

## EXACON CODE OF PROFESSIONAL CONDUCT AND ETHICS

*"Does this contribute to a better future for EXACON and a better future for our Society?"*

This question, along with Exacon's ethical values of Fairness, Honesty, Integrity, Respect, Responsibility, Confidentiality and Professional behavior form the basis of our code of conduct and ethics.

### **General principles: sustainability and corporate responsibility**

Compliance with laws, regulations, statutory provisions, Corporate Governance codes, ethical integrity and fairness, is a constant commitment and duty of all Exacon People, and characterizes the conduct of Exacon's entire organisation.

Exacon's business and company activities shall be carried out in a transparent, honest and fair way, in good faith, and in full compliance with competition rules.

Exacon shall maintain and strengthen a governance system in line with international best practice standards, able to deal with the complex situations in which Exacon operates, and with the challenges facing sustainable development.

Systematic ways to involve Stakeholders have been adopted, fostering discussion on sustainability and corporate responsibility.

In conducting both its activities and those with its partners, Exacon stands up for the protection and promotion of human rights, inalienable and fundamental prerogatives of human beings and basis for the establishment of societies founded on principles of equality, solidarity, repudiation of war, and for the protection of civil and political rights, of social, economic and cultural rights and the so-called third generation rights (self-determination right, right to peace, right to development and to the protection of the environment).

Exacon believes that its conduct must not in any way favour or tolerate violations of human rights in any way, and other illegal activities, such as money laundering and any form of terrorist financing and undertakes to guarantee, through its conduct, the full compliance with and effectiveness of the restrictions and limits set by national and international legislation on the matter.

No form of discrimination, corruption, forced or child labour is tolerated. Particular attention is paid to the acknowledgement and safeguarding of the dignity, freedom and equality of human beings, to protection of labour and of the freedom of trade union association, of health, safety, the environment and biodiversity, as well as the set of values and principles concerning transparency, energy efficiency and sustainable development, in accordance with International Institutions and Conventions.

In this regard, Exacon operates in compliance with the international provisions of the Universal Declaration of Human Rights of the United Nations.

All Exacon People, without any distinction or exception whatsoever, must respect the principles and contents of the Code in their actions and behaviours in the context of their functions and tasks, aware that compliance with the Code is fundamental for the quality of their working and professional performance. Relationships among Exacon People, at all levels, shall be characterized by honesty, fairness, cooperation, loyalty and mutual respect.

The belief of acting in favour or to the advantage of Exacon can never justify – not even in part – any behaviour conflicting with the principles and contents of the Code.

**Core Principles** – Honest and Ethical Business Conduct, Relationship with Stakeholders, Respect for Human Rights, and Appreciating Diversity:

- **We lead by example** – Be accountable, Treat others with respect, and Demonstrate a passion for our business
- **We communicate openly** – Promote a shared vision, Communicate effectively, Value other's perspectives
- **We enable and inspire** – Inspire Success, Remove barriers, and Value inclusivity and diversity
- **We excel with partners** – Build strong relationships inside and outside of Exacon, Provide excellent customer service, and Take a solutions oriented approach
- **We act decisively** – Challenge the status quo, Decide quickly, Learn from our mistakes
- **We collaborate** – Break down silos, Engage with our colleagues, and Deliver as One Team at One Exacon

**Be inclusive.** We welcome and support people of all backgrounds and identities. This includes, but is not limited to members of any sexual orientation, gender identity and expression, race, ethnicity, culture, national origin, social and economic class, educational level, color, immigration status, sex, age, size, family status, political belief, religion, and mental and physical ability.

**Be considerate.** We all depend on each other to produce the best work we can as a company. Your decisions will affect clients and colleagues, and you should take those consequences into account when making decisions.

**Be respectful.** We won't all agree all the time, but disagreement is no excuse for disrespectful behavior. We will all experience frustration from time to time, but we cannot allow that frustration become personal attacks. An environment where people feel uncomfortable or threatened is not a productive or creative one.

**Choose your words carefully.** Always conduct yourself professionally. Be kind to others. Do not insult or put down others. Harassment and exclusionary behavior aren't acceptable. This includes, but is not limited to:

- Threats of violence.
- Discriminatory jokes and language.
- Sharing sexually explicit or violent material via electronic devices or other means.
- Personal insults, especially those using racist or sexist terms.
- Unwelcome sexual attention.

