, by way of example:

- promising salary increases or career advancement, or
- threatening dismissals or reductions in compensation, as well as other forms of demotion or transfer.

Company rules/procedures aimed at determining the methods with which to relate to subjects possibly involved in a proceeding in any capacity or role, who have the right not to respond (both in terms of telephone contacts and possible measures such as possible suspension of assignment, suspension of evaluations inherent to the reward process, suspension of disciplinary sanctions, etc.), must be scrupulously respected, in compliance with legal provisions characterizing the relationship between the subject and the Company.

Any judicial proceeding inherent to crimes relevant under Legislative Decree 231/2001 must be promptly communicated to the Supervisory Body.

#### **6.4 OFFERING MONEY, GIFTS OR OTHER BENEFITS**

The Company condemns any conduct, implemented on its behalf, by corporate bodies and their members, or by Company employees, as well as by consultants, collaborators and third parties acting on behalf of the Company itself, consisting in promising or offering, directly or indirectly, money, services, performances or other benefits to Italian or foreign Public Officials and/or Persons in Charge of Public Service, except in the case of gifts or other benefits of modest value and, in any case, falling within legitimate uses, customs or activities, from which an undue or unlawful interest or advantage for the Company may result.

Any employee, collaborator, agent, partner, director who receives directly or indirectly requests or offers of money or favours of any kind (including, for example, gifts or presents of non-modest value) improperly formulated to those, or by those, who operate on behalf of the Company in the context of relationships with public officials, persons in charge of public service or employees in general of

Public Administration (Italian or other foreign countries) or other Public Institutions, or with private subjects (Italian or foreign), must immediately report to the competent internal function for the adoption of consequent measures. Indicatively, gifts that exceed the amount of 150.00 euros are not considered of modest value. Any exceptions must be duly motivated, tracked and authorized by Company Management.

## **6.5 INFLUENCE ON P.A. DECISIONS**

Persons appointed by the Company to follow any investigation, business negotiation, request or any relationship with Italian and/or foreign P.A., must not for any reason attempt to unlawfully influence the decisions of Public Officials or Persons in Charge of Public Service who handle and make decisions on behalf of Italian or foreign P.A.

During the course of any investigation, negotiation, request, or commercial relationship with Public Officials and/or Public Service Officers, whether Italian or foreign, the following actions may not be undertaken – directly or indirectly:

- proposing – in any manner – employment opportunities and/or commercial activities that may personally benefit Public Officials and/or Public Service Officers or through intermediaries;
- offering in any way money or other benefits, except for gifts, tokens, or other benefits of modest value and, in any case, falling within legitimate customs or practices;
- performing any other act aimed at inducing Italian or foreign Public Officials to act or refrain from acting in violation of the laws of their respective legal systems.

## **6.6 EMPLOYMENT RELATIONS WITH PUBLIC ADMINISTRATION**

It is prohibited to establish employment relationships and/or any other form thereof, including consultancies with former employees of the Public Administration, Italian or foreign, who, by reason of their institutional functions, participate or have participated personally and actively in business negotiations or endorsed requests made by the Company to the Italian or foreign Public Administration, unless such relationships have been preliminarily and adequately declared to Human Resources and evaluated by Corporate Management, as well as communicated to the Supervisory Body, prior to proceeding with any potential hiring/establishment of the relationship.

## **6.7 TRANSPARENCY IN MANAGEMENT OF PUBLIC ADMINISTRATION FUNDING AND CONTRIBUTIONS**

The Company condemns any conduct aimed at obtaining from the State, European Bodies, or other public entities any type of contribution, financing, subsidized loan, or other disbursement of the same type through altered or falsified declarations and/or documents, or through omitted

information, or more generally through artifices or deceptions, including those carried out through computer and/or telecommunication systems, aimed at misleading the disbursing entity.

The Company, in requesting and managing benefits, contributions, and financing of any nature obtained from the State, other public entities, or the European Union, requires from its employees, collaborators, and directors compliance with the principles of legality, transparency, and correctness.

To this end, the Company and its employees, collaborators, partners, directors, and representatives in any capacity must:

- operate, without any form of discrimination, through communication channels designated for this purpose with institutional interlocutors at national and international, community and territorial levels;
- represent the Company's interests and positions transparently, rigorously, and consistently, avoiding collusive behaviour;
- avoid falsifications and/or alterations of reports or documentary data in order to obtain undue advantage or any other benefit for the Company and avoid directing public funds to purposes other than those for which they were obtained;
- exercise scrupulous control over data contained in declarations addressed to public entities.

In any case, the Company and its employees, collaborators, partners, and directors undertake to report any information regarding conduct contrary to the principles set forth above of which they become aware, even if held by competitors and/or partners.

It is prohibited to direct to purposes other than those for which they were granted contributions, subsidies, or financing obtained from the State or other public entity or European Bodies, even of modest value and/or amount.

## **6.8 CONFLICTS OF INTEREST WITH PUBLIC ADMINISTRATION**

The Company may not be represented in relations with the Public Administration, Italian or foreign, by subjects in a recognized position of conflict of interest, unless such situation has been preliminarily and adequately declared to Corporate Management as well as to the Supervisory Body, and evaluated by the former regarding the possibility of conferring said power of representation.

Subjects operating on behalf of the Company have the obligation to abstain from maintaining relations with the Public Administration, Italian or foreign, in any case where situations of conflict of interest exist.

## 7. RULES OF CONDUCT IN RELATIONS WITH SUPPLIERS, CUSTOMERS, AND THIRD PARTIES IN GENERAL

The Company maintains business relationships exclusively with customers, partners, suppliers, and contractors of certain reputation who conduct lawful commercial activities and whose proceeds derive from legitimate sources.

This Code provides the minimum requirements for the Company's collaborating companies regarding corporate ethics, human rights, working conditions, and environmental responsibility.

It applies to all the Company's business partners throughout the entire supply chain, which includes but is not limited to: consultants, vendors, agents, resellers, or contractors, subcontractors referred to as "Suppliers" in the following parts of the Code. Suppliers are required to encourage their subcontractors and sub-suppliers to comply with this Code.

