



**ORGANIZATIONAL, MANAGEMENT &
ASSESSMENT MODEL
LEGISLATIVE DECREE 231/01 AND
CORRELATED NORMS FOR INTEXO SB SRL**

ETHICAL CODE OF CONDUCT
VERSION 6

The legislative decree n. 231 8 June 2001 introduced administrative responsibility for entities with or without juridical identity in the presence of crimes committed in their interest by persons who hold representation, administration and management mandates for the entity and by the subjects subjected to their direction and vigilance.

The responsibility of the entity is added to that of physical persons.

The sanctions provided for against the entity are particularly severe and could have a devastating effect both on its business and on the image itself of the entity.

The law calls for the entity to be exonerated from its responsibility in the event that the governing body demonstrates that they have adopted and efficiently activated organizational and management models necessary to prevent that any further crimes are committed.

The Company has executed a project to setup and activate the “Model” which is adequate for our business. The main elements of the Model are: “the Summary Document”, “Ethical Code of Conduct, Disciplinary System, Surveillance body; “the system of complaints”, “the communication system”, and a series of Protocols regarding the activities which have a higher risk of crime.

The board of directors approved a Model along with its constitutional elements as required by law and by the guidelines of the main category associations. Amongst these constitutional elements of the Model particular attention should be placed on the “Ethical Code of conduct”.

The Ethical Code of conduct is an official document of the Company and as such it was wanted and approved by company management. It contains the whole of the principles that the Company intends to conform its business activities to and that of the subjects that operate on its behalf and, meanwhile, it has the purpose of recommending, promoting and outlawing certain conduct that the Company requires not being adopted notwithstanding and beyond what is provided for by law.

In particular, the Company by means of the rules contained in the Ethical Code of conduct, intends to obtain reasonable prevention of crimes against Public Administration (and its assets) and white-collar crime indicated specifically in the delegated law, disciplining all activities considered at risk if privy of rules and regulations under a technical or deontological profile.

In this scope we understand how the Company, in order to give perceptive force to the dispositions contained in the Code has adopted a disciplinary System, in line with the CCNL and the Labor Code, in order to sanction conduct that damages the principles and rules of conduct in the Code itself.

In any case, it is important to anticipate that on every aspect concerning the Ethical Code of conduct and its relevant disciplinary system there will be specific training. Notwithstanding, given the necessity and importance of rendering effective the knowledge and application of the rules and principles contained in the Code and taken notice that the same is already formally active in our organization, We invite you to take note of the contents and to take the necessary actions that are of your competence in order to ensure as much knowledge and diffusion within the respective sections as per the copy attached to this letter.

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As well, please be informed that, other than the hard copy that will be promptly delivered, the Code will be present in an electronic format on the company's intranet page.

Rome, 19.07.2022

The president of the Board of Directors

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ETHICAL CODE OF CONDUCT OF INTEXO SB SRL

1. INTRODUCTION

The present Ethical (following also "Code") Code expresses principles and shared ethical values, traces the appointments and ethical and behavioral responsibilities in the management of business and business activities assumed by the employees / collaborators of Intexo SB S.r.l. (following also "Intexo SB" or "Society").

The Code confers juridical importance and obligatory effectiveness to the ethical principles and the behavioral standards that are contemplated in it, and above all to reach the goals of prevention of the connected crimes to the activity of the corporate body, characterizing the business policy of safeguard and contrast to the errand, also indirect, of such typology of crimes.

The contained prescriptions in the Code bind the behavior of whoever operates in its inside, in the account and or in representation of it.

The violation of the Code jeopardizes the relationship of trust among the Society and the transgressors and involves the subjection of the blamed to a disciplinary procedure conforming to the adequate principles and in proportion of the sanctions. The observance of the Ethical Code does not justify the violation of other national and international normative dispositions as well as those of routine and consolidated inside procedures.

Any interpretative conflicts between the principles and contents of the company's procedures and the principles and contents of the Code shall be resolved in favour of the latter. In whatever case, if there were to be questions or explanations it is possible to contact one of the following figures:

- **Superior:** is the person who possesses great competences in the sector of responsibility of the submitted one.

If the reporting or possible underlined problems concern the Superior beforehand, is possible to contact:

- **Organism of Vigilance:** the organ towards which it is possible to ask for explanations regarding the Ethical Code or to the organizational Model 231;-
- **Responsible of Human Resources:** who has the specialized function in the management of the personnel.

Every dependent or collaborator must receive a copy of the present Ethical Code and of its relative updating through the confirmation "Received delivery."

The Ethical Code is constituted in this way:

- from the general principles on the relationships with the Stakeholder, that define the values in reference to the activities of Intexo SB;
- from the criteria of conduct with each Stakeholder, which specifically provides the guidelines and rules to which the company's collaborators are obliged to comply with the general principles and to prevent the risk of non Ethical conduct
- from the mechanisms of realization, that describe the system of control for the observance of the Ethical Code and for its continuous improvement.

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1.1. INTEXO SB's MISSION

Intexo SB's mission is to follow excellence in regulatory consulting and the assistance to market access as well as promotion, in the management and supply of multiple services such as, for example and not exhaustive to, marketing, external communication, company strategy, development of plans and publicity programs, organization and planning of events and manifestations. All of which to enhance competencies and technological innovation in growth initiatives to add value to its shareholders, client satisfaction and professional growth for its collaborators.

1.2 THE RECIPIENTS OF THE ETHICAL CODE

The present Ethical Code of conduct is an integral part of the Organizational, Management and Assessment Model as provided for by article 6 of the legislative decree 231/2001. Company activities must be conformant to the principles expressed in this Ethical Code of Conduct.

The present Ethical Code of conduct is applied to all Company activities. The principles and dispositions of the Ethics Code of conduct are applied without exception to Intexo SB employees and all subjects (for example the members of the Board of Directors, external associates, etc) that, directly or indirectly, fixed or temporarily, establish, under any title, relations or collaboration agreements, cooperating in the development of its activities and contributing to reaching its objectives. All the above-mentioned parties furthermore shall be known as "recipients".

The Company obligates itself to make known its Ethical Code with the recipients through specific communication activities.

In order to favor the full application of its Code, the Company, within the realm of its responsibilities as provided for by legislative regulations, will also arrange the following:

- Constantly monitor the application of the Ethical Code of conduct on behalf of the interested parties, even through the gathering of eventual recommendations;
- Report eventual Code violations;
- Express binding recommendations regarding the eventual review of the more relevant company policies and procedures, for the purpose of guaranteeing the coherence of the Ethical Code;
- Provide, where necessary, for the periodical review of the Code;
- Propose or apply similar penalty measures in the case of violation;

Each Supervisor:

- Shall be an example with their own conduct for their associates;
- Promote the observance of the norms of the Code on behalf of the recipients;
- Operate in order that the recipients understand that the respect of the Code norms constitutes an essential part of the quality of work and its own activity;
- Adopt immediate corrective measures when required by specific situations;
- Will take action to prevent, within the limits of its own competencies and attributes, possible conduct that is non-conformant to valid norms, as present in the Code and in internal norms.

The activation of the Ethical Code is referred to the President of the Board of Directors (further known here as "President") that uses, for its purpose, the surveillance body as created based on the legislative decree 231/2001 as well as correlated norms (further known here as "Surveillance Body").

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1.2.1. RECIPIENT OBLIGATIONS

All actions, operations and negotiations and, generally, behaviors used by recipients of the present Code in the execution of work-related activities must be based on the following principles: honesty, correctness, integrity, transparency, legitimacy, clarity and reciprocal respect, as is explained below.

All activities must be carried out with professional rigor and obligation. Each recipient must supply adequate professional cause to assigned responsibilities and must act in a manner that protects the prestige and image of the Company for which it works for.

The recipients of the Ethical Code are compelled to the observance of its dispositions and principles herewith contained even in the case that the same are expressed as company behavioral criteria and not those regulated directly to the same recipients.

1.2.2. CONTRACT VALUE OF THE ETHICAL CODE

The knowledge and the adjustment to the prescriptions of the Code represent a prerequisite to the installation and the maintenance of relationships collaborated with thirds, towards which the Society commits to spread every relative information in a context of total transparency.

The observance of norms and provisions contained in the Ethical Code constitute integral and essential part of contractual obligations deriving from relations based on subordinate work. The violation of the above-mentioned norms constitutes an anticipatory breach of contract deriving from work or collaboration agreements, with every consequence as by law or contract.

1.2.3. VALIDITY OF THE ETHICAL CODE

The Ethical Code is valid both in Italy and abroad; even in consideration of cultural, social or work diversities, as well as for economic and normative treatment of associates is inferior to those normally applied in Italy. Intexo SB is obligated to guaranteeing continuous and appeasable improvement of practical levels in house in a coherent manner with the principles of this Code.

The Ethical Code is applied to all the entities with which the Society operates it operates and it is consequently binding for the behaviors of all of its collaborators. Therefore, the corporate body requires the enterprises with which they work and to the principal suppliers to hold a behavior in line with the general principles of the present Code.