**Repeated harassment of others.** In general, if someone asks you to stop something, then stop. When we disagree, try to understand why. Differences of opinion and disagreements are mostly unavoidable. What is important is that we resolve disagreements and differing views constructively.

**Our differences can be our strengths.** We can find strength in diversity. Different people have different perspectives on issues, and that can be valuable for solving problems or generating new ideas. Being unable to understand why someone holds a viewpoint doesn't mean that they're wrong. Don't forget that we all make mistakes, and blaming each other doesn't get us anywhere. Instead, focus on resolving issues and learning from mistakes.

**Fair Labor and Employment Practices** – Equal Employment Opportunity/Non-Discrimination, No Forced Labor/Child Labor, Sound Labor and Employment Practices, and Work Environment (Anti-Harassment/Anti-Discrimination/Health & Safety)

**Protection of Intellectual Assets** - Intellectual Property, Confidential or Proprietary Information, Personal Information, and Information Security

**Fair Business Practices** – Fair Competition, Trade Controls, Fair Procurement, and Anti-Corruption

**Responsible Business Conduct** – Sound Decision Making, Recording and Reporting of Information, and Tax Compliance

**Ethical Personal Conduct** – No Personal Conflict of Interest, Employees should always act to protect company assets, including physical, intellectual, and electronic or digital properties

**Responsibility of Every One of Us** – Reporting Concerns and Hotline and No-Retaliation

**R&D on Environmental Sustainability**

## **Development and protection of Human Resources**

People are a key element in the life of a company. The dedication and professionalism of management and employees are fundamental values and conditions for achieving Exacon's objectives.

Exacon is committed to developing the abilities and skills of management and employees, so that their energy and creativity can have full expression for the fulfilment of their potential, and to protecting working conditions as regards both mental and physical health of the workforce and their dignity. Undue pressure or discomfort is not allowed, while appropriate working conditions promoting development of personality and professionalism are fostered.

Exacon undertakes to offer, in full compliance with applicable legal and contractual provisions, equal opportunities to all its employees, making sure that each of them receives fair statutory and wage treatment exclusively based only on merit and expertise, without discrimination of any kind.

Competent functions shall:

- adopt in any situation criteria of merit and ability (and anyhow strictly professional) in all decisions concerning human resources;
- select, hire, train, compensate and manage human resources without discrimination of any kind;
- create a working environment where personal characteristics or beliefs do not give rise to discrimination, able to provide peaceful environment to all Exacon People.

Exacon wishes Exacon People, at every level, to cooperate in maintaining a climate of common respect for a person's dignity, honour and reputation. Exacon shall act to prevent offensive, discriminatory or abusive interpersonal behaviour.

Conduct constituting physical or moral violence is always forbidden, with no exception.

### **Knowledge Management**

Exacon promotes the culture and the initiatives aimed at disseminating knowledge within its structures, and at highlighting the values, principles, behaviours and contributions in terms of innovation of professional families in connection with the development of business activities and the company's sustainable growth.

Exacon shall offer tools for interaction among the members of professional families, and working groups, as well as for coordination and access to know-how, and shall promote initiatives for the growth, dissemination and systematization of knowledge relating to the core competences of its organisational structures and aimed at defining a reference framework suitable for guaranteeing operating consistency.

All Exacon People shall actively contribute to the Knowledge Management processes for the activities within their area of competence, to optimize the system for sharing and disseminating knowledge among the individuals.

### **Company security**

Exacon engages in the study, development and implementation of strategies, policies and operational plans aimed at preventing and overcoming any intentional or unintentional behaviour that may cause direct or indirect damage to Exacon People and/or to the tangible and intangible resources of the company. Preventive and defensive measures, aimed at minimizing the need for an active response – always in proportion to the attack – to threats to people and assets, are favoured.

All Exacon People shall actively contribute to maintaining an optimal company security standard, abstaining from unlawful or dangerous behaviour, and reporting any activity carried out by third parties to the detriment of Exacon's assets or human resources to their direct superior or to the body they belong to, as well as to the relevant Exacon structure.