### 7.1 SUPPLIER CONDUCT

Suppliers must comply with all applicable local laws and regulations regarding social, health and safety, commercial, and environmental matters. The Company expects its suppliers to follow the principles of the United Nations Global Compact regarding human rights, labour rights, environment, and anti-corruption. In case of Code violations, the Company reserves the right to reconsider/terminate commercial relationships with suppliers.

#### *Corporate Ethics*

**Privacy and Data Protection:** The Company requires compliance with laws and regulations regarding privacy and information security to prevent data loss or unauthorized access and use thereof.

**Anti-Corruption:** All forms of corruption, such as bribery or extortion, are not tolerated. In case of detected anomalies, they must be reported and resolved, under penalty of contract termination with the supplier.

**Financial Responsibility:** Suppliers' financial reports must comply with necessary laws and standards, while accounting records must correctly and non-misleadingly evidence the nature of all transactions. The supplier must not accept, facilitate, or support in any way the phenomenon of money laundering. The supplier must comply with tax laws and regulations in force in the country where it operates. Where these laws do not provide clear guidance, transparency and common sense will be the guiding principles.

**Anti-Trust and Competition:** Activities will be conducted honestly, in compliance with all applicable antitrust and competition laws and regulations.

**Conflict of Interest:** Suppliers are required to conduct business activities to avoid any form of impropriety and to comply with national and international laws to avoid conflicts of interest.

**Supply Chain:** Suppliers must ensure that the entire supply chain complies with the requirements of this Code.

**Material Sourcing:** Suppliers must ensure that all materials used in products supplied to the Company come from responsible sources. Suppliers are required to collaborate and support the efforts that the Company implements to ensure full transparency and traceability of the raw material supply chain and must commit to involving secondary suppliers in this action as well. The Company also reserves the right to adopt due diligence measures to ensure, through the supply chain, that there are no risks related to direct or indirect financing of armed conflicts or in favour of human rights violations, unethical commercial activities, or environmental damage.

**Compliance with Applicable Laws and Reporting Obligations:** The Supplier declares to be and undertakes to continue to be compliant with all applicable laws in the jurisdiction where the supplier conducts its activities. The Supplier must undertake all necessary actions to comply with risk management and disclosure requirements provided by applicable law.

### **Human Rights and Working Conditions**

**Compensation and Benefits:** Compensation paid to employees must comply with all applicable wage laws, including those relating to minimum wage, overtime hours, and benefits required by law.

**Working Hours:** Working hours must comply with applicable local laws.

**Child Labor and Young Workers:** Suppliers must ensure that employees comply with the minimum working age established by legal regulations and local labour laws.

**Equal Employment Opportunities:** The Company pays particular attention to the following issues:

- better working conditions for women: to protect maternity, women are not allowed to work night shifts until the child's third birthday;
- no woman is asked to perform dangerous, heavy, or exhausting work;
- economic parity and career advancement between women and men are guiding principles;
- particular attention is given to work-life balance.

Suppliers are required to respect the above-mentioned principles. Suppliers prohibit the employment of foreign personnel without regular residence or work permits.

**Forced Labor and Modern Slavery:** Suppliers must not employ any form of forced labour (black or grey caporalato), especially against minor workers.

**Freedom of Association and Collective Bargaining:** Suppliers are required to respect freedom of association and collective bargaining. To this end, employees' right to form a workers' council must be respected.

**Harassment and Diversity Inclusion:** The workplace must be free from all forms of mistreatment. Suppliers must foster an environment that allows open communication with management without fear of retaliation.

**Health and Safety:** Suppliers are required to provide a healthy and safe environment for employees by meeting or even exceeding local occupational welfare laws.

**Non-Discrimination:** Suppliers are required not to tolerate any form of discrimination and should encourage an ethical and equal recruitment system for collaborators regardless of sex, ethnicity, nationality, pregnancy, age, religion, political orientation, marital status, disability, sexual orientation, and gender identification.

**Human Trafficking:** Suppliers must prohibit their employees, contractors, subcontractors, and agents from engaging in activities related to human trafficking.

### **Environment and Sustainability**

Suppliers are required to adopt a proactive approach regarding environmental responsibility to protect the environment, conserve natural resources, and reduce the environmental impact of their production, products, and services. The Company invites all suppliers to:

- actively commit to reducing or eliminating at source all types of waste and to reduce CO2 emissions to limit global impact;
- orient their actions toward the welfare of lands and green spaces and contribute to reforestation;
- minimize activities that may impact climate change, emissions into the environment should be minimized and, where possible, eliminated;
- preserve water through recycling, reuse, and reducing consumption;
- eliminate the use of materials subject to restrictions to ensure regulatory compliance;
- minimize the use of materials deemed dangerous or harmful to people, animals, and the environment;
- support the procurement of sustainable, renewable, and recycled materials and actively participate in the reuse and recycling of waste products;
- minimize the use of fossil fuel energy sources and maximize the use of renewable energy;
- implement procedures that facilitate CO2 emission reduction and decarbonization;
- consider and implement modalities supporting the reconstitution of natural capital and biodiversity, such as animal welfare.

### **Commercial Relations**

The Company encourages suppliers to adopt a zero-tolerance attitude toward corruption and to prevent and act against all forms of extortion. Suppliers must be loyal to all their partners and comply with all anti-corruption and anti-money laundering laws and regulations, wherever applicable.

Suppliers must ensure that their employees do not offer advantages in any way to employees, consultants, subcontractors, or representatives of the Company to obtain any form of preferential treatment in their business transactions. Suppliers must prohibit offering invitations, gifts, meals, entertainment, or any other preferential treatment or undue advantage to obtain any form of preference. Invitations or meals exchanged for legitimate business reasons must have limited intrinsic value.

Suppliers are required to make decisions based exclusively on objective criteria and to avoid any type of conflict of interest.

## **7.2 STYLE OF CONDUCT TOWARD CUSTOMERS**

The Company's style of conduct toward customers is based on availability, respect, and courtesy, with a view to a collaborative relationship and high professionalism.

The Company pursues its mission through the offer of quality products/services at competitive conditions and in compliance with all regulations protecting fair competition.

