



# CODE OF ETHICS

(pursuant to Legislative Decree 231/01 and subsequent amendments)

(Approved by resolution of the Board of DIRECTORS of 30.01.2025)

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## Preface

We are proud to present the 4th edition of the Code of Ethics of BS SERVICE GROUP S.R.L.

A young, dynamic and innovative company, since its inception, B.S. Service Group S.r.l. has based its growth on technology, quality and service.

The company is present on national and international markets with its main brands "UNIQA" and "TECNOWIND".

The values and inspiration behind our Code of Ethics are strongly shared by the Board of Directors and the group that guide the work of the entire Group.

Quality, design, style and attention to detail are the values that our company prefers and those to which it is inspired when making its products, which become an expression of a high quality standard in symbiosis with Italian style and design.

We want to set an example for those who work with us and for us, for our partners and for those who buy and appreciate our products, and that is why we want to depict a model of excellence that is above all behavioural and not exclusively productive, showing our values also in our products, that represent Italian excellence.

For our company, ethics is not only central in defining corporate objectives, but also represents one of the fundamental levers for planning future activities, with the commitment to pursue the creation of value for years to come.

## 1. Contents

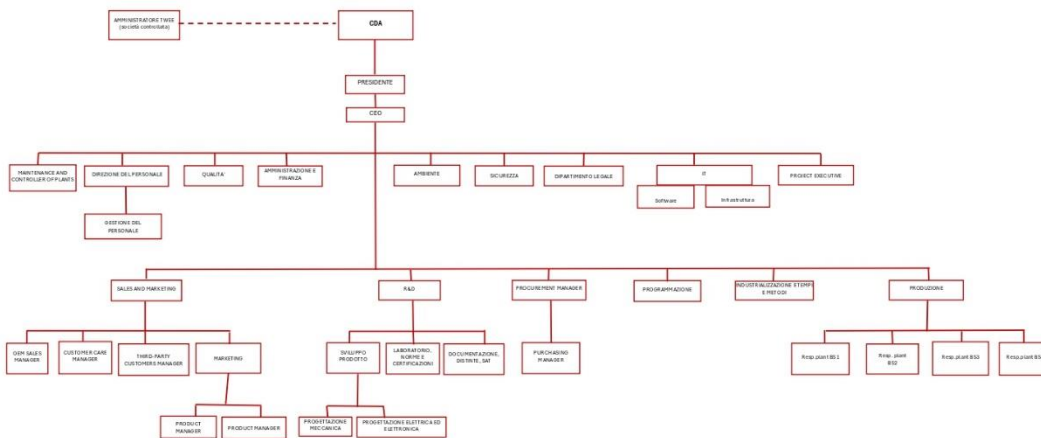
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## 1.1. Introduction

The company has adopted an Organisation Model pursuant to and for the purposes of Italian Legislative Decree dated 8 June 2001, no. 231; this code specifies the commitments and ethical responsibilities that all collaborators are required to comply with in their conduct of business and company activities, regardless of whether they are directors, employees or other interested third parties.

This document (hereinafter referred to as "Code of Ethics" or, for the sake of brevity, "Code") aims to collect and bring to the attention of all those who work with BS SERVICE GROUP S.R.L. and with the companies belonging to the Group (hereinafter also referred to as "Group" or the Companies of the Group) the values, principles and rules on which the Group's behaviours and activities are based.

## 1.2. Company organisational chart



### **1.3. Purpose, recipients and scope**

#### **Purpose**

The regulatory scope, with reference to Legislative Decree 231/01 on the administrative liability of companies for the offences committed by their representatives, employees and collaborators, has made it essential to codify the principles of legitimacy, loyalty, fairness and transparency, on the basis of which the conduct of all the subjects who are operating with the Companies belonging to BS SERVICE GROUP SRL must be complied with, in order to fully pursue the corporate objectives, and requires that they always operate in a context of fairness and good faith, in compliance with the legitimate interests of all stakeholders towards the Company: customers, shareholders, citizens, employees, suppliers, business partners.

Therefore, anyone who works in BS SERVICE GROUP S.R.L. Companies, or for BS SERVICE GROUP S.R.L. directly, is required to personally respect the ethical and behavioural principles of the company, as well as to enforce them within the scope of their functions and responsibilities.

This "Code of Ethics and Conduct" is an integral part of the organisational and management model adopted by BS SERVICE GROUP SRL, and by the subsidiary S.C.Tecnowindeast Esurope Srl, for the purposes of D.Lgs.231/01. Its purpose is to define general principles and rules of conduct to which the Company gives ethical and positive value and with which all the recipients of the Code must comply, guiding the different subjects on the lines of conduct to be followed and those to be avoided, identifying the responsibilities and any consequences in terms of sanctions.

#### **Recipients and scope**

This Code of Ethics applies to corporate bodies, employees, attorneys and collaborators who, in any capacity and regardless of the type of contractual relationship, operate in the name and on behalf of the Companies of the Group.

This Code applies, always and without exception, to:

- All directors and the board of directors of the companies;
- All persons linked by subordinate employment relationships with the Companies of BS SERVICE GROUP SRL (employees); or Suppliers, partners, external collaborators of all BS SERVICE GROUP S.R.L. companies when they deal or act in the name and on behalf of the COMPANIES of BS SERVICE GROUP S.R.L.

The subjects defined above, even if external to the Companies belonging to BS SERVICE GROUP SRL, operating, directly or indirectly, for the Companies of BS SERVICE GROUP SRL (e.g.: consultants, teachers, collaborators in any capacity, suppliers, business partners, whatever the relationship that binds them to it), are also defined below with the term "Recipients".

Recipients are required to comply with and respect its principles, conforming their conduct and activities.

The violation of the code of ethics compromises the existing fiduciary bond with the offender and is pursued promptly and immediately, through proportionate and adequate disciplinary proceedings, regardless of the possible criminal relevance of such violations and the establishment of the consequent criminal proceedings

The Code of Ethics is also an integral part and constituent element of the Organisational Model adopted by the Company pursuant to Legislative Decree n.231/2001 concerning the liability of entities for administrative offences dependent on crime.