1.3 AN ETHICAL AND COOPERATIVE APPROACH TOWARDS STAKEHOLDERS

Intexo SB aspires to maintain and develop a trust, loyal, correctness, transparency, collaborative and respectful relationship with its Stakeholders such as those categories of individuals, groups and institutions whose contribution is requested to realize the Company's mission or that they have an interest in play for its realization.

Stakeholders are those who carry out investments connected to Intexo SB activities, first hand the shareholders and, thereafter, its associates, clients, suppliers and business partners.

1.4 REPUTATION VALUE

A good reputation is an essential immovable asset.

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A good external reputation favors investments from shareholders, client fidelity, interest from the best human resources, collaboration from suppliers, and reliability towards creditors. Internally it allows the taking and implementing of decisions without friction and to better organize work without bureaucratic controls and excessive exercises of authority.

Given that the Ethical Code clarifies Intexo SB's particular obligations towards its stakeholders, its effective adaptation is proposed as the basis of evaluation when judging the company's reputation.

1.5 THE VALUE OF RECIPROCITY

This Code is based on an ideal for cooperation due to reciprocal advantages for the parties involved, with respect to each party's role. The Company therefore requests that, each Stakeholder acts based on principles and regulations inspired to a similar idea of ethical conduct.

2. GENERAL ETHICAL PRINCIPLES

Intexo SB considers of fundamental importance the development of services by part of its employees and associates based on diligence, competency, professionalism and efficiency also in order to supply services to its clients that are at an elevated qualitative level. The company believes that impartiality of treatment is a fundamental value in every relation both internally and externally as well as considering the individual along with his beliefs and rights, above all the human rights values to be protected.

The recipients of the present Ethical Code, as well as all those who act in name and on behalf of the entity, must adhere to, for what is within their competence, to the following main guidelines:

2.1. NEUTRALITY

Decisions that influence relations with stakeholders (such as the choice of client to serve, relations with shareholders, relations with the surrounding community and the institutions it represents), Intexo SB avoids any discrimination based on age, sex, gender differences, sexuality, health, race, nationality, political opinions and religious beliefs of its representatives interfacing with them honestly, correctly, neutrally and without prejudice.

2.2. HONESTY

Within the realm of its professional activities, the Company's associates must diligently follow the rules, the Ethical Code and its internal regulations. The pursuit of Intexo SB's interests cannot justify any form of dishonest conduct.

2.3. CORRECTNESS

When conducting business of any kind it is best to always avoid situations where the parties involved in the transactions are, or can appear to be in conflict of interest. With this it is intended both the case of an associate who pursues interests that are different from the Company's mission and from the balancing of Stakeholders interests or they gain personal advantage from business or

work opportunities, both in the case in which client and supplier representatives, or public institutions, act in contrast with fiduciary obligations tied to their position.

With each type of conduct in social life all the recipients of the present code must maintain adequate behavior that brings honor to their profession, Within the realm of the workplace and its hours the conduct of everyone must be inspired by correctness, respect and a spirit of collaboration.

2.4. CONFIDENTIALITY

Intexo SB ensures confidentiality of information and datas in its possession regarding the Company, its know-how, human resources, clients/users and suppliers and it abstains from searching for confidential information, with the exception of express and known authorization given in conformity with the law. As well, Intexo SB's associates and collaborators must not use confidential information for purposes that are not directly connected to company activities. This is also in full compliance with the contents of the 2016/679 European regulation on privacy

All recipients must maintain absolute confidentiality on facts they become aware of whilst carrying out work related duties, with reference to clientele and the Company. Office secrets include internal Company organization, internal regulations, projects, operations, even with reference to facts and situations that are no longer up to date.

2.5. RELATIONS WITH SHAREHOLDERS

The shareholder is not only a source of financing but also a subject with a variety of opinions and moral preferences. In order to have an orientation in its investment decisions and company deliberations it needs to therefore have all the relevant available information.

2.6. ENHANCEMENT OF COMPANY INVESTMENT

Intexo SB undertakes that its economic/financial performance is such to protect and increase the company's value, in order to adequately remunerate the risks that shareholders bear with the investment of their own capital.

2.7. VALUE OF HUMAN RESOURCES

Intexo SB's associates/ employees are an indispensable factor for the Company's success. For this reason the company protects and promotes the value of human resources in order to improve and build its patrimony and competitiveness regarding competencies possessed by each member of staff.

2.8. AUTHORITATIVE EQUALITY

In undertaking and managing contractual relations that imply the setup of hierarchical relations, particularly for its associates, Intexo SB undertakes to make sure that any form of authority is exercised with equality and correctness avoiding any form of abuse. In particular the company guarantees that its authority will not transform in a damaging form of power over dignity and autonomy of its collaborator and the work organizational choices made to protect the value of its collaborators.

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2.9. PERSONAL INTEGRITY

The Company refuses any form of behavior that could favor or ease the execution of practices from any culture or religion that is in contrast with the rules of ordinary public recognized by the State and that influence the physical integrity of persons with the end not connected to the treatment or, anyway, considered illegitimate by the rule of law.

The Company guarantees physical and moral integrity of its collaborators/employees, work conditions that have respect for individual dignity and work environments that are safe and secure., with particular reference and in full compliance with the contents of the Law of 29 October 2016 no. 199 containing the "Provisions on the fight against the phenomena of illegal work, the exploitation of labor in agriculture and pay realignment in the agricultural sector", contents applicable also to realities different from agricultural ones.

Intexo SB prohibits promotion, direction, organization, financing and transportation of foreigners in the territory of the State, or the fulfillment of other acts aimed at illegally obtaining entry into the territory of the State, or of another State of which the person is not a citizen or has no permanent residence title, in the cases provided for by the law in force, nor to favor the illegal stay of the foreigner in the territory of the State in order to obtain an unfair profit from the condition of illegality of the aforementioned.

In addition, the institution censures any type of activity or behavior, even at the abstract and potential level, configured in art. 25-terdecis D.lgs. 231/01 "Racism and xenophobia".

2.10. TRANSPARENCY AND COMPLETENESS OF INFORMATION

The associates/employees of Intexo SB must communicate complete, clear, true, transparent, comprehensible and accurate information in such a way that, the setup of relations with the company, the Stakeholders are capable of taking autonomous decisions and are aware of the interests involved, of the alternatives and the relevant consequences. In particular, in the negotiation and drafting of eventual contracts, the Company takes note of making the other party aware of behavior to adopt in all circumstances provided for, in a clear and comprehensible manner.

The decision-making process, authorization and development of all activities must be adequately registered so as to be subject to later verification.

Furthermore with reference to professional ethics all the recipients of the present Code must undertake, in a criminal procedure as per article 377 of the Italian Criminal Code to not induce anyone to not render declarations to Judiciary Authority as well as to not render them falsely.

They do not:

- oblige, induce or condition, in any form and by any means, in the judicial interest or to avail itself of the right not to reply;
- accept / offer money or any other benefit, including through third parties, to provide untruthful declarations.

2.11. CONTRACT MANAGEMENT

In the formulation of any contracts, the Company takes care to specify to the contractor the behaviors to be held in all the foreseen circumstances, in a clear and understandable way.

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Contracts and work mandates must be executed based on what has been agreed upon by the parties involved. Intexo SB undertakes to not take advantage of conditions of ignorance or incapacity of its counter-parties.

It is to be avoided that in existing relationships, anyone acting in the name and on behalf of the Company tries to take advantage of contractual lacunae, or unforeseen events, to renegotiate the contract for the sole purpose of exploiting the position of dependence or weakness in which the interlocutor has come to find.

2.12. QUALITY OF SERVICES

Intexo SB orients its activities on the satisfaction and protection of its clients listening carefully to requests that can favor an improvement in the quality of goods and services. For this reason the Company addresses its activities towards research, development and commercialization to elevated standards of quality for its services.

2.13. FAIR COMPETITION

The Company undertakes to respect the rules of correct competition avoiding the risk of committing anticompetitive, unfair or fraudulent conduct towards competitors and refraining from collusive, predatory and abuse of position.

Since the Treaty of Rome of 1957 which constituted the European Union, free competition is a fundamental tool for the creation and implementation of the European economic and political model. For this reason Intexo SB S.r.l., through this Ethical Code, fully complies with EU competition law and the corresponding national laws on competition.

The improper and anti-competitive practices are not compatible with the Statute, the laws, the rules, the values that inspire the institution and in contrast with the Corporate Reputation built and preserved over time.

All information concerning customers and suppliers, commercial transactions, prices, contractual conditions or potential competitors are collected using exclusively legal means.

The practice of defamation against one's own direct competitor is prohibited.

Except in cases where the information is in the public domain, during contacts with possible competitors it is forbidden to talk about:

- customers, including agreements established;
- suppliers, including established agreements;
- financial information, including the cost incurred for the purchase of goods and services, profit or any profit margins;
- any public tenders;
- production capacity;
- prices or methods used for their definition on the market.

The contacts established with potential competitors must be scheduled and provide details of the reasons and be assessed in advance on a case-by-case basis with the assistance of the External Legal.

Conduits for the donation of money or other benefits, directly or indirectly through the use of a tax person / entity, aimed at altering the selection procedures of the contractor by another company in favor of Intexo SB S.r.l.