Employees, collaborators, partners, shareholders, and directors of the Company are obligated to:

- provide, with efficiency, courtesy, and promptness, within the limits of contractual provisions, high-quality products or services that satisfy reasonable customer expectations and needs;
- provide, where necessary and in the ways and forms provided by company policies, accurate and comprehensive information about the Company's products or services, so that the customer can make informed decisions;
- satisfy customer expectations in terms of honesty, transparency, and full compliance with the law and contractual agreements;
- adhere to truth in advertising or other communications.

## **7.3 SELECTION OF SUPPLIERS AND CONTRACTORS**

In relations with suppliers, all must be inspired by principles of absolute honesty, loyalty, good faith, balance, correctness, diligence, effectiveness, efficiency, clarity, impartiality, transparency, and confidentiality. In particular, behaviours that may cause prejudice or damage, even indirect, to the Company must be avoided, and those that may create unjustified favouritism, advantaging one supplier over others.

In choosing suppliers, the primary objective is to avoid all discrimination and allow maximum participation and competition among potential suppliers. Therefore, within the framework of current regulations and internal provisions, the procedures established to make the best choice of suppliers and to operate correct management of the relationship with them must be observed, including in contract execution phases.

The selection of suppliers and contractors and the determination of purchase conditions occur based on objective parameters such as quality, convenience, price, capacity, efficiency, ethics, and compliance with the law.

For the Company, the following are reference requirements:

- the interlocutor's professionalism;
- the availability, appropriately documented, of means, including financial, organized structures, capacity and design resources, know-how, etc.;
- the existence and effective implementation of quality, safety, and environmental management systems;
- maintaining environmentally respectful conduct;
- maintaining conduct that does not negatively affect the Company's image and good name;
- total observance of what is provided in paragraph 4.1 mentioned above.

In contracting, procurement, and generally supply relationships for goods and services, the Company:

- adopts, in supplier selection, the evaluation criteria provided by existing procedures, objectively and transparently, requesting documentation certifying technical-professional competences, fulfilment of contributory and legal obligations, and equipment in terms of technical instrumentation and workplace safety before making the choice;
- does not preclude anyone possessing the required qualifications from the possibility of competing for contract stipulation, adopting objective and documentable criteria in candidate selection;
- ensures sufficient competition for any tender or request for offers; any derogations must be authorized and documented;
- observes contractually provided conditions and verifies their full compliance over time;
- maintains frank and open dialogue with suppliers, in line with good commercial practices;
- observes and demands observance of all obligations imposed by current regulations regarding environment, safety, public contracts, contributory and tax payments, within contracting, supply, and procurement relationships;
- ensures transmission of all necessary information to ensure service performance in full compliance with binding regulations.

With a view to conforming goods and services procurement activities to reference ethical-environmental principles, the Company may require, for particular supplies, social and/or

environmental requirements. To this end, appropriate clauses may be prepared in individual contracts.

#### **7.4 CONTRACTUAL RELATIONSHIP MANAGEMENT**

In relations with suppliers, Recipients are required not to:

- accept non-existent services;
- authorize undue payments;
- engage third parties to perform illegal or unethical activities.

At the same time, Recipients must:

- give third parties the possibility to confront each other according to correctness rules in order to maintain business relationships with the Company;
- consider the presence of potential conflicts of interest before involving a third party;
- choose qualified business partners with good reputation in terms of quality and honesty;
- ensure that all agreements with business partners comply with the Company's corporate policies.

#### **7.5 GIFTS AND OFFERS**

Gifts are understood as material goods such as presents or money, but also immaterial goods or services and discounts for purchasing such goods or services or any other direct or indirect utility.

Regarding customer relations, tokens and representation expenses must be compatible with current regulations and market practices, must not exceed permitted value limits, and must have been approved and registered in compliance with internal rules.

Relations with public and private clients are based on a sense of responsibility, commercial correctness, and spirit of collaboration.

No one may solicit or accept, directly or indirectly, for example through family members, gifts from suppliers, even potential ones, of the Company, when they may appear in any way connected to existing relationships with the Company or may suggest their purpose of acquiring undue advantages.

It is possible to accept gifts of symbolic value or modest value, provided that they simultaneously:

- are made in compliance with applicable regulations;
- cannot suggest their connection to obtained advantages or their purpose of acquiring undue advantages;
- are normally offered to any other subject having similar relationships or on occasions of anniversaries or holidays.

Furthermore, there is an obligation to:

- not provide or offer, directly or indirectly, payments and material benefits of any entity to influence or compensate an act of their office;
- not implement illegal, collusive practices and behaviours, illicit payments, corruption attempts, and favouritism.

Anyone who receives, even at their domicile, gifts as a consequence of activities performed or to be performed in favour of the Company and falling within the scope of the prohibitions indicated above has the duty to inform their Supervisor or Corporate Management, providing for immediate return of said gifts.

Any exceptions to the aforementioned policy must be authorized by Corporate Management and communicated to the Supervisory Body.

## **8. RULES OF CONDUCT IN RELATIONS WITH THE COMMUNITY**

The Company is aware of the effects of its activities on the reference context, on economic and social development, and on the general welfare of the community and pays attention, in its operations, to balancing their interests.

The Company believes that dialogue with stakeholders is of strategic importance for the proper development of its activities and establishes, where possible, a stable dialogue channel with representative associations of its stakeholders, for the purpose of cooperating in respect of mutual interests.

### **8.1 RELATIONS WITH MASS MEDIA**

Communication with mass media by the Company must be transparent and truthful. Relations with mass media are reserved exclusively to the corporate function designated for this purpose, which manages them with prior authorization from Corporate Management.

No one may provide news regarding the Company or maintain relations with mass media without prior authorization from Corporate Management.

The publication of articles or studies or participation in conferences or broadcasts, even outside work activities, concerning matters within the Company's competence, must be previously authorized by Corporate Management, unless the personal character of evaluations formulated regarding activities performed by the Company is specified and it is clarified that they do not necessarily represent the Company's official position. In any case, it is not permitted to make declarations, statements, or public communications that may in any way damage or cast the Company's position and operations in a bad light.

In no way or form may employees, collaborators, agents, directors, or shareholders offer payments, gifts, or other advantages aimed at influencing the professional activity of mass media functions, or that may reasonably be interpreted as such.