Finally, the Code of Ethics is one of the fundamental value pillars from which the Sustainability Policies of BS SERVICE GROUP S.R.L. are inspired, in which the principles of transparency, honesty, fairness and compliance with the regulations underpinning the concept of Ethical Business are described.

Failure to comply with the Code of Ethics and the principles and rules set out therein can be reported through the whistleblowing system described in the Procedure and Whistleblowing Policy.

#### **1.4. Dissemination and training**

BS SERVICE GROUP S.R.L. undertakes to ensure the internal and external dissemination of the Code through various actions:

- Distribution of the document to all members of the corporate bodies of the companies and to all employees, through publication on the company intranet page;
- Provision to suppliers and Third Party Recipients.

The Management plans and carries out periodic training initiatives on the principles of this Code and on the rules of conduct contained therein, aimed at all employees of the companies belonging to BS SERVICE GROUP S.R.L.

Contracts with Third-Party Recipients provide for the introduction of clauses and/or the signing of declarations aimed both at formalising the commitment to comply with the principles contained in the Model and in this Code, and at regulating contractual sanctions in the event of a breach of this commitment.

#### **1.5. Formal commitment**

All current employees, and after the new ones, are required to sign a declaration, in which they confirm that they have carefully read the Code, that they have read and understood it and that they accept the rules enshrined in the Organisation and Management Model.

External collaborators such as teachers and consultants are required to sign, together with the acceptance of the assignment, a statement, in which they confirm that they have carefully read the Code, that they have read and understood it and that they accept the rules set forth in the Organisation and Management Model.



## 2. Principles and values

### 2.1. Introduction

### 2.2. Our values

### 2.3. The general principles

### 2.4. Rules of conduct

### 2.5. Standards of conduct in relations with third parties

### 2.6. Implementation and control of the Code of Ethics

## 2. PRINCIPLES AND VALUES

### 2.1. Introduction

BS SERVICE GROUP S.R.L. is a family-run company, whose origins date back to the late 1990s.

The Company is active in the design, production and sale of metalworking products (e.g. hoods for kitchens, induction hobs, etc.).

Quality, contemporary elegance and innovation are the hallmarks of each of our products.

The path from a family-run artisan company was guided by a great passion that led the Company to establish itself even beyond the borders of Italy.

The creative activity of each product category is developed almost exclusively within the Company and is entrusted to a team of technicians distinguished by a continuous innovative spirit in their designs.

The raw materials used and the products also manufactured at our other subsidiary located in Romania are carefully selected and subjected to countless rigorous quality controls to ensure the excellence that has always been one of the distinctive values of our products.

### 2.2. Our values

Creativity, innovation and industrial excellence have been the Company's fundamental values since the beginning and are concretely applied in the conception and production of every creation, designed and studied to ensure that the purchase experience of our products is exciting and exciting for the customer.

The deep bond with the Marche area, the Italian tradition, and the family heritage, remain the pillars of the activities carried out by BS Service Group S.r.l., which with great awareness and strong commitment protects the places where it operates and the people who work for the Company.

#### Value of reputation and fiduciary duties

A good reputation constitutes an essential intangible resource for the company.

From an external point of view, it promotes social approval, the convergence of the best human resources, the satisfaction of the Region and other bodies for which it operates, the serenity of suppliers and reliability towards third parties in general.

From an internal point of view, it allows the making and implementation of decisions without any conflict and to organize work by limiting bureaucratic controls.

#### Value of mutuality

This code is therefore based on a standard of cooperation aimed at protecting mutual respect and benefit of the parties involved, as well as aimed at preventing the commission of the types of offences specified in the aforementioned Italian Legislative Decree 231/2001.

Therefore, stakeholders are required to maintain a conduct that complies with the principles and rules inspired by a similar ideal of ethical conduct and in full compliance with the laws and regulations currently in force.

### 2.3. The general principles

BS Service Group S.r.l.'s main objective is to ensure that its activities always comply with the following reference principles:

- **Transparency:** Integrity is a core value for us. Open dialogue, taking responsibility, transparency in information and relationships are basic in the conduct of company activities. "Truth" is the reference element for the correct conduct of company activities.
- **Respect:** Every person in our organisation represents us and is our strength. Respect for everyone's conscience is our commitment. Human resources must be recognised for their fundamental importance and the respect of people within our organisation must be guaranteed. The professional and personal growth of employees must also be enhanced, with appropriate training and information support actions, also referring to a framework of ethically correct behaviours;
- **Lawfulness:** pursuing corporate interests in compliance with current laws and regulations, adopting fair and correct behavior and pursuing reference values such as integrity, fairness and professional honesty;



- **Professionalism:** each of us makes our skills, our experiences and our know-how available, but also our commitment and scrupulousness to achieve the set objectives. A professional, transparent and fair attitude towards colleagues and collaborators, suppliers and partners must be pursued.
- **Organisation:** comply with organisational and management rules, with a view to pursuing the Company's interests. Company procedures must be complied with and any inconsistencies with real work situations must be promptly reported. All situations, in which the personal benefit of each person belonging to the company may be put before the interests of the company are discouraged.
- **Sharing:** our Suppliers and Partners are important and we build clear collaboration paths with them according to a shared business model.
- **Innovation and creativity:** forerunners and ahead of our time, we want to arrive first by proposing new, innovative, indispensable projects but always inspired by real needs. The creativity and purposeful role of each company resource must be encouraged.
- **Customer orientation:** the customer is always at the centre of our organisation.
- **Impartiality:** When taking decisions that affect relationships with stakeholders (customer/user management, organisation of work, selection and management of suppliers), any form of discrimination based on age, sex, health status, race, nationality, political opinions and religious beliefs of its representatives is avoided.
- **Honesty:** In carrying out activities and in relationships of any type and nature, collaborators are required to diligently comply with the laws in force, the code of ethics as well as internal regulations.
- **Quality of services:** BS Service Group Srl aims at the satisfaction and protection of its customers/users, as well as the appreciation from the community in which it operates.
- **Responsibility towards the community:** BS Service Group Srl is aware of the impact that its activities can have on the conditions, economic and social development and general well-being of its community, and is also aware of the importance of social acceptance by the communities in which it operates.