2.14. ENVIRONMENTAL PROTECTION

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The environment is Intexo SB's primary asset and so it undertakes to protect it, in consideration of the rights of future generations, engaging in every phase of its action to apply criteria of caution and a preventive approach to the environment and its biodiversity.

Intexo SB often takes into consideration the social and environmental impact of its activities as it is considered an element that strengthens the company's success.

The company contributes to the diffusion and sensitizing of themes on the environment, managing its activities in an eco-compatible matter, with respect to national and European law, both in its head office and in every site in which it works or has established working agreements.

With a view to promoting high environmental standards, the institution has introduced eco-sustainable behavior oriented, by way of example but not exhaustive:

- reduction in the use of plastic materials by formulating specific recommendations in this sense, especially in refreshment points;
- energy saving, for example by urging the switching off of lights and using natural light, encouraging the practice of automatic shutdown of the PC after a certain period of inactivity;
- the contraction in the use of paper limiting it to the essentials;
- to a punctual waste management through separate waste collection. In this sense it is absolutely forbidden to treat waste disposal in violation of the law, company procedures and ethical - organizational behavioral protocols of the Model;
- periodic cleaning of air conditioner filters to make the air cleaner;
- to make use of office supplies with recycled materials and / or purchased from a list of preferred suppliers in respect of the environment;
- encouraging the use of public transport for travelling required by work in order to prevent pollution and protect the environment.

All employees/collaborators are responsible for coordinating and controlling the implementation of recommendations and legal requirements in the field of environmental, pollution and waste disposal, etc.

The person mandated to carry out the necessary coordination and assessment with regards to the activating of regulations both national and international, in environmental, construction, urbanization, pollution and waste management etc., on behalf of every associate of the company.

All the recipients of the Ethical Code must contribute to the processes for the protection of the environment. In particular the subjects involved in the operational processes must pay attention to avoid any dumping or illicit release of damaging substances or special waste and treat the waste in conformity to special provisions.

It is absolutely forbidden to treat waste disposal in violation to law, company procedures and ethical-organizational Protocols of the Model.

The company promotes the participation of associates in the process for the prevention of risks, of specific formation, of environmental protection with reference to various normative updates on the subject as well as elaborate and communicate to the subjects involved on specific ethical-organizational protocols for prevention.

For the purposes of and for the effects of law 68/2015, the addressees of this Code shall be required to:

- Not cause a significant and measurable impairment or deterioration of water, air, large or significant portions of the soil or subsoil, an ecosystem, biodiversity, even agriculture, flora and fauna (pollution Environmental-art. 452-bis C.P.);
- Not irreversibly alter the balance of an ecosystem even when its elimination is particularly costly and achievable only through exceptional measures. Moreover, not to offend the public safety due to the relevance of the fact to the extent of the impairment or its detrimental effects or to the number of persons offended or exposed to the danger (environmental disaster-art. 452-quater C.P.);
- Not to assign, acquire, receive, transport, import, export, procure to others, hold, transfer, illegally abandon or dispose of unlawfully high-radioactivity material (traffic and abandonment of radioactive material-art. 452- Sexies C.P.).

The company promotes the participation of employees/collaborators in the process of risk prevention, specific training, environmental protection with reference to the various regulatory updates on the subject and processes and communicates to stakeholders These specific recommendations.

Periodically an evaluation of the environmental impact of the company activities is carried out through a Self Risk Audit that allows to identify any improvement actions on the subject.

2.15. CONTRAST POLICY TO CORRUPTION PHENOMENON

Intexo SB undertakes, through the present Ethical code, that it will not use any particular professional case of corruptive practices that procures interest or advantage for itself or third parties.

Corruption, in a juridical or general environment is defined as *“the conduct of a public official that receives, for him or others, money or other utility that he is not owed in any form.”*

Remember that if there are any doubts, questions to be asked or explanations needed on ambiguous circumstances, before executing an action, it is possible to discuss one’s uncertainties with their direct Superior or, in more significant cases, directly with the Surveillance Body.

2.15.1 Rules of conduct in relations with Public Administration

With regards to the present Code, for Public Administration it is intended *“any public entity, independent administrative agency, person, physical or juridical, that, beyond their juridical nature, acts in quality of a public official or in the quality of someone mandated to public service.”*

Undertaking obligations towards Public Institutions is exclusively reserved to company functions that are authorized and accountable, with respect to the most rigorous observance of dispositions of law, of EU norms, national and regional as well as applicable regulations and do not in any way compromise the integrity and reputation of the Company. Any direct activity is forbidden, or even

through assertion on a person, finalized to influence independence of decision and to ensure any advantage to the Entity.

The Board of Directors approved a specific "list of authorized and titled Apical figures to entertain relations with the public administration".

The recipients of the present Code must operate conformant to law and ethics.

Payments and compensation are severely forbidden in any form, offers, promises or effectively directed or through a physical person or juridical to induce, facilitate or remunerate a decision, the execution of an office act or contrary to office obligations of Public Administration, put in place in the interest of the intermediary or to his advantage.

The dispositions as per the previous clauses are applied even towards physical or juridical persons that act on behalf or within Public Administration or in the case of illicit pressure.

In the event that the recipients of the present Code receive explicit or implicit requests of benefits in any nature on behalf of the Public Administration or on behalf of physical or juridical persons that act at the behest or on behalf of Public Administration, they must immediately suspend any relations and inform their superior of the event in writing.

The same subjects cannot elude the limitations indicated in the previous clauses recurring to different forms of aid and contributions that, under the guise of sponsorship, mandates, consultancy, publicity, etc. having the same finality forbidden by the present contract.

The dispositions indicated in the previous clauses are not applied to ordinary and reasonable representative expenses or to gratuities of minor value that correspond to normal habits in relations between intermediaries and subjects indicated in the present clause and always that they do not violate dispositions of law.

As well, it is strictly forbidden to:

- To give or promise, also by interposed person, money or other utilities not due to apical figures of other companies or private entities, to provide advantage to Intexo SB, so that these Compiano or omit an act in breach of their obligations even if the offer is not accepted and the corruptive stress is not received;
- To manage any requests for grants and public financing in an untruthful, incomplete, outdated and predisposed manner by non-competent functions in relation to the data transmitted to the public body;
- To transmit to the public body the documentation required for the possible financing not adequately accompanied by a "certificate of truthfulness" drawn up by the person who is functionally appointed to the preparation of the specific Act;
- Induce the State or Public Entity to make mistakes, with gimmicks or deception, to procure for the company an unjust profit damaging others. The unjust profit can be direct or indirect and also include contributions, financing, and other funds issued by the State, by a Public Entity or by the European Union. As per the present Code for "gimmick or deception" it is intended *"any simulation or dissimulation created to induce to error, inclusive of false*

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declarations, circumstantial omissions that there is an obligation to refer, simple malicious silence on certain circumstances that there is an obligation to disclose, etc.”

- Use and present declarations or false documents or certificates attesting things that are not true, or rather omitting information due, to obtain an advantage or in the interest of the entity, contributions, financing, or other funds issued that are denominated concessions by the State, by a Public Entity or by the European Union;
- To not address financed contributions, or other funds that are State concessions, by a Public Entity or by the European Union, for the realization of works or for the development of activities that are of public interest which are pre-established, to directly or indirectly procure an advantage or utility for the entity;
- Alter in any way the functioning of the IT system or intervene illegally with any means on data, information or programs contained in an IT system that is pertinent to damaging the State or Public Entity, to directly or indirectly procure an advantage or utility for the entity. For the means of the present behavioral Code for “IT system” it is intended a “*whole set of equipment designated to execute any function useful for persons, through the use (even partial) of information technology.*”

In the event the company uses a consultant or third party to be represented in relations with Public Administration, towards these subjects and their personnel the same directives that are valid for company employees is applied. Furthermore in the choice of such consultants, the Company will privilege professional, correctness and competency criteria, excluding anyone with organic relations or already employed by Public Administration, even indirectly through other entities, or by parental ties.

It is mandatory to align itself with what is contained in the Ethical Code for civil servants, to the amendment of the Monti-DPR government of 16 April 2013 N. 62 extending, however compatible, the obligations of conduct provided for by the Code to all collaborators or consultants who with any type of contract or assignment and in any title operate for P. A ., to holders of bodies and offices in the direct cooperation departments of the public authorities, as well as to collaborators in any capacity of undertakings supplying goods or services and carrying out works in favour of the public administration. This with the inclusion, in private contracts by the public administration, of specific clauses for resolving or forfeiture of the report in case of breach of the obligations arising from the aforementioned code.

It is recalled that Intexo SB prohibits the conferral of a consultancy assignment to a former public servant, to their relatives, or to persons with whom such persons have notoriously close links contrary to the content of art. 53 paragraph 16-ter of D. LGS. 165/2001 (Text only public servants) entered in law 190/12, an integral part of the decree 231/01 and following. These are, in particular, of former public servants, or components of the political bodies of the public Administrations ' summit, which in the preceding three years of service have exercised authorizative or negotiating powers on behalf of the P.P.A.A. having As the Addressor the same Intexo SB (so-called prohibition of cons or revolving doors).

