

# CODE OF ETHICS

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## 1. INTRODUCTION

**ALBERDINGK ITALIA S.R.L.** (below the "Organisation") has adopted this document, referred to as the "Code of Ethics" (below the "Code"), in order to govern the rights and responsibilities it intends to assume with respect to all the parties it interacts with in conducting its business activities.

The Organisation fully recognises that responsible and ethical conduct in its operations is essential for the success of the business. Accordingly it has always been committed to ensuring that its operations are constantly based on a sense of responsibility and the principles set out below.

The purpose of this document is to clearly establish principles and rules of conduct and make them binding for all those acting on behalf of or in favour of the Organisation, or indeed for any party that has any form of business or commercial dealings with the Organisation.

## 2. ADDRESSEES

Directors and any other senior figures, personnel (irrespective of the type of employment contract), partners, suppliers of goods and services, consultants, external collaborators, and anyone that may act on behalf of the company, either directly or indirectly, on a permanent or temporary basis, or that otherwise establishes relations or relationships with the company, are required to comply with the contents of this Code.

The Addressees of this Code must, in general, commit themselves, as far as possible, to ensuring that the principles and values contained in this Code do not just remain as statements of intent.

### **Alberdingk Italia Srl**

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Management: Thomas Hackenberg (Deputy Chair), Mattia Stefani (Chair)

Registry Office: Treviso | REA (Economic and Administrative Index) No. TV-426991 | Vat No./Tax Identification Number and Company Register No. 05123500265 | SDI (Electronic Invoicing Code): M5UXCR1 | Share Capital €1,600,000 fully paid up

### 3. VALUES AND ETHICAL PRINCIPLES

The principles listed below are considered by the Organisation to be fundamental and compulsory and these principles and the values they convey must not just be declared but must be translated into actions and conduct. In other words, the Organisation's intention is for the principles set out below to become binding rules, applied practically and daily in the conduct of all activities and in all relationships, both internal and external.

The Organisation's core values are:

- Lawfulness and integrity

The Organisation is committed to conducting its activities in full compliance with the law, interpreted in its broadest sense, as well as the internal procedures, rules, instructions, directives, and standards, regardless of their classification and name.

- Honesty, Fairness, Transparency, Morality, Ethics, and Respect for Others

The Organisation is committed to always maintaining a high and intact reputation, which represents an invaluable asset.

The Organisation expects the actions of its stakeholders to be based on honesty, integrity, loyalty, good faith, reliability, clarity, transparency, and respect for the rights of individuals, in addition to the other principles set out in this document.

The Organisation condemns any conduct that may offend personal sensibilities and does not tolerate harassment, insults, or abuses of any kind.

- Dignity, Equal Rights, Gender Equality, and Rejection of all forms of Discrimination

The Organisation is committed to recognising and respecting the dignity, private life, and personal rights of all individuals.

The Organisation believes in the value of diversity and promotes full integration.

The Organisation is committed to ensuring that decisions affecting relations with its various stakeholders are not tainted by discrimination on the basis of age, gender, sexuality, health status, ethnic origin, nationality, political opinions, and religious beliefs, and is committed to making impartial decisions, guided by objective and neutral criteria.

- Development, Appreciation, and Protection of Human Resources

The Organisation recognises the crucial importance of people and is committed to promoting the personal strengths of each individual. People are vital to the success of the Organisation and their professional and personal contributions are essential to realising its goals.

The Organisation believes in dialogue, information exchange at all levels, professional growth and education, and the development of a common identity and sense of belonging.

The Organisation condemns all forms of abuse, discrimination, and exploitation.

The Organisation is committed to fully complying with worker safety regulations and to ensuring working conditions that respect the health and mental and physical well-being of its workers.

- Professionalism, Reliability, Quality, and Continuous Improvement

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The Organisation is committed to carrying out its activities with professionalism, constantly striving to achieve the highest possible level of quality and satisfy its customers' expectations.

The Organisation is committed to the continuous improvement of its products, services, and processes.