In line with the company's approach, each Recipient carries out their work in compliance with current legislation, with diligence, professionalism, efficiency and fairness, making the best use of the means and time at their disposal and assuming, depending on the role held, the responsibilities deriving from their actions and/or omissions.

## 2.4. Rules of conduct

The following are the fundamental principles of BS SERVICE GROUP S.R.L. to which all Recipients of the Code must refer in carrying out their activities.

### 2.4.1. Protection of Made in Italy

The Company, well rooted in Italian industrial and creative culture, transfers the "*heritage*" in all its products through the quality and research of materials, the evolution of creativity and design and traditional industrial processes. Our showroom in which the models made by the Company are exhibited is a source of inspiration for our products.

### 2.4.2. Centrality of Human Resources – Management and enhancement

The Company recognises the centrality of people; for this reason, it promotes a working environment aimed at developing the potential and talent of its employees and collaborators.

The Company manages human resources according to the principles of respect for individual personal and professional characteristics, equal opportunities and merit.

The Company also enhances the professional experience of its employees and promotes the transfer of knowledge, in order to pass on and preserve the cultural heritage and fundamental values of the Company over time.

The Company and the Group strictly comply with all regulations relating to employee work by applying collective agreements and guaranteeing all the rights provided for by individual collective bargaining and by law.

Any form of discrimination against persons is prohibited.

All decisions taken in the context of the management and development of human resources, including for access to different roles or assignments, are based on considerations of merit profiles and/or correspondence between expected profiles and profiles held by the resources.

In the management of hierarchical relationships, authority is exercised fairly and correctly, avoiding any abuse. It is an abuse of the position of authority to request, as an act due to the hierarchical superior, benefits, personal favours and any behaviour that constitutes a violation of this Code of Ethics.

Human resources are fully valued by activating the available levers to promote their development and growth. The competent officers, and all those responsible with respect to their collaborators, must therefore: select, hire, train, remunerate and manage 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.

BS Service Group Srl collaborators are an indispensable factor for its success.

For this reason, BS Service Group Srl protects and promotes the value of its human resources, to maximise their level of satisfaction and increase their skills.

Therefore, in the management of hierarchical relationships, BS Service Group Srl requires that authority be exercised with fairness, prohibiting any behaviour that could be considered detrimental to the dignity and autonomy of each collaborator.

### **2.4.3. Fairness and moral integrity**

Ethics has been, from the beginning, one of the cornerstones of the Company: a set of behavioural rules to be followed, in the full awareness that only in this way can a heritage such as that which distinguishes the history of BS SERVICE GROUP S.R.L. be carried out with honour and firmness.

Understanding and respecting these values is a fundamental point of reference in both internal and external relations. The pursuit of mere economic interest can never justify conduct contrary to the principles of fairness and honesty, as well as to the laws and regulations in force.

It is not allowed to attribute illicit advantages in exchange for gifts or benefits that exceed normal courtesy practices in any type of bargaining and negotiation.

In carrying out any activity, the Company works to avoid running into situations of conflict of interest, real or even just potential, following rules of fairness and impartiality.

### **2.4.4. Lawfulness**

The Company, in carrying out its activities, acts in compliance with its Articles of Association, the laws and regulations in force in all the countries in which it operates and asks the Recipients of this Code to comply with this requirement and to behave in a manner that does not affect its moral and professional reliability.

### **2.4.5. Social value of the company**

Since its foundation, the Company has demonstrated a natural propensity towards social responsibility, contributing to the economic and civil development of the context in which it operates and taking into account the needs of the community.

The Company has adhered to the Corporate Governance Code drawn up by the Corporate Governance Committee and relating to listed companies by adhering to the principle of the pursuit of sustainable success by its board of directors.

### **2.4.6. Non-discrimination**

In its internal relations and relations with third parties, the Company recognises and respects the principles of dignity and equality and does not discriminate based on age, racial and ethnic origin, nationality, political and trade union opinions, religious beliefs, sexual orientation, gender identity, physical and mental disabilities and any other personal characteristics not related to the workplace.

### **2.4.7. Environmental and safety protection**

The Company promotes respect for the environment, understood as a shared resource to be safeguarded for the benefit of the community and future generations with a view to sustainable development.

The environment is a primary asset that the entity is committed to safeguarding. The activities are managed in compliance with current legislation on prevention and protection and environmental protection.

Employees, within the scope of their duties, participate in the process of risk prevention, environmental protection and protection of health and safety towards themselves, colleagues and third parties.

The company is committed to promoting and spreading the culture of safety, developing awareness of risk management, promoting responsible behaviour and preserving, above all with preventive actions, the health and safety of all employees and collaborators.

All employees and collaborators are required to scrupulously comply with the rules and obligations deriving from the relevant legislation on health, safety and the environment, as well as to comply with all the measures required by internal procedures and regulations.

Each Recipient must pay the utmost attention in the performance of their activity, strictly observing all the security and prevention measures established, to avoid any possible risk for themselves and for their collaborators and colleagues.

The responsibility of each Recipient towards their collaborators and colleagues requires the utmost care for the prevention of accident risks to protect their own safety and that of others.

Each Recipient must comply with the instructions and directives provided by the subjects to whom the entity has delegated the fulfillment of safety obligations.

#### **2.4.8. Confidentiality**

The Company promotes the confidentiality of the information in its possession in the management of all its business activities.

All employees, collaborators, consultants of the Company are required not to use the information acquired in the performance of their activities for purposes not connected with the strict exercise of the same.

In the course of its business, the company ensures the confidentiality of the personal data and confidential information in its possession.

The information acquired by employees and collaborators belongs to the same entity and may not be used, communicated or disclosed without specific authorisation.

Each Recipient is obliged to ensure the confidentiality required by the circumstances for each piece of information learned due to their work function.