In the case in which, within specific contracts, there is a recall to norms and documentation on anti-corruption both international and/or valid in a certain country, the employee/associate must carefully read through the norm and be scrupulously observant of the relevant content, directly contacting their Superior if they have doubts or need further explanation.

In any case, please note that within the ethical organizational Protocol n4/2008 “General principles inherent to the management of relations with Public Administration” there is a list of instruments for prevention and behaviors to activate in order to guarantee that all relations with Public Administration are carried out in a clear, correct, transparent, traceable and verifiable manner *ex post*.

2.15.2 Gifts, homages and benefits

No form of gift is admissible, even from other companies with which Intexo SB is involved in contractual agreements, that can also only be interpreted as further to normal commercial practices or common courtesy, or even directed to acquiring favorable treatment in the conduction of any activity, which is linked to the Company.

In particular, any form of gratuity is forbidden for foreign or Italian dignitaries, or to their family members, that can influence independent decisions or induce the assurance of any advantage, with the exception of cases in which there has been previous special approval.

Therefore, the recipients of the present Code must abide by the provisions of art. 25 of D. LGs. 231/01, they:

- Cannot abuse of their qualification or of their powers to obligate or induce subjects that have gained or could gain benefit from decisions or activities connected to their office directed to giving or promising – to them or third parties, on behalf of the entity- money, gifts or other gratuities;
- They cannot receive or accept the promise of money, gifts or other gratuities for their benefit, for a third party or on behalf of the entity, to carry out deeds which are contrary to their office’s obligations or to have carried out a deed which is contrary to their office’s obligations, by subjects that have gained or can gain benefit from decisions or activities inherent to their office, with the exception of gifts that qualify as common courtesy;
- They cannot receive or accept the promise of money, gifts or other gratuities on their behalf, or for others or on behalf of the entity, to omit or delay an office deed;
- They cannot commit acts to favor or damage a party in civil, criminal or administrative court proceedings, and cause a direct or indirect advantage to the entity.

Such behaviours, which do not admit derogations and a regulation that does not admit exception not even in those countries where offering gifts of value to a commercial partner is custom, concerns both those promised and offered as well as the gifts received; we must point out that as a gift it is intended any type of benefit (free participation in conventions, promises of a work contract, etc.). In any case the Company abstains from practices that are not allowed by law.

The person responsible must document the gifts that are eventually offered- with the exception of those of modest value- in an adequate manner to allow for checks and authorizations and who will provide precautionary communication to the charge appointed by the company.

Intexo SB employees who receive gifts and benefits that are not within the realm of those allowed for, must, based on established procedure, to communicate to the company’s appointed charge that

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will evaluate the appropriateness and move to notify the sender of the Company's policies in relation to the matter.

In the case that an employee or an associate nurtures suspicions on potential cases, even only on a trial level, of malfeasance or corruption towards a public official (wherein "public official" is intended "*any person who works at, or acts on the behalf of, or holds a role or responsibility in the execution of public service for the government, entity or administrative or public authority, as well as any independent public entity, political party, administrative authority or entity and its connected offices.*") Within the definition of public official health workers are included as they carry out their activities for public entities or they carry out consultancy tasks, paid or not), of a company Partner or its representative, must promptly inform his direct superior or the Surveillance body.

2.15.3 Rules of conduct in social & accounting activities

Intexo SB observes correct, complete and transparent rules of accounting, based on criteria indicated by legislative dispositions on the subject, including criminal, civil and fiscal policies as well as applicable Accounting Principles.

Regarding accounting activities for company management, the employees and associates must scrupulously follow applicable law and internal procedures, ethical protocols organized so that every operation is correctly registered, also authorized, verifiable and legitimate.

The employees and associates must be transparent towards the Chartered Accountant and Surveillance Body, and be fully collaborative whilst they are executing their respective activities of assessment and control.

For each operation a copy is kept with adequate supportive documentation in order to allow:

- An easy accounting registration;
- Identification of different levels of responsibility;
- Accurate reconstruction of the operation, even to reduce the probability of interpretative errors.

Each registration must exactly reflect what is shown in supportive documentation. It is the task of each recipient to make sure that the documentation is easily traceable and in order as per logical criteria.

The recipients that find out about omissions, falsifications, negligence in accounting or documentation on which accounting inscriptions base themselves, must refer without delay such facts to their direct superior or, in the case of particularly significant situations, to the Surveillance Body in order to allow for the activation of verification procedures.

2. CRITERIA OF CONDUCT

SECTION 1

CONDUCT CRITERIA IN SHAREHOLDER RELATIONS

3.1. CORPORATE GOVERNANCE

3.1.1 Intexo SB Srl shareholder's meeting

The Shareholder's Meeting is the privileged moment in order to instill beneficial dialogue between Shareholders and The Board of Director's. To this end the regular participation of Directors is ensured for such meetings.

3.1.2 Board of Director's Company

The Board of Directors is responsible for the functions and responsibilities of the strategic and organizational guidelines, as well as for verifying the existence of the controls necessary to monitor the performance of the Company.

In order to ensure maximum transparency and respect for confidentiality, the appointment of the members of the Board of Directors takes place after a careful assessment of their professionalism, competence and morality.

3.1.3 Non-executive Directors

The Board of Directors is composed of non-executive members (as they do not hold operational and/or directive proxy within the company), such as to guarantee that their opinion can have significant weight on the undertaking of board decisions.

The non-executive members bring their specific competencies in board discussions, in order to favor an in-depth examination of arguments under discussion based on prospective that are diverse and with the consequent undertaking of meditated deliberations, knowledgeable and aligned with company interest.

3.1.4 President of the Board of Directors

The President of the Board of Directors is mandated to:

- Convene, as per company statute, the meetings guaranteeing that the members of the Board are advised with due notice receiving all the documentation and information necessary to allow the Board the possibility of expressing its approval after a knowledgeable examination on the topics, with the exception of necessity and urgency; in particular the Board of Directors has exhaustive information available in reference to atypical, unusual operations or with correlated parties;
- To coordinate the activities of the Board of Directors and to guide the execution of its meetings.

The President of Intexo SB takes care of the management of confidential information that is communicated externally and information regarding the Company.

3.2 EXTERNAL COMMUNICATION

Intexo SB's communication with Stakeholder's is based on respect for the right to receive information and on a free individual opinion; in no case is it permitted to share information or false and misleading information; The firm stresses the attention on the subjects of communication, that once public, could result in unpleasant situations that could cause the firm to be responsible.

Every communication activity respects the law, regulations, and Professional conduct practices and is realized with clarity, transparency and speediness, safeguarding "industrial" secrets and company "know-how".

Any form of pressure or undertaking favoring behavior is forbidden through communication means.

All press releases are available on the Internet, so as to allow for maximum availability.

In order to guarantee completeness and coherency of information, Company reports with mass media are exclusively reserved to mandated functions for maximum correctness, availability and transparency, with respect to communication policies defined by the Company and with respect to applicable norms on the subject.

Employees cannot supply information of any nature to media representatives or mass media in general, nor have any type of contact intended to share company information, without the preventive authorization of the Board of Directors.

Company representatives participate in conferences, seminars and workshops and allow for publications with a technical nature in relation to their activities, based on the following general rules of conduct:

- Participation in each convention with a selected number of associates;
- Preventive communication to the Board of Directors;

Beyond what is contained in single sections of the present chapter 3 of the Ethical Code all personnel, internally and externally, must also scrupulously follow norms and regulations on behavior inserted, recommended and suggested internally by different ethical and organizational protocols, as integral part of the Model as per legislative decree 231/01 and correlated norms.

SECTION II

CRITERIA OF CONDUCT IN RELATIONS WITH PERSONNEL

Intexo SB S.r.l. recognizes the need for a central role in development of human resources, with respect to their autonomy and to the importance of their participation in the Company *Mission*.

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3.3 PERSONNEL SELECTION AND MANAGEMENT

The assessment of personnel, both in the recruitment phase and in the processes of management, development and access to roles and positions, is carried out on the basis of the correspondence of the candidates' profiles with respect to those expected and company needs and / or merit considerations, respecting equal opportunities for all stakeholders and on the basis of their professional qualifications and individual skills.

It is absolutely forbidden to use child labor or forced / forced labor.

The requested information is strictly linked to the verification of the aspects foreseen by the professional and psycho-attitudinal profile.

Within the limits of the available information, the Human Resources Function takes appropriate measures to avoid discrimination, favoritism, nepotism, or forms of clientelism in the selection and recruitment phases by choosing, appointing, remunerating and organizing human resources on the basis of merit criteria, competence, objectivity and reasonableness. All in respect of the private sphere and the opinions of the candidate, without any discrimination of religion, gender difference, race, nationality, political or trade union belief and favoring, compatibly with the general efficiency of the work, that flexibility in the organization of work that facilitate the management of maternity status and in general childcare.