- Confidentiality and Personal Data Protection

The Organisation is committed to closely and precisely monitoring compliance with data protection regulations in order to ensure the confidentiality of information and the protection of the personal data of its stakeholders. To this end, the Organisation has implemented all reasonable organisational, physical, and IT security measures to protect the personal data processed by it.

- Environment and Sustainability

The Organisation is committed to ensuring that its activities are conducted in a manner that ensures full protection of the environment and public health. The Organisation makes its investment and business choices while always keeping in mind environmental sustainability and the preservation of natural resources and adopts specific policies to reduce environmental impacts (e.g. reduction of carbon consumption, energy from renewable sources, and paperless operations).

## 4. PRINCIPLES OF CONDUCT

The purpose of this Code is to present not only the set of principles that guide the management of the Organisation, but also, and above all, to bring together the rules of conduct that anyone acting in the name and on behalf of or in the interest of the Organisation must abide by whenever they represent its good name externally.

- Benefits, Gifts, and Other Favours

It is forbidden to offer or grant or to accept or receive, either directly or indirectly, any form of payment, tangible or intangible benefits, advantages, gifts, or in general any form of favour (e.g., invitations, presents, free services, job offers, etc.).

It is forbidden to accept or receive payments, tangible or intangible benefits, advantages, gifts, or in general any favours from third parties, except for those of modest value, directly related to customary courtesy relations or standard commercial practices. Management must be immediately informed in all cases.

Even when authorised, utmost care must be taken to ensure that such exchanges do not give the other party or an impartial third party even the slightest impression that they are aimed at seeking or granting undue benefits or the impression of unlawfulness or immorality.

- Conflicts of Interest

All Addressees of this Code must ensure that all decisions taken are made in compliance with the Organisation's objectives and in its interest.

All Addressees are required to avoid any activity or situation of personal interest that constitutes or could potentially constitute a conflict between their own interests and those of the Organisation (e.g., having business or financial interests, both direct and indirect, with the Organisation's suppliers, customers, competitors, and partners).

All Addressees must refrain from taking advantage of their relationship with the Organisation to benefit themselves or others at the expense of or to the detriment of the Organisation or against its interests.

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When situations of conflict of interest, both actual and potential, are identified, within or outside the Organisation's operations, each party involved must refrain from carrying out the conduct in conflict, unless they have express permission to do so.

- Management of Financial Resources, Accounting, Internal Controls, and Tax Compliance

Financial operations, of any nature, must take place in compliance with the powers, mandates, and authorisations received.

There must be complete transparency in the accounting data, reports, and financial statements representing the Organisation's operating performance and financial position. The accounting records must be kept in accordance with the criteria established by the applicable regulations, as well as the principles of truthfulness, completeness, clarity, precision, and accuracy.

Each Addressee must, within the limits of the functions and tasks assigned to them, assist in the proper functioning of the accounting system and the related internal controls, and they are responsible for its design and correct operation.

Tax obligations must be fully and promptly fulfilled, in full compliance with the law and the applicable regulations, in a spirit of maximum cooperation with the tax authorities.

- Competition

The Organisation is committed to conducting its business in accordance with the principles of competition, refraining from collusive, predatory, position-abusing and similar behaviour.

The Organisation and each Addressee of this Code must ensure that business activities are conducted correctly and fairly, in strict compliance with antitrust laws protecting free competition and the free market, and they must cooperate with the regulatory authorities.

- Anti-Money Laundering Policy

Conduct or activities identifiable as handling of stolen goods, money laundering, self-money laundering, or the use of illegal money, assets, or other benefits, are strictly forbidden.

The regulations concerning anti-money laundering, combating organised crime, and counteracting terrorism financing must be fully complied with.

- Environmental Protection

Environmental protection, sustainable development, and the preservation of natural resources are high-priority goals for the Organisation.

The Addressees of this Code must commit to contributing to achieving the Organisation's goals in this regard.