The company undertakes to protect the information relating to its employees and third parties, generated or acquired within and in external relations, and to avoid any misuse of this information.

The information, knowledge and data acquired or processed by employees during their work belong to the institution and may not be used, communicated or disclosed without specific authorisation from their superior. The processing of the acquired data must take place in compliance with current legislation.

BS Service Group Srl ensures that the information in its possession is kept confidential and refrains from seeking confidential data, unless expressly and consciously authorised or in order to comply with the legal provisions in force.

BS Service Group Srl collaborators are required not to use confidential information for purposes not related with the exercise of their business.

#### **2.4.9. Protection of competition**

As part of its business activity, the Company is inspired by the principles of legality, fairness and loyalty, fidelity to the word given, promises and covenants, and promotes acting with a sense of responsibility and in good faith in every activity or decision.

The Company recognises free and fair competition in a market economy as a decisive factor for growth, development and constant business improvement and believes that in this context its message of product quality and brand relevance can be developed.

Unfair competition: BS Service Group Srl intends to protect the value of fair competition by refraining from collusive and predatory behaviour.

#### **2.4.10. Transparency and clarity**

The communication and disclosure to the outside world (including through the mass media) of news, information and data relating to the Company is based on respect for the right to information, is governed by specific procedures and is reserved exclusively for the company departments responsible for this; in no case is it allowed to disclose false or biased news or comments.

Each communication activity respects the laws, rules and practices of professional conduct, and adheres to principles of clarity, transparency, timeliness and accuracy.

#### **2.4.11. Standards of conduct in personnel relations**

The company recognises the value of human resources, through the protection of their physical and moral integrity and by promoting a continuous increase in technical and professional skills.

Employees interact with each other avoiding any discrimination based on age, state of health, sex, religion, race, political and cultural opinions and maintaining a conduct based on respect for good education.

The relations between Employees are based on respect for the person as such and for the activity carried out by them within the organisation.

The body does not tolerate requests or threats aimed at inducing people to act against the law or against the Code of Ethics, or to adopt behaviour that is detrimental to one's convictions and moral or personal preferences.

It ensures its employees safe and healthy working conditions and protects the physical and moral integrity of its employees.

The body adopts and maintains adequate management systems aimed at identifying, preventing and reacting to possible risk situations, to ensure the health and safety of all personnel.

#### **2.4.12. Selection of personnel and establishment of the employment relationship**

The evaluation of the personnel to be hired is carried out based on the correspondence of the candidates' profiles with those expected and the specific needs of the institution, in compliance with the principles of impartiality and equal opportunities for all stakeholders.

At the time the collaboration begins, the employee/collaborator must receive comprehensive information regarding the characteristics of the duties and function, the regulatory and remuneration elements and the regulations and behaviours for the management of risks related to personal health. All personnel must be hired with a regular employment contract in accordance with legal obligations.

##### **Freedom of association and right to collective bargaining**

Workers have the right, without distinction, to join a union or to form a union of their choice and to bargain collectively. The employer adopts an open attitude towards the activities of trade unions and their organisational activities.

Workers' representatives do not suffer any discrimination and have the right to perform their representation functions in the workplace.

Where freedom of association and the right to collective bargaining are restricted by law, the employer facilitates, and does not hinder, the development of parallel means for free and independent association and bargaining.

#### **2.4.13. Privacy protection**

The privacy of employees and collaborators is protected in compliance with the relevant legislation, also through operational standards that specify the information received and the related methods of processing and storage. Any inquiry into people's ideas, preferences, personal tastes and private lives is excluded.

The Company undertakes to ensure that the personal information acquired is appropriately protected, according to the terms provided for by current legislation, avoiding improper or unauthorised use, to protect dignity, image and confidentiality of each person who has relations with the Company.

The Company provides information about the type of data collected, the use that is intended to be made of it and the ways in which stakeholders can contact the Company for information.

Personal information is collected and stored only if it is necessary for identified, explicit and legitimate purposes and is kept for the time strictly necessary for the use for which it was acquired.

#### **2.4.14. Conflict of interest**

Any situation that may constitute or determine a conflict of interest must be promptly communicated by each employee/collaborator to the work/client manager, and to the Supervisory Body. In particular, all employees and collaborators of the body are required to avoid any conflict of interest between personal and family economic activities and the roles they perform within the body.

All collaborators of BS Service Group Srl are required to avoid situations that may give rise to conflicts of interest (e.g. joint interests with suppliers or customers) and to refrain from personally taking advantage of business opportunities that they have become aware while performing their activity

Fairness in the event of conflicts of interest: In the conduct of any activity, it is advisable to avoid any situation in which the subjects involved in the transactions are, or may only appear to be, in conflict of interest.

#### **2.4.15. Employee Relations**

The Company supports a working environment aimed at the development of potential and talent, integrity and honesty, mutual respect and the protection of the health of employees and collaborators.

Each manager and/or structure manager must:

- ✓ act with objectivity and balance, with a view to enhancing and empowering its employees and collaborators;
- ✓ pay attention to the individual characteristics of employees and collaborators and promote the development of potential and talent, recognising the value of initiative, collaboration and innovation;
- ✓ work to ensure that situations of discomfort, prejudice, denigration or discrimination do not occur within the work environment;
- ✓ promote relations between employees and collaborators based on the values of loyalty, fairness, mutual respect and good manners;
- ✓ avoid situations that require employees and collaborators to act against the Code of Ethics or against the law;
- ✓ ensure that employees carry out their work in safe and healthy conditions in accordance with the provisions of applicable laws;
- ✓ promote the integration and training of foreign workers in possession of a regular residence permit, avoiding the phenomena of undeclared work and irregular immigration.

Each employee or collaborator of the Company is required to:

- ✓ perform their services with diligence, efficiency, fairness and honesty, making the best use of the tools and time made available to them, assuming the responsibilities related to the obligations required by its role and avoiding carrying out activities that may, even if only potentially, be in conflict of interest with the Company;
- ✓ base the relationship with colleagues on values of civil coexistence and respect, avoiding any form of discrimination;
- ✓ take care of the company's assets and behave in an environmentally friendly manner on a daily basis, including from an ecological point of view.