## **8.2 ECONOMIC RELATIONS WITH POLITICAL PARTIES AND TRADE UNIONS**

Direct or indirect contributions to parties, movements, committees, and political or trade union organizations, as well as to their representatives and candidates, are prohibited in any form. By virtue of this principle, the Company provides no contribution to parties, movements, committees, and political and trade union organizations, to their representatives and candidates, throughout the national territory.

## **8.3 RELATIONS WITH NON-PROFIT ENTITIES**

The Company favourably considers relations with private entities, such as ONLUS and other non-profit entities, which must be inspired by the most rigorous observance of applicable legal provisions and cannot in any way compromise the Company's integrity and reputation.

The assumption of commitments and management of relations of any kind with such entities are reserved exclusively to corporate functions designated for such tasks.

## **9. RULES OF CONDUCT IN CORPORATE ACTIVITIES**

### **9.1 OPERATIONS AND TRANSACTIONS**

Every operation and/or transaction, understood in the broadest sense of the term, must be legitimate, authorized, coherent, appropriate, documented, recorded, and verifiable at all times.

The procedures governing operations must allow the possibility of conducting controls on the transaction's characteristics, on the motivations that allowed its execution, on authorizations for performance, and on the operation's execution itself.

Every subject performing operations and/or transactions involving sums of money, goods, or other economically valuable utilities belonging to the Company must act under authorization and provide upon request all valid evidence for verification at any time.

Each corporate function is responsible for the truthfulness, authenticity, and originality of documentation produced and information provided in performing activities within its competence.

Compliance with principles of correctness, transparency, and good faith in relations with all contractual counterparties must be ensured.

Assignments conferred to any service companies and/or natural persons who handle the Company's economic/financial interests must be drafted in writing, indicating the contents and agreed economic conditions. Any derogations must be duly authorized and justified.

Regarding the commercial/professional reliability of suppliers and partners, all necessary information must be requested and obtained to evaluate the contractual counterpart's reputation/ethical reliability (e.g., Model 231, Certifications, Legality Rating, etc.).

## **9.2 PURCHASE OF GOODS AND SERVICES AND ASSIGNMENT OF EXTERNAL CONSULTANCIES**

Employees and subjects who make any purchase of goods and/or services, including assignment of external consultancies, on behalf of the Company must act in compliance with principles of transparency, correctness, economy, quality, relevance, and lawfulness and operate with the diligence of a good family father, and in compliance with the Company's specific internal procedures and/or regulations.

Furthermore, said subjects must commit to:

- selecting consultants based on existing procedures, in compliance with criteria of seriousness and professional competence and conferring assignments to them through formal contract/assignment letter;
- defining as precisely as possible the exact content of the service and any project outputs to allow verification of the service rendered even retrospectively;
- properly archiving all documentation, particularly the final version of documents, including correspondence;
- delivering the Company's Code of Ethics to the consultant, acquiring formal commitment to conform to prescriptions contained therein and including in consultancy contracts a specific clause for compliance with the Code of Ethics, in order to sanction any conduct contrary to corporate ethical principles;
- not providing or offering, directly or indirectly, payments and material benefits of any entity to influence or compensate an act of their office;
- not implementing illegal, collusive practices and behaviours, illicit payments, corruption attempts, and favouritism;
- avoiding exchanging courtesy tokens or hospitality acts that do not have an eminently symbolic value;
- not recognizing compensation that finds no justification for the type of assignment or in local practice.

It is prohibited to give or promise money or other utility to directors, general managers, executives responsible for drafting corporate accounting documents, auditors, liquidators, or subjects under the direction or supervision of the latter, belonging to companies or consortiums of clients, commercial partners, certifiers, consultants, service providers, suppliers in general, etc., from which a violation of office and loyalty obligations by the corrupted subject may derive.

Suppliers have the obligation to respect and apply local laws and regulations on employment contracts, health and safety, and sustainable purchasing. In case of violation, the Company reserves the right to reconsider the relationship with the supplier.

### **9.3 MANAGEMENT OF COMPUTER SYSTEMS**

The Company condemns any conduct consisting of altering the functioning of a computer or telecommunication system or unauthorized access to data, information, or programs contained therein, aimed at procuring unjust profit for the Company to the detriment of the State.

Within the scope of performing their activities, Company Personnel have the obligation to use computer or telecommunication tools and services in full compliance with current regulations (including those regarding computer crimes, computer security, privacy, and copyright) as well as internal procedures.

It is furthermore prohibited to:

- use the internet and social networks to contravene the values contained in this code, including to the detriment of corporate image and reputation;
- install, download, and/or use computer programs and tools that allow altering, counterfeiting, falsely attesting, suppressing, destroying, and/or concealing public or private computer documents;
- install, download, and/or use computer programs and tools that allow unauthorized introduction into computer or telecommunication systems protected by security measures or that permit remaining (without authorization) within them, in violation of measures established to protect them by the owner of data or programs intended to be guarded or kept confidential;
- obtain, disseminate, share, and/or communicate abusively codes, passwords, access keys, or other means suitable to permit the conduct described in the two preceding points;
- use, obtain, disseminate, share, and/or communicate methods of using equipment, devices, or computer programs directed at damaging or interrupting a computer or telecommunication system;
- use, obtain, disseminate, install, download, share, and/or communicate methods of using equipment, devices, or computer programs directed at illicitly intercepting, preventing, or interrupting computer or telecommunication communications, even if occurring between multiple systems;
- intercept, prevent, or interrupt communications relating to one or more computer or telecommunication systems. Any form of revelation, even partial, to third parties of the content of intercepted information is also prohibited. Furthermore, it is prohibited to install equipment aimed at preventing, intercepting, or interrupting said communications;