The company, in respect of its employees/collaborators, avoids any form of discrimination against its collaborators, of slavery or servitude or of a continuative subjection also within the meaning of art. 600 c.p. Moreover, the firm contrasts the phenomena, also veyed and indirect, that may involve on the territory the acceptance of principles related to racial hatred, xenophobia or the aiding of illegal immigration in full compliance with Contents of laws 161/2017 and 167/2017.

Diffusion of human resorce policies

Personnel management policies are made available to all employees / collaborators through the normal corporate information and dissemination tools typically used (internal regulations, Internet, company website, organizational documents and communications from managers).

Valorisation and training of personnel

The managers make full use of all the professional skills present in the Company in order to improve and increase the wealth and competitiveness of the skills possessed by each employee / collaborator in the organizational context by activating the available levers to encourage the development and growth of own collaborators.

To this end it considers the meritocratic criterion, professional competence, honesty and correct behavior to be a privileged basis for the adoption of every decision concerning the career and any other aspect related to the employee.

In this context, the communication by the managers of the strengths and weaknesses of the employee / collaborator is of particular importance, so that the latter can tend to improve his / her skills also through targeted training. Therefore, at least once a year, an assessment of the performance of all employees is performed, identifying and sharing achievable objectives. The

evaluation of the collaborators is carried out in an enlarged manner involving the managers, the Human Resources Function and, as far as possible, the subjects who have entered into relation with the assessed.

The Company makes available to all employees information and training tools, residential and distance, with the aim of enhancing the specific skills and preserving the professional value of the personnel. Training is assigned to groups or individual employees in accordance with specific professional development needs; furthermore, as regards distance training (provided through the Internet, intranets or CDs), not directly assigned, each employee / collaborator can use them on the basis of his own interests outside of normal working hours. There is an institutional training provided at certain times in the company life of the collaborator (for example, for the new recruits an introduction to the Company and its business is envisaged) and a recurrent training addressed to the operating staff.

Each manager is required to enhance the working time of employees / collaborators by requesting services consistent with the performance of their duties and with the work organization plans. In this regard, work shifts are scheduled with part-time, flexible and teleworking hours.

It is an abuse of the position of authority to request, as an act due to the hierarchical superior, services, personal favors or any behavior that constitutes a violation of this Ethical Code.

The involvement of employees / collaborators in the performance of the work is assured, also including moments of participation in discussions and decisions that are functional to the achievement of the company objectives. The employee / collaborator must participate in such moments in a spirit of collaboration and independence of judgment. Listening to the various points of view, compatibly with the company needs, allows managers to formulate final decisions; the employee / collaborator must, however, always contribute to the implementation of the established activities.

3.4 CONSTITUTION OF THE WORKING RELATIONSHIP

The staff is hired with a regular work contract; no form of "irregular work" is tolerated, by way of example but not exhaustive:

- from the employment of third-country nationals whose stay is irregular in compliance with art. 25-duodecies D.lgs. 231/01 with reference to Legislative Decree no. 109/2012 and following;
- from exploitation of the need or need of the worker by using violence, threats or intimidation, by the provision of work for pseudo-contract, by the illegal detachment of workers or by the administration of illegal work in compliance with art. 25-quinquies of Legislative Decree no. 231/01 with reference to Law 199/2016;
- from the employment of workers of child age.

When the employment relationship is established, each employee / collaborator receives accurate information concerning:

- characteristics of the function and tasks to be performed;
- normative and remuneration elements, as regulated by the National Collective Labor Contract;

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- rules and procedures to be adopted in order to avoid possible health risks associated with work.

This information is presented to the employee / collaborator so that acceptance of the assignment is based on an effective understanding.

The provisions represented in this Ethical Code are part of the contractual obligations of all employees of the Company.

3.5 INTERVENTION ON THE WORK ORGANIZATION

In the case of reorganization of work, the value of human resources is safeguarded by providing, where necessary, training and / or professional retraining.

The costs of reorganizing the work must be distributed as evenly as possible among all employees / collaborators, in line with the effective and efficient operation of the company.

In the case of new or unforeseen events, which must be made explicit, the employee / collaborator can be assigned to tasks other than those carried out previously, taking care to safeguard his professional skills. This also includes particular periods crossed by the company due to company or sector crises, extraordinary transactions, etc.

In any case, the institution implements all the behaviors and decisions necessary to avoid phenomena of fictitious posting of a worker with the risk of committing the crime c.d. of "illicit detachment".

3.6 SAFETY, HYGIENE AND HEALTH IN THE WORK PLACE

All decisions regarding health and safety at work must be inspired by compliance with the law and with art. 25-septies Legislative Decree 231/01, in particular the provisions contained in Legislative Decree no. n. 81/08 and subsequent amendments and / or additions.

The Company undertakes to provide its employees and collaborators with suitable working environments to safeguard their health, safety and physical and moral integrity, including through professional risk prevention activities (for example, conduct of homicide or serious negligent injury or very serious) and information and training, in accordance with current legislation and the procedures / ethical protocols adopted by the Company, which must be strictly adhered to.

The Company undertakes to disseminate and consolidate a safety culture by developing awareness of risks, promoting responsible behavior by all employees / collaborators who, in their duties and functions, participate in the risk prevention process, safeguarding the environment and protecting hygiene, health and safety at work with regard to oneself, colleagues and third parties in **general; in fact**, it works to protect workers' health and safety as well as the interests of other stakeholders (European Directive 89/391, article 6), especially with preventive actions.

The Company's objective is to protect human, financial and financial resources, constantly seeking the necessary synergies not only within but also with suppliers, companies and customers involved in the Company's activities.

Intexo SB S.r.l., attentive to the evolution of the reference scenarios and the consequent change of threats, carries out technical and organizational interventions, through:

- monitoring of the risk and safety management system;

- a continuous analysis of the risk and criticality of the processes and resources to be protected;
- the adoption of sanitary measures and health monitoring of workers according to specific risks and emergency measures to be implemented in case of first aid, fire fighting, evacuation of workers and serious and immediate danger;
- the adoption of the best technologies and the periodic maintenance of environments and equipment;
- the control and updating of work methods;
- the contribution of training and communication interventions;
- the continuous improvement of the efficiency of the company structures and processes that contribute to the continuity of the services provided.

Alcohol, drug substance abuse and smoking

Intexo SB requires that all the recipients of the present Code personally contribute to maintain the work environment respectful and sensitive to everyone's needs.

Within the Company it is forbidden to:

- Arrive in the work place and carry out one's duties under the influence of alcohol or other drug substances that alter your one's psychological state;
- Consume and trade at any title substances whilst in the workplace;
- Smoke on work sites and, in any case, where smoke can cause significant danger for the structures and company assets or for the health and safety of colleagues, and third parties.

The Company undertakes to favor company action as provided on the subject in applicable legislation.

3.7 PRIVACY PROTECTION

Company activities require the acquisition, conservation, treatment, communication and diffusion, even through IT systems, of news, documents and other pertinent data for negotiations, administrative procedures, financial operations, know how (contracts, acts, reports, notes, studies, etc.).

The databases of the Company can contain, even in electronic formats the following:

- Personal data protected by norms on Privacy protection;
- Data that cannot be divulged outside the company regarding various agreements;
- Data that is imprudent to divulge or that can cause damage to company interests if disclosed.

All activity inherent to treatment, even through IT systems, of personal or confidential information must be managed with strict observance to applicable norms according to the European regulation 2016/679. . For this reason the Company undertakes to protect the privacy of its employees, associates, generated and acquired suppliers both internally and externally, adopting standards that specify the information that the company requests and the relevant methods for treatment, cancellation and conservation.

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Any investigation on ideas, preferences, personal tastes and in general on associate's private lives is excluded. Such standards also forbid, with exception to hypotheses provided by law, of communicating/disclosing personal data without the explicit consent of the interested party and establish rules to control, on behalf of each employee and collaborator, the norms for the protection of privacy. The Company adheres to what is established in Law 106/93 and its correlated norms.

On the other hand, even the employee is responsible for the protection of sensitive information as they become aware it through their work activities. For this reason employees must:

- Acquire and treat only necessary information for the execution of their duties;
- Acquire and treat the information only within specific procedures;
- Ensure that the information and sensitive information is correctly archived in files protected with a password and in filing cabinets that are closed by key in order to avoid that other non-authorized personnel have access;
- Disclose information only if strictly necessary, within the realm of prefixed procedures and/or explicit authorization from supervisory and/or managerial positions and rather, in any case, after having ensured the disclosure in the specific case of information;
- Ensure that there are no absolute or relative commitments to disclosure of information regarding third parties connected with the company by any type of relationship and, if the case, obtain their consent;
- Associate the data itself with such methods that each authorized subject who has access can gain a clear idea of the information in a precise, exhaustive and true manner;
- Exercise caution when using landlines and mobile phones;
- Attentively preserve information and sensitive data within their personal laptop computer during journeys;
- Do not discuss sensitive information in public;
- Ensure that personal information is conserved for the necessary amount as per its purpose for which it is treated;
- Ensure that the persons from which such sensitive data is gathered have been previously and clearly informed;
- Ensure that such sensitive information is used in a correct manner and for particular and transparent objectives.

It is important to note that once information and sensitive data is disclosed, it is very complicated to find a solution to the error.