- Protection of Intellectual Property

Compliance with the regulations on the protection of intellectual and industrial property must be ensured.

Accordingly, any counterfeiting, alteration, duplication, reproduction, dissemination, and other similar conduct in violation of the rights of others within the above-mentioned areas is prohibited.

- Personal Data Protection and Cybersecurity

The Addressees of this Code must not use, communicate to third parties, or disseminate any confidential information relating to the Organisation or to third parties, acquired or handled by the Addressees during or in connection with their relations with the Organisation, for purposes other than those authorised by the Organisation. This confidentiality obligation shall also remain in force after the termination of the relationship, in accordance with the applicable regulations.

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Similarly, each Addressee of this Code must fully comply with the regulations on personal data protection and follow the instructions, procedures, and rules set by the Organisation, including those related to cybersecurity.

Furthermore, the Addressees of this Code are prohibited from using privileged information or knowledge acquired through their role or participation in the Organisation, for their own benefit or the benefit of others.

In summary, in relation to personal data protection and information security, each Addressee must do everything they can to maintain the integrity, confidentiality, and availability of data, information, and know-how, and must process the data in accordance with the rules established by the regulations and the Organisation.

- Protection of Health and Safety

Each Addressee must exercise the utmost care in preventing risks of accidents and occupational illnesses.

Each Addressee must exercise the highest level of care in performing their tasks and roles, adhering to all the safety and prevention regulations and measures in place, in order to prevent all possible risks to themselves, their fellow colleagues, and others.

- Customer Relationships, including Potential Relationships

Customers are a vital part of the Organisation's capital and fully meeting their expectations and needs, as well as gaining appreciation for the work carried out and the products offered, is one of the Organisation's primary goals.

Consequently, strict compliance not only with this Code, but also with the procedures and business practices adopted in the Organisation for managing relations with customers is essential. Customers must also be provided precise, accurate, truthful and comprehensive information with impartiality, transparency, integrity, courtesy, cooperation, helpfulness, professionalism, and timeliness in a manner that enables them to make rational and informed decisions, especially, but not solely, in the phases prior to the signing of agreements. These agreements must be drafted in clear and simple language as close as possible to that normally used by customers. They must also be compliant with the applicable regulations and must not be misleading, elusive or otherwise unfair. Furthermore, there must be the utmost commitment to providing customers the highest standard of service and fulfilling the agreements made with them, with an emphasis on effectiveness, efficiency, and value for money. Lastly, any complaints must be managed promptly.

- Relationships with Suppliers and Collaborators, including Potential Relationships

The selection of suppliers, which is always fair and impartial and carried out in accordance with the objective criteria of quality, competence, efficiency, cost-effectiveness, and sustainability, must be conducted in accordance with the principles of this Code, the procedures set out and the instructions given by the Organisation, in whatever manner or form, and its established practices for the selection of suppliers.

The Organisation continuously monitors the business relationships with suppliers, including those relating to financial and advisory contracts. The Organisation is committed to ensuring these relationships are conducted in accordance with the principles of impartiality, transparency, loyalty, and integrity, avoiding any relationships that may result in personal gains or conflicts of interest. On the other hand, long-lasting and mutually beneficial relationships, at both a personal and work-related level, are encouraged.

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Contractual agreements with suppliers must be rooted in trust, esteem, and complete transparency, avoiding any form of dependency for either the Organisation or the suppliers.

Furthermore, the Organisation does not engage in business relations with parties involved in unlawful activities or those financed by funds of questionable or illicit origin. To this end, the Organisation reserves the right to carry out prior checks, to the extent possible, also through requests for specific certifications and declarations.

Suppliers are required to accept and adhere to this Code by means of contractual clauses.