- any use of software lacking usage license and SIAE trademark, not compliant with copyright and author's rights regulations;
- abusively accessing or illicitly interfering with applications, tools, or computer or telecommunication programs suitable for managing and/or allowing access to material or virtual payment instruments, even where not owned by the Company (e.g., internet banking programs; e-commerce platform);
- any modification or adaptation of applications, programs, and software not duly authorized;
- using applications, systems, or computer or telecommunication programs in the absence of necessary authorizations and/or for purposes other than those for which they are intended, and particularly for the purpose of committing any type of crime;
- destroying, deteriorating, deleting, rendering totally or partially unusable, altering, or suppressing others' data or computer programs or seriously obstructing their functioning;
- using, installing, downloading, and/or communicating techniques, programs, or computer tools that allow modifying the server field or any other information related to it or that permit hiding the sender's identity or modifying settings of computer tools provided as equipment by the Company;
- using applications, systems, or computer or telecommunication programs in the absence of necessary authorizations and/or for purposes other than those for which they are intended, and particularly for the purpose of committing any type of crime;
- falsifying, in form or content, public or private computer documents. Any form of using false computer documents is also prohibited, as well as suppression, destruction, or concealment of true documents. "Computer document" means any computer representation of acts, facts, or legally relevant data;
- abusively entering computer systems protected by security measures and for which necessary authorizations are not available or remaining in them against the express or tacit will of the system owner (whether public or private subject);
- abusively obtaining or disseminating access codes to computer systems; damaging information, data, and computer programs forming part of corporate assets;

#### **9.4 USE OF BANKNOTES, PUBLIC CREDIT CARDS, STAMP VALUES**

The Company, sensitive to the need to ensure correctness and transparency in conducting business, requires Recipients to comply with current regulations regarding the use and circulation of coins, public credit cards, and stamp values, and therefore severely sanctions any conduct aimed at illicit use as well as circulation of false credit cards, stamp values, coins, and banknotes.

## **9.5 MANAGEMENT OF PAYMENTS WITH MEANS OTHER THAN CASH**

Recipients of this Code are required to comply with corporate rules and procedures regarding management of receipts, payments, and use of corporate credit cards.

Any subject attributable to the Company who receives payment in banknotes or coins or credit cards is required to verify their conformity and requirements provided by law and, if false, to inform their hierarchical superior or the Supervisory Body so that appropriate reports may be filed.

It is furthermore prohibited to:

- use any type of payment instrument available or accessible by reason of activity performed for the company in a manner different from what is provided by indications and instructions received for such purpose;
- improperly use, not being the holder thereof, credit or payment cards, or any other similar document that enables cash withdrawal or purchase of goods or provision of services, or in any case any other payment instrument other than cash.

## **9.6 MANAGEMENT OF CUSTOMS COMPLIANCE**

The Company undertakes, in case of purchase of goods originating from outside the EU, to comply punctually with obligations arising from customs regulations (e.g., customs duties, border fees, etc.).

## **9.7 INSTRUMENTS AND MARKS OF RECOGNITION AND COPYRIGHT PROTECTION**

The Company safeguards intellectual property rights, including copyrights, patents, trademarks, and marks of recognition, adhering to policies and procedures provided for their protection and also respecting others' intellectual property in all Company activities, including with reference to corporate marketing management.

The Company prohibits any conduct aimed at determining the loss, theft, unauthorized dissemination, or improper use of its own or others' intellectual property or confidential information. To this end, the Company undertakes to activate all preventive and subsequent control methods necessary for this purpose, ensuring compliance with copyright regulations as well as protection of marks of recognition such as trademarks and patents. The Company also stigmatizes extraction, reproduction of data, public presentation, etc. of content taken from databases, as well as use thereof for purposes other than those for which they were established and, in any case, contrary to what is permitted by copyright protection regulations.

The Company condemns any conduct implemented for the purpose of illicitly appropriating trade secrets, supplier lists, and other information pertaining to third parties' economic activity.

Therefore, unauthorized reproduction of software, documentation, or other materials protected by copyright is prohibited, and at the same time, Recipients of this Code undertake to respect restrictions specified in license agreements relating to production/distribution of third-party products, or those stipulated with their software suppliers.

It is furthermore prohibited to use or reproduce software or documentation beyond what is permitted by each of said license agreements.

## **9.8 TERRORISM AND SUBVERSION OF DEMOCRATIC ORDER**

The Company requires compliance with all laws and regulations that prohibit carrying out terrorist activities as well as subversion of democratic order; therefore, it also prohibits simple membership in associations with said purposes.

The Company prohibits use of its resources for financing and accomplishment of any activity intended to achieve terrorist objectives or subversion of democratic order, and undertakes to adopt the most appropriate control and surveillance measures to prevent any possible conduct aimed at committing such crimes.

Furthermore, each employee, wherever operating or located, is expressly prohibited from becoming involved in any practice or other action suitable to constitute terrorist conduct or subversion of the legal order.

In case of doubt or where a situation appears equivocal, every employee is called upon to contact their Function Manager as well as the Supervisory Body in advance.

## **9.9 PROTECTION OF INDIVIDUAL PERSONALITY**

The Company condemns any possible conduct aimed at committing crimes against individual personality, such as, for example, reduction or maintenance in slavery or servitude, child prostitution, child pornography, possession of pornographic material, tourist initiatives aimed at exploiting child prostitution, etc., and undertakes to adopt surveillance measures that prove most appropriate to prevent commission of such crimes.

## **9.10 ACTIVITIES AIMED AT RECEIVING STOLEN GOODS, MONEY LAUNDERING, USE OF MONEY, GOODS OR UTILITIES OF ILLICIT ORIGIN AND SELF-LAUNDERING**

The Company exercises its activity in full compliance with current anti-money laundering regulations and provisions issued by competent Authorities.

In compliance with applicable regulations, the Company undertakes to avoid carrying out operations suspicious from the perspective of correctness and transparency and to verify preventively available information relating to clients, suppliers, external collaborators, and agents (i.e., beneficial owner; registered office; financial intermediaries/banks involved in the operation), in order to verify the respectability and legitimacy of their activity.

All Recipients undertake to operate in such a manner as to avoid implications in operations even potentially suitable to favour laundering of money from illicit or criminal activities.

Each Recipient who performs, on behalf of the Company, operations and/or transactions involving sums of money, goods, or other economically valuable utilities must act under authorization and provide upon request all valid evidence for verification at any time.

Monitoring of financial flow from related parties and/or third-party subjects and aimed at investments necessary for carrying out corporate activity and/or on occasion of capital increases by shareholders represents a mandatory measure, in order to ensure correct identification of the source of origin of funds.

Receipts and payments must strictly be made through bank orders and/or bank checks issued with non-transferability clause.