The information, knowledge and data acquired or elaborated by the recipients of the present Code during their work-related tasks belong to the company and cannot be used, disclosed or shared without specific authorization from a Supervisor or competent Manager.

As well please note that after the termination of a work relationship with the company, the employee/collaborator and any other representative is bound to confidentiality on the information he acquired during his mandate.

For any doubts and/or uncertainties on operational behavior, each associate must direct, without indulgence, to their direct Superior who will involve for each specific problem, the Head for the Treatment of Information and/or Administrator of the System.

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3.8 INTEGRITY AND PROTECTION OF THE PERSON

The company undertakes to protect moral integrity of its employees/associates by guaranteeing the right to proper work conditions. For this reason it safeguards workers from acts of psychological violence and contrasts any discriminatory behavior towards the person, his convictions and preferences (for example, in the case of injustices, threats, isolation and excessive invasiveness, professional limitations, obstacles for better work prospective, unjustified interference in the execution of work-related tasks) as well as imposing that an intimidating environment is not created rendering everyone uncomfortable. Within this specific framework, the adoption of practices and procedures that prevent risks, and where present by identifying them promptly and removing their causes, arising from the stressful phenomena of:

- *Mobbing, intended as "the conduct of the employer or of the hierarchical, systematic and protracted superior in time, held against the worker in the working environment, which resolves itself in systematic and repeated hostile behaviors that end up Take forms of prevarication or psychological persecution, from which can achieve moral mortification and marginalization of the employee, with effect detrimental to his physiopsyc balance and the complex of his personality "(ex Plurimis, Cass. n ° 22393/ 2012);*
- *Straining, understood as an "attenuated form of bullying in which there is no character of the continuity of Vexatian actions" (Cass. Civ. sez. Work, Ord. 3977, 19.02.2018).*

This is to avoid the potential and abstract violation of the rules for the prevention of stress related work falling within the provisions of protection of the health and integrity of the worker.

The company does not admit and prevents where possible, and even persecutes mobbing, sexual and personal molestation of every type. Hence conduct or discussions that can disturb a person's sensitivity is to be avoided (for example, the exposure to images with explicit sexual reference, insistent and continuous references, conduct and inappropriate communications).

The Company, for itself as an entity and for physical persons capable of obligating themselves, become guarantor in not allowing the development of activities that are delinquent to ease the commission of crimes as per article 25-quinquies (crimes against the individual personality) as well as those contemplated in article 24-ter in legislative decree 231/01 (crimes in organized crime) as per the Lanzarote Convention of the European Union for the protection of minors against exploitation and sexual abuse.

Intexo SB's employee/collaborator that considers himself to be the object of molestation and to have been discriminated against for reasons tied to age, sex, sexuality, race, status of health, nationality, political opinions, work union membership, religious beliefs, economic conditions etc., can be reported to the Surveillance body that will evaluate the exact violation as per the Ethical Code of conduct. The disparities are not considered discrimination if justified or justifiable as based on objective criteria.

The company does not practice actions or pressure on human resources so that they, for interest or advantage of the dame, are induced to not render declarations or render them false or not fully true to judicial authorities (article 377 Criminal Code).

3.9 EMPLOYEE AND ASSOCIATE OBLIGATIONS

All associates and employees must execute their tasks, with courtesy and transparency, with a sense of responsibility, absolute diligence and collaborative spirit towards colleagues and third parties. They have to act with loyalty in order to respect obligations undertaken in their work contract and what is provided herewith in the present Ethical Code of Conduct.

Conflict of interest

All of Intexo SB's employees/ collaborators must avoid situations in which they can fall into conflict of interest and abstain from personally gaining advantage in business opportunities they gain knowledge of whilst carrying out their duties and tasks within their mandate.

It is forbidden to use the name and image of the Company for personal motive and interest.

Administrators, employees and associates that find themselves in a situation of conflict of interest, even only potential, must immediately give notice to the President of the Board of Director's that will evaluate the direction to take.

By example and not exhaustive to, conflict of interest can occur in the following situations:

- Executing a mandate as a Manager (President of the Board of Directors, Council, Supervisor) and have economic interest with suppliers, clients and competitors (possessing shares, professional interests etc.) even through family members;
- Take care of relationships with suppliers and carry out work activities even on behalf of a family member, with suppliers;
- Accept money or favors from people or companies that are or intend to enter into business relations with Intexo SB.
- To be a former public servant, or member of the political authorities of the summit of Public administrations, who in the preceding three years of service has exercised authorizative or negotiating powers on behalf of the public administrations having which addressee the same Intexo SB (so-called prohibition of cons or revolving doors).

In the case in which only one apparent conflict of interest manifests itself an employee/collaborator must advise his direct supervisor, who will, following procedure, inform the President who will evaluate case by case of its effective presence. In the case that ones direct Supervisor is involved, the associate must inform the Surveillance Body.

As well, the associate must, supply information regarding activities carried out outside work hours, in the case that such activities can appear as a conflict of interest for the same company.

Use of Company assets

Each employee/collaborator must be diligent when sing company assets, by being responsible and in line with operational procedures set up to regulate their use, documenting with extreme precision their use. In particular each associate must:

- Scrupulously and parsimoniously use the assets he has been lent;
- Avoid improper use of company assets that could cause damage or reduction of efficiency, or rather be in contrast with company interests;

- Each associate is responsible for the protection of resources he is assigned and has the duty of promptly informing his direct supervisor of any eventual threats or damaging events for the company.

In addition, the firm prohibits employees and collaborators within every perimeter in which the company operates, any manifestations that may also indirectly instigate the acceptance of racist or xenophobic ideologies.

Intexo SB reserves the right to negate distorted use of its assets and infrastructures through the use of accounting systems, for financial control reporting and analysis and prevention of risks, notwithstanding the respect of what is provided for in applicable law (law on privacy, labor law, etc.).

Use of IT instruments

The use of information technology systems, and in particular those connected to email services and access to internet, must be inspired to canons of correctness and loyalty on which the Code is based and conformant to, as well as regulations disclosed within the company, as per criminal norms that sanction the so called “Cyber crimes and illicit processing of data” in art. 24-bis D. LGs. 231/01 and following.

The transmission of data and information electronically to public subjects or official documents must follow legitimacy, truth, exact correspondence criteria for facts and circumstances that are represented. In particular, it is forbidden for all the recipients of the present Code to falsify electronic documents that are public or having official use.

It is also forbidden to abusively access an IT system, or rather detain or abusively disclose access codes to IT systems, as well as disclose equipment, of, aimed at intercepting, damaging, preventing or interrupting a computer or telematics system or related communications, any sort or software programs, directed to damage or interrupt an IT system.

The recipients of the present Code are promptly forbidden, from carrying out any interception conduct, impediment or illicit interruption of IT information; or rather to install equipment used to intercept, impede or interrupt IT communication.

Furthermore, every associate must not:

- Not use, consult or disseminate online audiovisual material that can make explicit reference to the hypothesis of xenophobia and racism;
- Send email messages that are unjust or threatening, non-using bad language, nor to express inappropriate comments that could be offensive to a person and/or damage the company’s image;
- Not navigate on internet sites which are offensive or disgusting and are not inherent to professional activities;
- It is promptly forbidden to detain material that is not regulated by norms on copyright (SIAE), or that are pornographic, even virtual, as this is a crime by law in accordance with art. 25-quinquies D. LGs. 231/01. It is reminded that a personal computer is to be used only for work purposes;

- To not interact with social networks, above all not during work hours, if not with preemptive authorization from the Human Resources supervisor for work related business (e.g. company marketing). Therefore in order to minimize the risks deriving from an improper use of so called “social technologies” on behalf of the employees/associates with reference to a possible distraction of the same from their work tasks both with reference to potential and eventual damage to the Company’s image.
- The use of the personal computer is exclusively for work reasons

The recipients of this Code shall be prohibited in an exhaustive manner, in addition, any conduct aimed at intercepting, preventing or disrupting the illicit communication or telematics communications; i.e. the installation of equipment to intercept, prevent or interrupt computer or telematics communications.

The conduct of corruption of information, data and computer programs is prohibited; Corruption of information, data and computer programs used by the State or by other public entity or otherwise public utility.

SECTION III

CONDUCT CRITERIA IN CLIENT RELATIONS

3.10 NEUTRALITY

Intexo SB undertakes to not arbitrarily discriminate against its clients.

3.11 CONTRACTS AND CLIENT COMMUNICATION

Contracts and communication with Company clients must be:

- Clear and simple, formulated in a language that is the closest to what is used on a daily basis;
- Conformant to applicable norms and **REGULATIONS**, without recurring to elusive unfair practices;
- Available on company intranet sites.

3.12 ASSOCIATE STYLE OF CONDUCT

The style of conduct of Intexo SB towards its clients is based on availability, respect and courtesy with an eye to collaboration and elevated professionalism.

3.13 QUALITY ASSESSMENT AND CUSTOMER SATISFACTION

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The Company undertakes to guarantee adequate quality standards for its services offered in conformity to predefined levels and to periodically monitor the perceived quality.