- Relations with Human Resources and Candidates

When assessing the personnel it wishes to hire or with whom it wishes to initiate the collaboration, the Organisation bases its judgements on criteria of merit, competence, and professional expertise, ensuring equal opportunity for all those involved. The Organisation's subsequent management and development of its personnel and collaborators are also guided by these principles. The information requested is strictly related to the verification of the aspects envisaged for the professional role and the psychometric profile, respecting the candidate's private life and opinions. In its selection processes, the Organisation adopts suitable measures to prevent favouritism, nepotism, patronage, and any kind of preferential treatment, as well as any form of discrimination on the grounds of age, gender, skin colour, sexual orientation, marital status, religious creed, language, ethnic or national affiliation, health condition, and different physical or mental capabilities, as well as pregnancy, maternity or paternity conditions, personal convictions, political views, affiliation, or any other diversity aspects.

The Organisation does not tolerate any form of unlawful labour (e.g., forced, child, etc.).

The Organisation is committed to providing a working environment, also by means of preventive measures, that respects personal dignity and protects the physical health and psychological well-being and, more generally, the safety of its personnel, by promoting and consolidating a culture focused on these issues, developing awareness of the risks involved, and encouraging responsible practices.

For their part, the Addressees of this Code are required to do everything they can to assist the Organisation in achieving the above goals and creating an inclusive, peaceful, rewarding, and stimulating work environment, through loyal and collaborative action.

Each Addressee is required to act diligently to protect the assets constituting the Organisation's capital from improper or incorrect use, refraining from engaging in conduct that is contrary to the law or the instructions issued in their various forms.

In general, the Addressees must refrain from any conduct prejudicial to the Organisation and its image, regardless of its scale or nature, and must act faithfully to fulfil the obligations agreed upon in the employment contract or consultancy agreement, as well as the requirements of this Code, providing the services requested.

The use of drugs and abuse of alcohol in the workplace is strictly prohibited.

- Relations with Authorities, including the Judiciary, Institutions, and Public Administration Entities

Relations with government authorities, with public, Italian, EU, international and foreign institutions and with other entities representing collective interests, as well as the people representing them, must be conducted in absolute and strict compliance with this Code and the regulations. The Organisation is committed to conducting its relations with these parties with complete transparency, integrity, honesty, fairness, and cooperation. It is strictly forbidden to engage in conduct that could improperly influence the decisions of these entities or compromise their impartial judgement.

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- Relations with Political Organisations and/or Trade Unions

The Organisation does not provide contributions, either direct, indirect, or in any form, nor does it allocate funds and financing to support political organisations, except as allowed and provided for by law.

- Relations with the Media

No one may issue statements or interviews on matters related to the Organisation without authorisation.

## 5. REPORTING OF ACTUAL AND SUSPECTED BREACHES

Anyone who suspects or becomes aware of any breach of this Code, including attempted breaches, can inform the Organisation with the absolute certainty that no retaliatory actions will be taken and that full confidentiality will always be assured.

## 6. DISCIPLINARY MEASURES AND PENALTIES

The provisions of this Code of Ethics are an integral part of the agreements that bind the Organisation to its Addressees.

Breaches of the principles and conduct set out in this Code undermine the relationship of trust between the Organisation and the perpetrators of those breaches.

In general, any breaches by employees and all other internal collaborators will be addressed through appropriate disciplinary actions, irrespective of the possible criminal implications of the actions and whether a criminal case has been initiated in instances where the conduct constitutes a criminal offence. The penalties will be consistent with the rules and principles of the employment contract applied, as well as the applicable regulations. Before imposing a disciplinary measure, a specific disciplinary procedure will be conducted, and the individual concerned will be given the opportunity to explain their conduct.

For consultants, collaborators, customers, suppliers, and other parties that have contractual relationships with the Organisation, breaches will result in the initiation of specific procedures, including the termination of the contractual relationship.

Furthermore, this does not prejudice the Organisation's right to compensation for any damage it may incur as a result of breaches by the above-mentioned parties.

## 7. DISSEMINATION, COMMUNICATION, TRAINING, AND AMENDMENTS

This Code is made known to all the internal and external parties concerned or otherwise involved with the Organisation through specific communication and training activities.

Any amendment to this Code must be approved by the Organisation's management body.

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