The obligation is also provided for all Recipients to:

- not accept money where there is even only doubt about its illicit/uncertain origin;
- not accept goods and/or services and/or other utilities against which there is no adequately authorized order/contract;
- not make or accept cash payments equal to or exceeding € 2,000.00 (payments made in multiple instalments of smaller amounts but concerning the same supply and cumulatively resulting in equal to or exceeding € 2,000.00 are also relevant for this purpose).

Personnel operating on behalf of the Company are finally required:

- a. to verify as far as possible preventively available information on users, counterparties, partners, suppliers, and consultants, in order to evaluate their reputation and legitimacy of activity before establishing with them any relationship that implies obtaining goods or sums of money;
- b. to operate in such a manner as to avoid establishing any relationship, where even only doubt exists, aimed at favouring laundering of money from illicit or criminal activities, acting in full compliance with primary anti-money laundering regulations (i.e., Legislative Decree 231/2007) and secondary regulations and internal control procedures prepared for this purpose.

In particular, it is mandatory to:

- draft in written form - indicating contents and agreed economic conditions - assignments conferred to any service companies and/or natural persons who handle the Company's economic/financial interests;
- ensure, by competent functions, specific controls on proper completion of payments toward all counterparties as well as verify correspondence between the subject to whom the order is addressed and the subject who collects related sums;
- diligently respect minimum requirements established and required for selection of subjects offering goods and/or services that the Company intends to acquire;
- establish evaluation criteria for offers based on commercial and professional reliability of suppliers as well as request and obtain all necessary information;
- ensure maximum transparency in case of conclusion of agreements/joint ventures aimed at realizing investments;

### **9.11 TRANSNATIONAL ACTIVITIES AND PROTECTION AGAINST ORGANIZED CRIME**

The Company condemns any conduct implemented, both on national territory and at transnational level, by subjects holding leadership or subordinate roles, that may even only indirectly facilitate realization of criminal cases such as criminal association, mafia-type association, and obstruction of justice.

The Company undertakes to activate all preventive and subsequent control methods necessary for this purpose (verifiability, traceability, monitoring, segregation of duties, etc.), in order not to maintain relationships with subjects belonging to such associations.

The Company also undertakes to control any form of internal association in order to prevent occurrence of internal associative phenomena aimed at maintaining illicit conduct and that use corporate means, resources, and assets for such purposes.

The Company finally promotes development and legality within territorial areas where it operates; therefore, it promotes participation in any memoranda of understanding (or similar agreements) defined between public subjects, companies, trade associations, and trade union organizations, aimed at preventing criminal infiltrations.

Business relationships must be maintained exclusively with clients, collaborators, partners, suppliers, and contractors of certain reputation who conduct lawful commercial activities and whose proceeds derive from legitimate sources. To this end, rules and procedures are provided that ensure correct customer identification and adequate selection and evaluation of suppliers or partners with whom to collaborate.

All necessary control tools are adopted so that decision-making centre act and deliberate through codified rules and keep track of their operations (i.e., meeting minutes, reporting mechanisms, etc.).

### **9.12 PROTECTION OF COMPETITION**

The Company and all Recipients undertake to comply with antitrust regulations (which prohibit conduct aimed at limiting competition) and to avoid any unfair action toward commercial counterparties (e.g., sabotage, falsification of technical, commercial, and accounting documents and, in general, any fraud scheme).

The Company undertakes not to undertake in any case aggressive or deceptive commercial policies aimed at influencing consumers in purchasing its product through any form of physical-psychological intimidation or through false communication about the product such as to mislead the customer.

The Company recognizes and promotes the value of free competition in a market economy as a decisive factor for growth, and therefore undertakes to operate in compliance with community and national principles and laws established to protect competition. The Company intends to protect the value of fair competition by abstaining from collusive and predatory conduct.

It is prohibited to stipulate agreements with competitors on prices and methods of service performance that may be harmful to free competition.

The Company inspires its conduct toward competitors to principles of loyalty and correctness and, consequently, stigmatizes and disapproves any conduct that may constitute impediment or disturbance to exercise of business or commerce or that may be connected to commission of one of the crimes against industry and commerce.

The Company undertakes not to implement illicit or unfair conduct for the purpose of appropriating trade secrets, supplier lists, or information relating to infrastructure or other aspects of third parties' economic activity.

The Company, furthermore, does not hire employees from competing companies for the sole purpose of obtaining confidential information, nor does it induce personnel or clients of competing companies to reveal information they cannot disclose.

Commercial initiatives such as exclusivity agreements, tied purchases, etc. must be authorized by the Manager of the Function involved, in agreement with Corporate Management.

During meetings with competitors in case of events, meetings, etc. organized by trade associations as well as in all occasions of information exchange with competing companies, it is prohibited to maintain any conduct that may be judged as preparatory to activities harmful to free competition.

All Recipients are expressly prohibited from:

- using violence against things or using fraudulent means to obstruct others' industrial or commercial activity;
- implementing, in exercise of industrial, commercial, or productive activity, acts of competition using violence or threats;
- perpetrating conduct suitable to cause harm to national industries by putting up for sale or otherwise circulating, on national or foreign markets, industrial products with counterfeited or altered names, trademarks, or distinctive signs;
- delivering to the purchaser, within and/or in exercise of commercial activity, one movable thing for another (*aliud pro alio*) or a movable thing that by origin, provenance, quality, or quantity is different from that declared or agreed upon;
- selling or otherwise circulating works of ingenuity or industrial products bearing names, trademarks, or distinctive signs - national or foreign - suitable to mislead the buyer about origin, provenance, or quality of the works themselves or the product;
- manufacturing or industrially using objects or other goods realized by usurping or violating industrial property title, even while being able to know of its existence, as well as seeking to profit from the above goods by introducing them into State territory, holding them and/or putting them up for sale or otherwise circulating them.

### 9.13 ENVIRONMENTAL PROTECTION AND SAFETY

The Company considers the environment a primary good and promotes its protection and respect by all employees or collaborators in any capacity, clients, suppliers, and partners.

Corporate choices are always oriented to guarantee the greatest possible compatibility between economic initiative and environmental requirements, not limiting itself to simple compliance with current regulations, but with a view to sustainable synergy with territory, natural elements, and worker health.