SECTION IV

CRITERIA OF CONDUCT IN RELATIONS WITH SUPPLIERS

3.14 SUPPLIER CHOICE

Purchasing processes are based on maximizing a competitive advantage for Intexo SB with regards to equal opportunities for suppliers, loyalty and neutrality.

The Company uses suppliers that operate in conformity with applicable law. The selection process of suppliers and the choices of purchasing conditions must be based on an objective evaluation of quality, and not only the price of the goods and services offered, of the capacity to supply and promptly guarantee goods and services at an adequate level as per the needs of the Company but also for ethical-deontological aspects. In no case can a supplier be preferred to another based on personal reasons, favoritism or other advantages, different from the exclusive and beneficial interests of the company.

All relationships setup with suppliers must be regulated by written agreement before any collaboration can begin; the contractors and subcontractors must comply with dispositions in the present Code as well as the various norms of reference, including the norms regarding “Responsibility in fiscal solidity” According to Legislative Decree 83/2012 and the following.

In particular company associates involved in such processes must:

- Not exclude anyone who possesses the required requisites from competing in the Bid tender process, adopting a choice of potential candidate with documentable and objective criteria;
- Ensure that each bid tender has a fair competition that is transparent, for example considering at least 3 companies in the supplier selection; eventual waivers must be authorized and documented.

For certain commodities categories the company has a Supplier Registry in which selection criteria is not a barrier for participation. For Intexo SB the reference requisites are as follows:

- Points obtained by the supplier in the Legal rating;
- The adoption and the constant updating of the organizational model, management and control D. LGs. 231/01 and related rules by the supplier;
- If obliged recipients, the inscription to the white list;
- Any voluntary adhesion to the Protocol of legality signed between Confindustria and the Ministry of the Interior on 10 May 2010 and subsequently supplemented;
- The social and environmental impact (the supplier's assessment takes place on the basis of negative characteristics such as the adoption of child labour or by virtue of criteria which enhance its reputation through, for example, the recruitment of working practices Specimens

- The availability of means, such as financial, organizational and structural, capability and project resources, know-how etc.;
- The existence and effective activation, of cases in which company specifications request, Adequate company quality systems (for example ISO certifications);
- In the case of commodities that include know-how or third-party rights, the obtainment by suppliers of a significant added value;
- The adoption of ethical company practices, protection of data, confidentiality and above all contrast against the use of corruption and/or malfeasance.

Payments must never be made in cash *for which there is an obligation to respect the contents of art. 25-Octies D. LGs. "Reception, recycling, use of money, goods or utilities of illicit origin and self-laundering"*.

3.15 INTEGRITY AND INDEPENDENCE IN RELATIONSHIPS

Relations with suppliers are regulated by common principles of the economic sector of belonging and for all the holdings of the company and are the object of constant monitoring on behalf of the company. Such relations also include consultancy and finance contracts/agreements.

The undertaking of a contract with a supplier is always based on relations that are extremely clear, avoiding any possible form of dependency.

For example:

- Any contract for a sum that is 50% above the supplier's company turnover must be communicated to company management;
- Usually, projects that are binding for long periods of time are avoided from being linked to short term contracts that need to be continuously renewed with price revisions, or rather consultancy contracts without an adequate transfer of know-how etc.;
- It is forbidden to induce a supplier to undertake a contract that is less favorable to him making him believe that this will lead to a more advantageous contract.

To ensure maximum transparency and efficiency of purchasing processes, the Company prepares:

- adequate reconstruction and traceability of the choices involved;
- preservation of information on official tender and contractual documents for the periods required by current regulations and referred to in the internal purchasing procedures.

The persons appointed to purchasing processes must immediately advise the President and the Board of Directors of any attempt to change normal commercial relations.

3.16 PROTECTION OF ETHICAL ASPECTS IN SUPPLY MANAGEMENT

Within the prospective of confirming procurement activities to ethical principles adopted, the Company undertakes to introduce, for particular commodities, certain social requisites.

Violations of the general principles of the Ethical Code will cause the application of sanctions meant to avoid crimes against Public Administration or corruption amongst private citizens. To this end, within single contracts such clauses are already provided for.

In particular, in eventual contracts with suppliers from Countries considered at risk, defined as such by recognized organizations, certain clauses are introducing that forecast the following:

- Self-certification on behalf of the supplier adhering to specific social obligations (for example, measures to guarantee that worker's rights are respected, such as fundamental rights, equality principles in treatment and discrimination, safeguarding against child labor); the periodic acquisition of regular residence permits for non-EU employees)
- The possibility of taking advantage of control mechanisms within production units or operational offices in the supplier company, in order to verify the satisfaction of such requisites.

SECTION V

CONDUCT CRITERIA IN SOCIETAL RELATIONS

3.17 ECONOMIC RELATIONS WITH POLITICAL PARTIES, WORKERS UNIONS AND ASSOCIATIONS

Political Parties

Intexo SB does not finance political parties in Italy or abroad nor their representatives or candidates, nor does it sponsor conventions or parties that are exclusively for political propaganda. They abstain from any type of direct or indirect pressure from political figures (for example, accepting names for hiring, consultancy contracts).

Workers Unions

The Company does not issue payment of any sort, directly or indirectly, to workers unions, nor to their representatives or candidates if not in the forms and methods provided for in applicable law. The relations with Workers Unions are based on principles of correctness and collaboration in the interest of the Company, its employees and society as a whole.

It is however possible to cooperate, even on a financial level, with such organizations for specific projects, so long as:

- Designation is clear and resources are documented;
- There is express authorization on behalf of the appointed persons within the realm of Intexo SB.

Associations

It is forbidden to participate or fund in any form, associations with a terrorist purpose.

3.18 RULES OF CONDUCT IN RELATIONS WITH SURVEILLANCE & CONTROL BODIES

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The company, in all its forms and articulations, bases its relations on subjects for surveillance and control with full collaboration, and full respect of their roles, leaving them the autonomy and power to execute their duties fully without limitation.

The company undertakes to supply, even if necessary in a precautionary fashion, all the information requested by the subjects involved in surveillance and control services, in a complete, correct, adequate and prompt manner. To this end the Company arranges and activates the necessary organizational procedures needed to identify the competent subjects and coordinate with surveillance and control bodies as well as provide with the gathering, elaboration and transmission of information requested by such subjects.

3.19 CONTRIBUTIONS & SPONSORSHIPS

The company adheres to contribution requests that are limited to proposals coming from entities and associations specifically non-profit and with regular statute and incorporation documents, that have elevated cultural and beneficial value and, in any case, that involved a notable number of citizens.

Sponsorship activities that regard social, environment, sport, entertainment and art themes, are designated only at events that offer quality guarantee and for which Intexo SB can collaborate in the project design in order to guarantee originality and efficiency.

In any case, in the choices proposed, the Company takes note of any possible case of conflict of interest on a personal or company level (for example family relations with interested subjects or ties to organisms that can, based on the activities they carry out, favor in any way Company's activities.

In order to guarantee coherence in contributions and sponsorships, the relevant management is regulated by a specific procedure that contains explicit reference to forbidden corruption practices between private parties.

3.20 RULES OF CONDUCT IN RELATION TO NATIONAL AND INTERNATIONAL ACTIVITIES

All the recipients of the present Ethical Code must:

- Not facilitate in any way organized crime affiliations with mafia styles, or designated to contraband cigarettes or drug-trafficking;
- Not to promote the procured illegal entry or favour the illegal immigration in accordance with art. 25-Duodecies D. LGs. 231/01
- Not be conducive in a way to personally favor or induce others to not render declarations or to render false declarations in a court of law or to change the functioning in any way.

4.1 INTERNAL CONTROLS

The recipients of the present Ethical Code must be aware that a control, management and organizational model has been adopted articulated into multiple, specific and codified Protocols, systematically and constantly updated, in order to ensure conformity to applicable legislation and full effectiveness, and conscience of the contribution and relevance of the Control, management &

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organizational model ensuring that strategic, operational and efficiency company objectives are met.

For “internal controls” it is intended *all necessary instrument or uses to direct, manage and verify structural activities in all their articulations with the primary objective of ensuring the compliance to laws and regional regulations, protect company assets, issue sufficient health activities and supply financial and accounting information that is accurate and complete.*

In this aspect, based on applicable law, such organizational Model, constantly updated, guarantees, the company from risks regarding “administrative responsibility in crime” and in consequent sanctions, as per the effects of legislative decree 231/01 and correlated norms.

The responsibility for creating an efficient control system is common at every operational level. Consequently all the recipients of the present Code, in the realm of their functions, are responsible for the definition, activation and correct functioning of controls inherent to operational areas they are responsible for. Within the realm of their competencies, Supervisors must participate in the company control system and also involve their associates. Each operation and transaction must be correctly registered, authorized, verifiable, legitimate, coherent and consistent.

4.2 REGISTRATION OF OPERATIONS

All of Intexo SB’s operations must be adequately registered in order to ensure an efficient and concrete traceability of the same and decision, authorization and involvement processes must be able to be verified.