#### **2.4.16. Employee/Contributor Behaviour**

The Employee/Collaborator carries out his work with commitment and constancy, diligently awaiting the tasks and assignments entrusted to them.

Each Company member, in carrying out their duties, must respect the principles of fairness, good faith, transparency and loyalty, both towards colleagues and third parties with whom they come into contact. The following are prohibited:

- the pursuit of personal or third party interests to the detriment of corporate interests;
- the abusive exploitation, in the personal interest or of third parties, of the name and reputation of the Company where they work, as well as the information acquired and business opportunities learned during the performance of their duties;
- the disclosure of data of any kind relating to the company's activity of which the employee/collaborator has become aware as a result of the services rendered. Furthermore, they may not communicate data and information on the activities carried out and the services provided to third parties, nor may they publish the contents thereof as they are the property of the company.

All information and other material obtained by employees in relation to their employment/activity is the property of BS SERVICE GROUP S.R.L. Such information may relate to both current and future activities. Avoid spreading company news or information that may be of benefit to third parties and harmful to the company. Avoid providing anyone with technical indications or notions that have not been duly and previously authorised. Avoid showing or providing a copy of any company document with particular reference to cartographic and computerised documents, unless duly and previously authorised. Avoid providing news or information that the employee/ collaborator does not request, for

himself or for others, or accepting gifts or other benefits, except for those of modest value, from suppliers, contractors or competing companies or in any case interested in company supplies and contracts.

The employee/collaborator does not accept for personal use, nor do they hold or enjoy in a personal capacity, benefits due to the buyer, in relation to the purchase of goods or services for business reasons.

#### **2.4.17. The use of alcohol and/or drugs is prohibited**

It is the policy of the Company to commit to creating and maintaining a safe and healthy working environment for all its employees/collaborators. The Company is aware that the abuse of alcohol, drugs and other similar substances by employees/collaborators can negatively affect the effectiveness of their work performance and can have serious harmful consequences for themselves and for the safety of colleagues.

The improper use of medicines or the use or possession, of alcohol and illicit drugs, or controlled and not prescribed by the physician, on company premises is strictly prohibited and constitutes grounds for appropriate disciplinary action until dismissal. Although the policy makes explicit reference to alcohol and drugs, its application is also extended to inhalants and all other forms of substance abuse.

Those who believe they are dependent on the aforementioned substances are invited to seek medical advice, also through the Occupational Physician, who is available to all those who, on a voluntary and strictly confidential basis, provide any information and collaboration.

The ineligibility of the employee for the work actually performed, ascertained in the forms of the law and descending from the state of addiction to alcoholic beverages or drugs, even if after medical treatment, may result in the termination of the employment relationship for justified reason.

The Company will require its works and services contractors to adopt a similar policy.

#### **2.4.18. Compliance with laws and lawfulness**

The employee/collaborator of our Company complies with national laws and regulations in force in the locations where we provide our service.

It acts using the tools made available by the regulations and conducts business in compliance with the rules established by law.

The individual or collective behaviour of all employees within the company's work must be in line with company policies and with the provisions of this code.

The Company, in carrying out its activities, acts in compliance with its Articles of Association, the laws and regulations in force in all the countries in which it operates and asks the Recipients of this Code to comply with this requirement and to behave in a manner that does not affect its moral and professional reliability.

#### **2.4.19. Contributions**

The company's money cannot be used to make direct or indirect contributions that do not fall within the company's rules or agreements.

The criterion used is that of transparency.

The company BS SERVICE GROUP S.r.l. will not reimburse those employees/collaborators who will make such expenses for personal reasons and will take recourse against those who will provide such contributions on behalf of the Company without having acquired appropriate authorization.

#### **2.4.20. Protection of company assets**

Each one is directly and personally responsible for the preservation of the material assets and company resources entrusted for the performance of their tasks, as well as for the use of the same in their own way and in accordance with the company's interest.

#### **2.4.21. The ethical value of environmental protection and the perspective of sustainability**

Among the ethical principles enunciated so far, the value related to environmental protection is the one that most lends itself to reconnecting with the theme of sustainability. The reference is primarily to the concept of ecological sustainability, although its scope of application is broader.



The idea of sustainability, in a broad sense, presupposes the existence of an entity to be supported consisting of the well-being of all living beings that exist in a relationship of continuity (SGRECCIA PALM, Ethics, fabrics, clothing, Proceedings of the conference "Bioethics and sustainable development", Urbino 28.08.2023 - 03.09.2023).

The concept of sustainability is relatively recent: the 1987 Report of the Brundtland Commission (World Commission on Environment and Development), entitled *Our Common Future*, provides the notion of sustainable development, defined as "development that meets the needs of the present generation without compromising the ability of future generations to meet their own".

Sustainability is, so to speak, three-sided: economic sustainability, social sustainability and environmental sustainability. It is necessary to generate income, well-being and justice, knowing how to maintain and regenerate natural resources. Environmental sustainability, then, is specifically among the objectives of the UN 2030 Agenda, which represents a universal commitment and demands the need for everyone to participate in change in an integrated vision of the problems and actions to be carried out to achieve sustainable development.

Looking ahead implies making choices in the present, choices in which environmental, economic and social factors must be integrated.

This is a new challenge for Corporate Social Responsibility.

The task of the sustainability ethics theorist is to clarify the points of contact between:

- 1) competitive advantage;
- 2) social welfare;
- 3) environmental well-being.

A possible balance of these three aspects is based on the concept that, in order to be sustainable, the company invests in knowledge, that is, it chooses to be an economic but also a cultural subject: it is, in fact, on the value of knowledge that a win-win strategy can be built, arriving at a "pact for sustainability".