The Company monitors environmental impacts of its activities and systematically seeks their improvement in a coherent, effective, and sustainable manner.

The Company undertakes to conduct all its activities in compliance with Environmental Sustainability Principles, acting through concrete choices (e.g., preference toward suppliers who demonstrate the best performance in terms of Sustainability).

Where, for purposes of fulfilling environmental protection compliance, it is necessary to resort to intervention by authorized subjects (disposers, transporters, etc.), the latter are chosen among those possessing the highest requirements of reliability, professionalism, and ethics.

Employees, collaborators, directors, shareholders, partners, and external service providers, within their duties, participate in the risk prevention process, environmental safeguarding, and health and safety protection toward themselves, colleagues, and third parties.

In particular, the Company, also through active collaboration of its employees, collaborators, agents, directors, shareholders, partners, and external service providers:

- promotes and implements every reasonable initiative aimed at minimizing risks and removing causes that may endanger people's safety and health, excluding any form of exception or derogation from internal procedures adopted for this purpose;
- pays continuous attention and commitment to improving its environmental performance, minimizing negative impact on the environment and operating conscious and responsible use of natural resources;
- collaborates with its stakeholders, both internal (e.g., employees) and external (e.g., institutions), to optimize management of profiles relating to Health, Safety, and Environment issues;
- maintains high safety and environmental protection standards in compliance with current regulations;
- adopts a policy of using products compatible with environmental protection and worker safety;

- transmits and requests to receive all information, documentation, and certifications necessary to ensure total compliance with binding regulations, with particular reference to workplace safety and hygiene, environmental protection, and correct management of employment relationships.

Decisions regarding occupational health and safety are made by the Company based on fundamental principles and criteria, explained in international and national reference regulations and particularly in Legislative Decree 81/2008 and subsequent amendments. Such principles and criteria can be summarized as follows:

- avoiding risks;
- evaluating risks that cannot be avoided;
- combating risks at source;
- adapting work to man, for example in conception of workplaces, choice of equipment and work methods;
- taking into account the degree of technical evolution;
- substituting what is dangerous with what is not dangerous or less dangerous;
- programming prevention, aiming at a coherent complex that integrates technique, work organization, working conditions, social relations, and influence of work environment factors;
- giving priority to collective protection measures over individual protection measures;
- providing adequate instructions to workers;
- preparing an accurate training and information system to and from employees, collaborators, agents, shareholders, directors, corporate bodies, partners, contractors, and suppliers in general;
- ensuring, in any case, adoption of all measures that, according to work particularity, experience, and technique, are necessary to protect workers' physical integrity and moral personality.

## **10. PRINCIPLES RELATING TO CORPORATE OFFENSES**

### **10.1 MANAGEMENT OF CORPORATE ACCOUNTING, ASSET, AND FINANCIAL DATA AND INFORMATION**

The Company condemns any conduct implemented by anyone aimed at altering the correctness and truthfulness of data and information contained in financial statements, reports, or other corporate communications required by law, directed to shareholders and the public.

All subjects called upon to prepare said acts are required to verify, with due diligence, the correctness of data and information that will then be incorporated for drafting the above-indicated acts.

All balance sheet items, whose determination and quantification presupposes discretionary evaluations by designated Functions, must be supported by legitimate choices and adequate documentation.

## **10.2 RELATIONS WITH THE COMPANY'S SUPERVISORY BODIES**

The Company requires from all personnel observance of correct and transparent conduct in performing their duties, especially in relation to any request made by shareholders, the Sole Auditor, and other corporate bodies in exercise of their respective control functions.

## **10.3 PROTECTION OF COMPANY ASSETS**

It is prohibited to implement any conduct aimed at causing damage to the integrity of corporate assets.

In any case, each employee is required to properly preserve and safeguard (including with regard to third parties) corporate assets entrusted to them (i.e., mobile phones, PCs, internet/intranet, photocopiers, machines, etc.) as well as use them exclusively for purposes connected with work activity.

## **10.4 PROTECTION OF COMPANY CREDITORS**

Any conduct tending toward reduction of share capital or merger with another company or demerger for the purpose of causing damage to creditors is prohibited.

## **10.5 CONFLICT OF INTEREST OF DIRECTORS**

Each director is obligated to disclose to other directors as well as to the Sole Auditor any interest, on their own behalf or on behalf of third parties, they may have in a particular operation by the company on which they are called to decide. Said communication must be precise and punctual, meaning it must specify the nature, terms, origin, and scope of the interest itself; it will then be up to the Board of Directors and the Sole Auditor to evaluate its conflict with the Company's interests.

## **10.6 INFLUENCE ON SHAREHOLDERS' MEETING**

It is prohibited to perform any simulated or fraudulent act directed at illegitimately influencing the will of shareholders' meeting members to obtain irregular formation of a majority and/or a resolution different from that which would otherwise have been adopted.

## **10.7 DISSEMINATION OF FALSE NEWS**

It is prohibited to disseminate false news both within and outside the Company concerning the Company itself, their employees, consultants, collaborators, and third parties operating for it.

## **10.8 RELATIONS WITH BANKING OPERATORS**

Within relations with banking operators, the Company's activity must conform to the following control principles:

- respect for roles and responsibilities defined by the corporate organizational chart and authorization system with reference to management of relations with financial/banking operators;
- correctness and transparency in relations with banking institutions, in compliance with principles of proper management and transparency;
- integrity, impartiality, and independence, not improperly influencing counterpart decisions and not requesting favourable treatment (prohibition of promising, providing, or receiving favours, sums, and benefits of any nature);
- completeness, accuracy, and truthfulness of all information and data transmitted to banking institutions.

## **10.9 RELATIONS BETWEEN PRIVATE PARTIES**

Recipients of this Code of Ethics are prohibited from:

- making monetary donations or granting other advantages of any nature (employment promises, use of corporate assets, etc.) to representatives (leadership or subordinate) of other private companies aimed at obtaining any advantage for the Company;
- providing services or granting benefits of any nature in favour of commercial partners and/or consultants that find no adequate justification in the context of the relationship established with them;
- recognizing compensation or other advantages of any nature in favour of external agents/collaborators that find no adequate justification in relation to the type of assignment to be performed and prevailing practices in the local context;
- making monetary donations or recognizing other utilities in favour of their suppliers that find no adequate justification in the context of the relationship established with them or that may induce assurance of undue advantage for the Company;
- receiving advantages of any nature exceeding normal commercial or courtesy practices, or in any case aimed at acquiring undue favourable treatment in conducting any corporate activity, in exchange for providing money or benefits of any kind.