Each operation must be adequately documented in order to proceed, in any moment, to inspections that can attest characteristics and motivations of the operation and identify who authorized, executed, registered, verified the operation itself.

4.3 RECOMMENDATIONS OR COMMUNICATION OBLIGATIONS OF COMPANY ADMINISTRATION AND/OR THE SURVEILLANCE BODY

All recipients of the Code must promptly advise the Surveillance Body and/or Company administration of all behavior, which is contrary to what is provided for in the present Code, by the organizational model to prevent crime, national and regional laws and internal procedures.

The company has undertaken to activate communication channels dedicated to people willing to denounce such events, in writing or anonymously, each violation or suspected violation of the Ethical Code to the Surveillance body at the following email address odv@Intexo.SB.it that will provide an analysis of the report, eventually interviewing the author and the personal responsible for the presumed violation.

This is also in accordance with the contents of the law of 30 November 2017 N. 179 concerning the “provisions for the protection of the perpetrators of reports of offences or irregularities of which they have become aware in the context of a public or private working relationship”.

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Any unsubstantiated, false, non-existent and effected reporting, with intent or gross negligence, in order to cause any of our colleagues and/or collaborators to be considered infringing and sanctioned in compliance with the contents of the Ethical protocol Organisational No. 6/2008 "*disciplinary system and sanctions mechanisms*". This in order to suppress a distorted use of the instrument.

Those reporting shall be protected against any acts that are suspected of being penalizing, discriminant and retaliatory (for example: for suppliers: interruption of business; for employees: missed promotion: as well they shall be guaranteed confidentiality on their identity with exception to legal obligations and protection of company rights or of persons accused mistakenly and/or in bad faith as indicated by the contents of the ethical organizational protocol "Reporting System", No 15/2008 "*handling of complaints (whistleblowing system)*").

5. SANCTIONING REGULATIONS

5.1 SURVEILLANCE BODY

Directly within its company Intexo SB has established as per legislative decree 231/01 and correlated norms, a Surveillance Body with a mono subjective character, distinguished by autonomy and independence and consequently equipped with powers for initiative, inspection and control and with reference to which the Guidelines were adopted, being periodically updated in order to ensure actuality, efficiency and operational effectiveness.

The Surveillance Body, amongst its numerous functions regarding surveillance and control include:

- Monitors the observance of the Ethical Code as well as recommending adherence to the Organizational, management and control Model as per legislative decree 231/01 and promptly informing the Board of Directors of any violations of the same;
- Verification, through Human Resources, the maximum disclosure of the Organizational, Management and Control model as per legislative decree 231/01 by means of an information campaign to favor disclosure and knowledge of main principles and rules included;
- Recommends the costante update of the Ethical Code of Conduct and the Organizational, Management and control Model as per legislative decree 231/01 are constantly updated, in relation to their concrete efficiency and mutation of company needs and applicable law;
- Ensures that there are no, even preventive, of each violation of the Ethical Code of conduct and Organizational, management & control Model as per legislative decree 231/01 and assess the facts as well as assume, in the case of certified violation, adequate sanctioning measures;
- Protect from possible retaliation of any type after having supplied information of violations to the Ethical Code of conduct and the Organizational, management & control model as per legislative decree 231/01.
- The information and reports acquired by the Surveillance body and by the structures they use are considered confidential and cannot be disclosed except in the cases provided for by law.

5.2 COMMUNICATION & TRAINING

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The Ethical Code of conduct drafted as per legislative decree 231/01 is disclosed to its stakeholders both internally and externally through normal methods of communication.

The regulations in the present Code are also disclosed to all interested parties by delivery or billposting in the corporate bulletin board or in place to all accessible

The Company undertakes to disclose the present Code to all interested parties directly or indirectly.

For the purpose of ensuring correct understanding of the Ethical Code to all interested parties, the Company undertakes to organize, even on the basis of indications given by the Surveillance Body, training *stages* o Distance Learning courses (FAD) in order to favor knowledge of ethical norms. Participation in Training plans is obligatory.

Training initiatives are differentiated based on roles and responsibilities of associates; for new hires a first training program is planned that illustrates the contents of the Ethical Code of conduct since compliance is requested.

5.3 CONSEQUENCES OF ETHICAL CODE VIOLATIONS

The legislator stipulates that a specified violation of Ethical Code is considered a violation of contractual obligations as per article 2104 civil Code. Such a law disciplines that: *“(...) the worker must use diligence based on the obligation due, from company interest to a superior one on a national production level; they must also observe dispositions for execution and for work discipline imparted by the entrepreneur and his associates.”*

The legislator has also underlined that the violation of the Ethical Code constitutes a non-fulfillment of norms in connection to work relationships as per article 7 of the Labor Code.

The recipients of the present Code of conduct are sanctioned by the entity as provided for in Organizational Ethical Protocol n.6/2008 and following modifications “Management of disciplinary system and sanctioning mechanisms”, integral part of the Organizational, management and control Model as per legislative decree 231/01 and correlated norms, that contain procedures and related sanctions.

Human Resources along with the Surveillance Body, reports that violations of the Ethical Code that have emerged as per notice by stakeholders and the following necessary suggestions:

- In more significant cases, the Surveillance Body after a deep analysis, shall communicate to the President of the Board of Directors or in the case of the entire Board of Administration, all violations found and consequent provisions;
- In other cases, directly to the President of the Board of Directors supplying a summary report.

Competent company functions, activated by the President of the company, define provisions, as per the Disciplinary System on Model 231, taking care of activation and then referring the outcome. We

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highlight that the present Ethical code has full validity even towards third parties, in the sense that prompt observance is required.

The company encourages all recipients of the present Code to forward any suggestions and/or integrations to the Code, considered useful to increase efficiency and operational value. To this end, the Company has provided for activation by means of communication and information by email to the following address: odv@Intexo SB.it

5.3.1 CONSEQUENCES OF CODE VIOLATIONS FOR EMPLOYEES

Non-compliance and/or violation of rules of conduct imposed by the Ethical Code and company procedures on behalf of company employees are deemed as a breach on obligations deriving from work relationship and disciplinary action shall be taken.

With reference to disciplinary actions it is understood that they are applied in reference to the Disciplinary System, both with reference to CCNL for each professional category of specific organizational ethics Protocol No. 6/2008 and subsequent modifications "*disciplinary system and mechanisms sanctioning*" as well as Organizational, management & control model as per legislative decree 231/01 and correlated norms, currently applicable and that the adoption of the same will take place as per provisions provided for in the above mentioned regulations.

Such disciplinary action shall be applied on the basis of relevance that assume the single facts considered and shall be proportioned on the basis of their gravity. Disciplinary management procedures and disciplinary action are the responsibility of company supervisors who have proper mandate.

5.3.2 CONSEQUENCES OF CODE VIOLATIONS FOR DIRECTORS AND MANAGERS

In the case of violation of the Model Code of the organizational Ethics Protocols, by advisors of internal procedure and Ethical Code, the President or, in case of conflict of interest or in severe cases, the Board of Directors, shall evaluate the facts and behavior and undertake the proper initiatives towards the responsible parties taking into account that such violations are a breach of obligations deriving from work contract.

In the case of Ethical Code violations by managers, the Surveillance Body shall inform the whole Board of Directors of the Company that will undertake proper initiatives as per applicable law. In the most severe cases the Shareholders could also be informed.

5.3.3 CONSEQUENCES OF CODE VIOLATION FOR APICAL FIGURES

In case of breach by the apical figures of the model, the procedures/ethical protocols and the Ethical Code, the president of the Board of Directors, in case of conflict of interest or in the most serious cases, the entire board of directors, will assess the facts and Conduct and take appropriate action with regard to those responsible, bearing in mind that these violations constitute a breach of the obligations arising from the employment relationship

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Every action taken by associates, consultants and other third parties tied to Intexo SB by a contract that is not work dependent related, in violation of provisions contained in the Ethical Code, can determine, based on specific clauses inserted in their appointment letter (for example express resolution clause 231), the termination of the contract, with exception to an eventual request for damages if such behavior causes damages, even independently of termination of work contract.

5.3.4. CONSEQUENCES OF CODE INFRINGEMENT FOR THE SUPERVISORY BODY COMPONENT

In the event that the breach is put into being by the supervisory body's component, any decision to withdraw the mandate will be directly to the board of directors.

5.3.5. CONSEQUENCES OF CODE VIOLATION FOR COLLABORATORS, CONSULTANTS AND OTHER THIRD PARTIES

Any behaviour put in place by collaborators, consultants or other third parties connected to Intexo SB S.R.L. by a contractual non-working relationship, in breach of the estimates of the Ethical Code, may determine, in accordance with the Specific clauses included in the letter of assignment (e.g. resolution clause expressed in 231), the termination of the contractual relationship, subject to any claim for compensation if damage is caused by such behaviour, even irrespective of the termination of the contractual relationship.

6. Update of Ethical Code

The update and correct application of the Ethical Code is a task mandated directly to the Board of Directors that undertakes to modify it based on legal evolution as well as company sensibility on the themes at hand with reference to:

- To the normative evolution;
- Changes in the organizational structure of the company;
- To corporate sensitivity on current issues.