In this perspective, the minimum content that the Code of Ethics must include revolves around the following key principles:

1. Consider together with the economic results the social and environmental ones;
2. Develop new products with high ecological value;
3. Transition to clean and renewable energy sources;
4. Promote clear communication to all;
5. Maintain a strong link between the company and the territory;
6. Encourage critical and informed consumption;
7. Promote a business built on the circular economy;
8. Support family-work harmonisation policies;
9. Listen to the social partners;
10. Promote fundamental human rights.

On closer inspection, within these principles, those values that companies are required to pursue in the perspective of 231 compliance, as defined by Confindustria in the Guidelines, can be easily framed.

For example, the first three principles listed, would be to consider not only economic but also environmental results (1), as well as the use of new products based on the degree of technological development (2) and clean and renewable energy sources (3), are nothing more than reflections of the principle of environmental protection and sustainability also indicated in the aforementioned Guidelines. As well as the principle according to which clear and clear communication towards all (4) must be promoted, it is nothing more than the corollary of those transparency and traceability that the Company Code of Ethics provides for.

The Sustainability Report will represent the year 2025, the tool through which we will communicate the results of our sustainability journey to stakeholders.

#### **2.4.22. Protection of industrial and intellectual property**

The Recipients act in full respect of the industrial and intellectual property rights legitimately belonging to third parties, as well as in accordance with the requirements contained in laws, regulations and conventions intended to protect those rights.

To this end, all Recipients must abstain:

- from any conduct that may constitute usurpation of industrial property rights, alteration or counterfeiting of distinctive signs of industrial products, or of patents, designs or industrial models, both domestic and foreign, as well as from importing, marketing or otherwise using or putting into circulation industrial products with counterfeited or altered distinctive signs or made by usurping industrial property rights;
- from illegally and/or improperly using, in the interest of the company or third parties, intellectual works, or parts thereof, protected by legislation on copyright infringement.

#### **2.4.23 Accounting, budget drafting and cash flow management**

The Company acts in compliance with the legislation, including regulations, relating to the keeping of accounts and the preparation of financial statements.

The Recipients are required to provide maximum collaboration so that the management facts are correctly and promptly represented in the company accounts and to keep all the supporting documentation, so that it is easily available and searchable by the parties authorised to control.

All financial transactions, as well as all movements of money into and out of the Company, are carried out by persons with the relevant powers, subject to authorization and are always justified, tracked and recorded.

#### **2.4.24. Prohibition to carry out operations aimed at money laundering**

The Company must scrupulously follow the regulations aimed at preventing money laundering, self-laundering and the financing of criminal activities.

To this end, the Recipients are required to:

- immediately report situations of potential anomaly of which they are aware in order to facilitate the prevention and fighting of money laundering phenomena; accurately verify the information available on the counterparties and avoid undertaking or maintaining business or financial relations in cases where there is reasonable doubt that the counterparties may engage in conduct that may lead to the commission of money laundering offences;
- make and accept cash payments only to the extent and for the amounts permitted by law;
- ensure adequate cooperation with the competent authorities in the prevention, fighting and repression of phenomena concerning the counterfeiting of banknotes, coins and any other means of payment.
- In the management of financial flows, it is forbidden to tolerate irregularities that, according to normal professional diligence, give rise to suspicions about the lawfulness and regularity of the origin of the money received.

#### **2.4.26. External information and communications**

The Recipients of the Code of Ethics undertake not to disclose information relating to the Company or the Group which, if made public, may significantly influence the price of the financial instruments issued by the Company.

In this regard, the Company has adopted specific procedures and tools to maintain the confidentiality of information by adopting a specific procedure for keeping and updating the Confidential Information Register and a Regulation for the internal management of relevant and privileged information.

Any information learned by reason of the assignment or the function performed must be kept confidential and is to be considered the exclusive property of BS SERVICE GROUP S.R.L.

All communication to the outside world takes place in compliance with current regulations and company procedures.

The Company establishes its relations with operators in the field of information and communication systems and bodies, mass media and advertising services in compliance with the principles of this Code of Ethics.

This code of ethics is brought to the attention of internal and external stakeholders by means of specific communication.

In order to ensure that all collaborators understand the code of ethics correctly, the personnel organises and implements an annual training plan aimed at promoting knowledge of ethical principles and standards.

Training initiatives are differentiated according to the role and responsibility of collaborators; in addition, a specific initial training programme is provided for new hires.



## **2.5. Standards of conduct in relations with third parties**

### **2.5.1. Relationships with collaborators and consultants**

In the context of relations with Collaborators and Consultants, Recipients are required to:

- ✓ carefully evaluate the opportunity to use the services of external collaborators;
- ✓ select counterparties of adequate professional qualification and reputation;
- ✓ establish efficient, transparent and collaborative relationships, maintaining an open dialogue;
- ✓ port in line with the best commercial practices;
- ✓ obtain the cooperation of the Collaborators in constantly ensuring the most convenient relationship between quality of service and cost;
- ✓ demand the application of the contractually provided conditions;
- ✓ require Collaborators to comply with the principles of this Code of Ethics and include a specific provision in the contracts;
- ✓ operate within the scope of current legislation and require its timely compliance.

Conduct contrary to the principles expressed in the Code of Ethics can be considered, by the body, a serious breach of the duties of fairness and good faith in the performance of the contract, a reason for damage to the fiduciary relationship and just cause for termination of contractual relationships.

### **2.5.2. Customer Relationships**

Contracts and communications made to the company's customers must be:

- clear and simple, in language as close as possible to that normally used by the representatives; compliant with current regulations, without resorting to elusive or otherwise unfair practices;
- complete, so that no element relevant to the customer's decision is overlooked.

In the context of relations with companies and workers, Directors, Employees and Collaborators are required to:

- ✓ develop and maintain favourable and lasting relationships with them, based on maximum efficiency, collaboration and courtesy;
- ✓ comply with the commitments and obligations assumed towards them;
- ✓ provide accurate, complete, truthful and timely information;
- ✓ elaborate communications inspired by criteria of simplicity, clarity and completeness.
- ✓ require them to comply with the principles of this Code of Ethics and include a specific provision in the contracts;
- ✓ operate within the scope of current legislation and require its timely compliance.