## 11. CONFIDENTIALITY AND PRIVACY PROTECTION

All information and documents learned in performing activities in favour of the Company are confidential.

The Company, in performing its activity, collects, manages, and processes personal data in compliance with current regulations.

The Company, therefore, undertakes to comply with mandatory obligations provided by regulatory and legal provisions regarding personal data protection and to adopt a privacy management system that allows having an organizational model and risk control for risks arising from personal data processing.

Employee and collaborator privacy is protected by adopting standards that specify information that the Company requires from the subject and related processing and storage methods, suitable to ensure maximum transparency to directly interested parties and inaccessibility to third parties, except for justified and exclusive work reasons.

Therefore, for all Company employees and for those operating in the name and on behalf of the same, the obligation of confidentiality applies to data and information of which, by reason of their assignment, they are in possession, and they are subject to prohibition of voluntarily or involuntarily disclosing such information. By way of example, those relating to management plans, production processes, products and systems developed or in any case managed and/or maintained must be considered as such, as well as those relating to negotiated and competitive procedures, in addition to all databases and information and data relating to personnel (hereinafter, for brevity, also only "Information").

Any data processing having as its purpose conducting investigations into ideas, preferences, personal tastes, and generally private life of collaborators is prohibited.

Furthermore, except for cases provided by law, the prohibition is established of communicating/disseminating personal data without prior consent of the interested party.

It is prohibited to process data in violation of current regulations regarding privacy protection.

Regarding data processing on paper support and through use of computer systems, there is an obligation to respect particular security measures prepared to prevent risk of external intrusions, such as, for example, controls on access to premises, passwords, personal identification codes, screen savers, as well as losses, even accidental, of data.

Security measures are arranged with appropriate instructions issued by the Data Controller. Violation of privacy regulations may result in application of disciplinary measures in relation to the extent of the violation.

All Company documentation must be archived in compliance with internal provisions and measures adopted by the Company for data security.

## **12. THE SUPERVISORY BODY**

The Supervisory Body is responsible for control and updating of the Organizational, Management and Control Model and this Code of Ethics.

In particular, the Supervisory Body's tasks in relation to this Code are, among others, the following:

- controlling compliance with principles and provisions provided by this Code of Ethics;
- providing, to interested subjects, clarifications regarding both the meaning of provisions of this Code of Ethics and conformity (or lack thereof) of conduct to what is provided by the same;
- verifying proper dissemination of this Code of Ethics as well as proper conduct of training activity concerning, among others, also provisions of the Code of Ethics itself;
- reporting to Corporate Management any violations of the Code, proposing sanctions to be imposed and verifying effective application of any sanctions imposed.

The Supervisory Body in exercise of its functions has free access to corporate data and information useful for performing its activity.

Corporate bodies and their members, employees, consultants, collaborators, and third parties acting on behalf of the Company are required to provide maximum cooperation in facilitating performance of Supervisory Body functions.

## **13. SANCTIONS**

Failure to observe principles contained in this Code may result in application of sanctioning measures contained in the corporate Disciplinary System within limits and based on specific methods provided therein. The severity of the infraction will be evaluated based on the following circumstances:

- times and concrete methods of infraction realization;
- presence and intensity of intentional element;
- extent of damage or danger as consequence of infraction for the Company and for all employees and stakeholders of the Company itself;
- predictability of consequences;
- circumstances in which the infraction took place.

Recidivism constitutes an aggravating circumstance and entails application of more severe sanction.

The Disciplinary System is an integral part of the Organizational, Management and Control Model adopted by the Company.

#### **14. REPORTS**

In case of information regarding possible violations of this Code and/or operational procedures composing the Model or other events capable of altering its validity and effectiveness, each person must contact their Manager, who will report to the competent Management or, where this is not possible for reasons of expediency, directly to Corporate Management. In any case, the violation must be promptly reported also to the Supervisory Body.

Failure to report a violation of this Code may be considered a form of complicity in the violation itself.

It is not permitted to conduct personal investigations or report news to subjects other than those specifically designated.

Acts of retaliation or discrimination, direct or indirect, against reporters for reasons connected, directly or indirectly, to the report are prohibited. The Company therefore guarantees that no retaliation will be implemented by the Company following the report.

Since relationships between Recipients, at all levels, must be based on criteria and behaviours of correctness, loyalty, and mutual respect, the Company sanctions abuse of the duty of information, regulated here, for mere emulative or retaliatory purposes.

Recipients may contact the Supervisory Body through communication channels dedicated to this purpose.

Reports received by the Supervisory Body through any channel are examined and treated by the latter with maximum confidentiality. Similarly, every Recipient must cooperate fully in any investigations conducted in relation to Code violations, maintaining the strictest confidentiality about the existence of said investigations.

The Company takes serious consideration of any report, even anonymous, of suspected violation of the Code or current laws, regardless of the outcome of subsequent analysis.

Anyone wishing to report violations of the ethics code or Organizational Model pursuant to Article 6 of Legislative Decree 231/2001 may make the report through the electronic platform adopted by the Company and available within the corporate website under "whistleblowing."

For details regarding the subject of reports, reporting methods, and management of reports, reference is made to the whistleblowing policy.

#### **15. KNOWLEDGE**

This Code is brought to the knowledge of Corporate Bodies and their members, employees, consultants, collaborators, and any other third-party subject that may act on behalf of the Company.

All cited subjects are required to learn its contents and respect its precepts. Any application doubts connected to this Code must be promptly submitted and discussed with the Supervisory Body.

## **16. FINAL PROVISIONS**

### **16.1 CONFLICT WITH THE CODE**

In case even one of the provisions of this Code of Ethics conflicts with provisions provided in internal regulations or procedures, the Code will prevail over any of these provisions.

### **16.2 AMENDMENTS TO THE CODE**

Any modification and/or integration to this Code of Ethics must be made and approved using the same methods adopted for its initial approval.