The behavioural style of BS Service Group Srl is characterised by availability, compliance with laws and regulations and courtesy, with a view to a collaborative and highly professional relationship.

The collaborators of Lombardia Integrata, whether employees, suppliers, partners or consultants, in the production and management of services provided to the Public Administration, must also engage in a conduct aimed at avoiding the occurrence of crimes envisaged by Italian Legislative Decree 231/2001.

### **2.5.3. Relations with suppliers**

The purchasing processes are based on the search for high and efficient standards of service, the granting of equal opportunities for each supplier, loyalty and impartiality.

Therefore, the collaborators assigned to these processes are required not to preclude anyone - that meets the requirements - from competing for the entering into of contracts, and to implement - in the selection of the list of candidates - objective and documentable criteria.

For BS Service Group Srl, the reference requirements are the appropriately documented availability of means, organisational structures, project capacity and resources, know-how, etc.

The Company has obtained ISO 9000:2005 certification and is also working to obtain environmental certification for the ISO 14000 series.

The Company has obtained ISO 9000 certification and is also working to obtain both ISO 14000 certification and environmental certification.

Relations with suppliers are based on the search for a fair competitive advantage, the granting of equal opportunities for the parties involved, loyalty, impartiality and recognition of the professionalism and competence of the interlocutor, The Company undertakes to require its suppliers and external collaborators to comply with behavioural principles corresponding to its own, considering this aspect of fundamental importance for the creation or continuation of a business relationship. To this end, suppliers are informed of the existence of the Code of Ethics and of the related commitments by providing specific clauses in the individual contracts.

The choice of suppliers and the purchase of goods and services are carried out by the appropriate functions based on objective assessments of skills, competitiveness, quality and price.

Suppliers are required to:

- ✓ establish efficient, transparent and collaborative relationships, maintaining an open and frank dialogue in line with the best business practices;
- ✓ constantly ensure the most convenient relationship between quality, cost and delivery times;
- ✓ comply with the contractual conditions;
- ✓ abide by the principles of this Code of Ethics
- ✓ operate within the framework of current legislation on contractual, contributory, occupational safety and health and environmental protection
- ✓ do not use child labour or non-consenting persons in the performance of their activities.

#### **Integrity and independence in relationships with suppliers**

Entering into any contract, agreement or partnership must always be based on extremely clear criteria, avoiding generating any form of mutual dependence.

Therefore:

- any contract of a significant amount must be constantly monitored;
- short or medium-term contracts are preferred as long as they contain price review clauses;
- it is not fair to induce a supplier to enter into a contract that is unfavourable to them by implying a subsequent, more advantageous contract.

To ensure maximum transparency and efficiency of the purchasing process, BS Service Group Srl provides for:

- the separation of roles between the unit requesting the supply and the unit entering into the contract;
- adequate readability of the choices adopted;
- the preservation of information as well as all documents relevant to the management of the relationship

#### **Ethical behaviour in supplies**

Violations of the general principles of this code of ethics involve sanctioning mechanisms, also aimed at avoiding crimes against the public administration.

To this end, specific clauses aimed at this purpose are provided in the body of each individual contract.

#### **2.5.4. Intra-group relations**

All intra-group relationships are managed in full compliance with current regulations, as well as in compliance with the principles set out in this Code of Ethics.

The relationships between the Group companies and the information of each company intended for the preparation of the consolidated financial statements meet the criteria of transparency, fairness, effectiveness and traceability of the underlying economic relationships and related financial flows.

#### **2.5.5. Relationships with Related Parties**

The Company pays particular attention to transactions with related parties, including intra-group transactions, which must be carried out in full compliance with the principles of objectivity, transparency and truthfulness, as well as in accordance with the Procedure for Transactions with Related Parties available on the Company's website.

### **2.5.6. Relations with the Public Administration and Supervisory Bodies**

Public Administration must be understood as the broadest meaning that includes all those subjects that can be qualified as such according to current legislation and current doctrinal and jurisprudential interpretations.

By way of example, the concept of Public Administration includes public officials understood as bodies, representatives, agents, representatives, members, employees, consultants and persons in charge of public functions or services, public institutions, public administrations, guarantor and supervisory authorities, public bodies at international, state, local level, as well as private bodies in charge of public service, concessionaires of public works or public services and in general, private subjects subject to public discipline.

Relations with the Public Administration, public officials or persons in charge of a public service must be inspired by the strictest compliance with the applicable provisions of law and regulations and may not in any way compromise the integrity or reputation of the entity.

The assumption of commitments and the management of relations with the aforementioned subjects are reserved exclusively for the officers in charge and authorised personnel, in compliance with internal procedures.

In the context of relations with these subjects, the Recipients shall refrain from offering, even through an intermediary, money or other benefits to the public official involved, to their family members or to subjects in any way related to the same and from seeking or establishing personal relationships of favour, influence, interference with the aim of affecting, directly or indirectly, their activity.

The body rejects any behaviour that may be interpreted as promising or offering payments, goods or other utilities of various kinds in order to promote and favour its own interests and take advantage of them.

Gifts are permitted only if of modest value and, in any case, if they cannot be interpreted in any way as a means of receiving illegitimate favours, and always with the explicit authorisation of the Directors.

Any employee who directly or indirectly receives proposals for benefits from public officials, public service officers or employees in general of the Public Administration or other Public Institutions that constitute a similar case, must immediately report to the internal body responsible for supervising the application of the Code of Ethics, if an employee, or to their contact person, if a third party.

### **2.5.7. Relations with political and trade union organisations and other forms of associations**

Also in order to contribute to the economic and social development of the territories in which it operates, the Company, in the context of carrying out its corporate mission, interacts with trade unions, politicians and other forms of associations.

Those who are delegated by the Company to deal with these subjects are required to comply with the laws, avoiding any collusive or corruptive phenomenon.

### **2.5.8. Relationships with persons called to make declarations to the Judicial Authority**

The Company ensures and promotes correct, transparent and collaborative behaviour in its relations with the Police Bodies and the Judicial Authority.

It is forbidden to put in place any form of conditioning against anyone (employee, collaborator or third party) who is called upon to make statements before the Judicial Authority, which can be used in criminal proceedings.

### **2.5.9. Institutional relations**

Every relation with local, national and international public institutions attributable to normal administrative activity is oriented towards criteria of transparency and fairness, avoiding collusive attitudes.

Every relation with local, national and international public institutions attributable to normal administrative activity is oriented towards criteria of transparency and fairness, avoiding collusive attitudes.

In order to guarantee maximum clarity in relations, contacts with institutional interlocutors are negotiated exclusively by representatives who have received an explicit mandate from the top management of BS Service Group Srl.

### **2.5.10. Information and external communications**

The Recipients of the Code of Ethics undertake not to disclose information relating to the Company or the Group which, if made public, may significantly influence the price of the financial instruments issued by the Company.

In this regard, the Company has adopted specific procedures and tools to maintain the confidentiality of information by adopting a specific procedure for keeping and updating the Confidential Information Register and a Regulation for the internal management of relevant and privileged information.

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### 3. Implementation, control and monitoring

#### 3.1. Body responsible for supervising the application of the Code

#### 3.2. Reports

#### 3.3. Penalties

#### 3.4. Disciplinary measures

#### 3.5. Final provisions

### **3. Implementation, control and monitoring**

The implementation and compliance with the Code of Ethics are monitored by the Supervisory Body which also promotes initiatives for the dissemination of knowledge and understanding of the same, in collaboration with the Directors.

Any violation of the Code may be reported at any time to the Supervisory Body or the person in charge of internal control who undertake to ensure the secrecy of the identity of the whistleblower, without prejudice to legal obligations. The reports, like any other violation of the Code detected following other assessment activities, are promptly assessed by the Supervisory Body for the adoption of any sanctioning measures.

#### **3.1. Body responsible for supervising the implementation of the Code of Ethics**

The Ethics Committee takes care of the application and dissemination of the Code; similar responsibility is assigned to the subjects at the top of each company area who guarantee compliance by all those who work within their role.

The Ethics Committee is appointed by the Company's Board of Directors, selecting subjects who, by training, role and function, can give the maximum guarantee of compliance with the Code.

#### **3.2. Reports**

All Recipients are required to comply with the Code and to report any behaviour that does not comply with the principles and rules contained therein. This Code is an integral part of the Organisational Model adopted by the Company pursuant to Legislative Decree no. 231/2001.

Reports of violations or requests for clarification on the interpretation of the Code may be addressed to the Ethics Committee responsible for receiving and managing reports in compliance with applicable laws, using the internal reporting channels provided for in the Group Whistleblowing Policy.

Any reports of violations of the Code of Ethics, unlawful conduct or hypotheses of crime relevant pursuant to Legislative Decree no. 231/2001 must also be addressed to the Ethics Committee which, in compliance with any applicable law, will report to the Supervisory Body in accordance with the provisions of the Group Whistleblowing Policy and the Regulations of the Ethics Committee in force.

Whatever the communication channel used by the reporting party, the Company undertakes to treat any report received with confidentiality, in compliance with the Group Whistleblowing Policy and any applicable law.

#### **3.3. Penalties**

For employees, compliance with the rules of the Code of Ethics is an essential part of their contractual obligations. Therefore, their violation constitutes a breach of the primary obligations of the employment relationship or a disciplinary offence and involves the adoption of disciplinary measures proportionate to the seriousness or recidivism or the degree of guilt, in compliance with the discipline referred to in art. 7 of the Workers' Statute, with all legal consequences, also with regard to the preservation of the employment relationship and compensation for damages.

The provisions of this Code also apply to temporary workers who are required to comply with its precepts. Violations are sanctioned with disciplinary measures adopted against them by the respective labor administration bodies.

With regard to the Directors, the violation of the provisions of the Code may result in the adoption of measures proportionate to the seriousness or recidivism or the degree of the fault, until the revocation of the mandate for just cause.

The violation of the Code by suppliers, collaborators, external consultants and other Recipients other than the aforementioned subjects, is considered as a serious fact, such as to determine in the event that this relationship is governed by a contract, the termination of the contract, in compliance with the law and the contract and without prejudice to the right to compensation for damage and the possibility of criminal prosecution in cases where a crime occurs.

### **3.4. Disciplinary measures**

Compliance with the Code of Ethics is an integral part of the contractual obligations of employees, collaborators and, more generally, of all Recipients.

Any violations make applicable measures by the Company, modulated in relation to the severity and within the limits of the regulatory framework in force.

With regard to employees, non-compliance may result in disciplinary and sanctioning proceedings until the termination of the employment relationship and, for the directors and statutory auditors of the Company, the suspension or revocation of the office.

Non-compliance by external parties may result in the termination of the contract, assignment or in general of the existing relationship with the Company, as well as - where there are conditions - compensation for damages.

Without prejudice to the provisions of the Whistleblowing Policy regarding disciplinary sanctions and other measures.

### **3.5. Final provisions**

The Board of Directors of the Company approves the Code of Ethics by board resolution, as well as any changes/additions made to it.

The Board of Directors takes care of the updating and possible revision of the Code of Ethics, and evaluates any proposals for amendments/additions from the Supervisory Body and the Ethics Committee.

The companies belonging to the Group also adopt the Code of Ethics by their own board resolution, adapting it, where necessary, to the peculiarities of each company in line with their management and organisational autonomy and in consideration of the applicable laws.

This Code of Ethics will also be available on the Company's website.

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The provisions of this base code constitute the minimum standards required and not the maximum. The code base should not be used to prevent companies from exceeding these standards. It is understood that the companies that will adopt this base code will comply with the provisions of national law. If it is verified that both the national law and the code base cover the same issues, the provision that offers the most protection will apply.

*NB: We have done our best to accurately translate the official English language version of the ETI Base Code. To verify the completeness or accuracy of the translation itself, please refer to the official English language version.*