In any case requiring particular attention to be paid to personal safety, Exacon People shall strictly follow the indications in this regard supplied by Exacon, abstaining from behaviour that may endanger their own safety or the safety of others, promptly reporting to their direct superior any danger to their own safety, or the safety of third parties.

### **Harassment or mobbing in the workplace**

Exacon supports initiatives aimed at implementing working methods to increase welfare in the organisation.

Exacon demands that there shall be no harassment or conducts that may be interpreted as mobbing in personal working relationships either inside or outside the company. Such behaviour includes:

- the creation of an intimidating, hostile, isolating or in any case discriminatory environment for individual employees or groups of employees;
- unjustified interference in the execution of work duties by others;
- the placing of obstacles in the way of the work prospects of others merely for reasons of personal competitiveness on their own behalf or on behalf of other employees.

Any form of violence or harassment, either sexual harassment or harassment based on personal and cultural diversity, is forbidden. Such behaviour includes:

- subordinating decisions affecting the recipient's working life to the acceptance of sexual attentions, or personal and cultural diversity;
- obtaining sexual attentions taking advantage of one's position;
- proposing private interpersonal relations despite the recipient's explicit or reasonably clear distaste;
- referring to disabilities and physical or psychic impairment, or to forms of cultural, religious or sexual diversity.

### **Health, safety, environment and public safety protection**

Exacon's activities shall be carried out in compliance with applicable worker health and safety, environmental and public safety protection agreements, international standards and laws, regulations, administrative practices and national policies of the Countries where it operates.

Exacon actively contributes as appropriate to the promotion of scientific and technological development aimed at protecting the environment and natural resources. The operative management of such activities shall be carried out according to advanced criteria for the protection of the environment and energy efficiency, with the aim of creating better working conditions and protecting the health and safety of employees as well as the environment.

Within their areas of responsibility, Exacon People shall actively participate in the process of risk prevention, environmental protection, public safety and health protection for themselves and for their colleagues and third parties.

### **Research, innovation and intellectual property protection**

Exacon promotes research and innovation activities by management and employees, within their functions and responsibilities. The intellectual assets generated by such activities are an important and fundamental heritage of Exacon.

Research and innovation focus in particular on the promotion of goods, instruments, processes and behaviours supporting energy efficiency, reduction of environmental impact, attention to health and safety of employees, clients and local communities where Exacon operates, and in general sustainability of business activities.

### **Protection of business secrets**

Exacon's activities constantly require the acquisition, storage, processing, communication and dissemination of information, documents and other data regarding negotiations, administrative proceedings, financial transactions, and know-how (contracts, deeds, reports, notes, studies, drawings, pictures, software, etc.) that may not be disclosed to outside the company pursuant to contractual agreements, or whose inopportune or untimely disclosure may be detrimental to the interest of the company.

Without prejudice to the transparency of the activities carried out and to the information obligations imposed by the provisions in force, Exacon People shall ensure the confidentiality required by the circumstances for each piece of information they have acquired because of their tasks.

All information, knowledge and data acquired or processed during working activities or because of tasks at Exacon belong to Exacon, and may not be used, shared or disclosed without specific authorization of the direct superior in compliance with the specific regulatory documents.

### **Protection of privacy**

Exacon is committed to protecting the information on Exacon People and third parties, generated or obtained inside Exacon or in the conduct of Exacon's business, and to avoiding improper use of such information.

Exacon guarantees that the processing of personal data within its structures respects fundamental rights and freedoms, as well as the dignity of the parties concerned, as provided for by the legal provisions in force.

Personal data shall be processed in a lawful and fair way and, in any case, the data collected and stored is only what is necessary for certain, explicit and lawful purposes. Data shall be stored for a period of time no longer than necessary for the purposes of collection.

## **Obligation to know the Code, to report any violation thereof and Code review**

All Exacon People shall:

- refrain from any conduct contrary to such principles, contents and regulatory documents;
- carefully select, as long as within their field of competence, their collaborators and ensure they fully comply with the Code;
- require any third parties in a business relationship with Exacon to confirm that they are aware of the Code;
- immediately report to their direct superior or to the body they belong to, any observations of theirs or information supplied by Stakeholders concerning potential violations or requests of violations of the Code;
- cooperate with the functions entrusted by the applicable regulatory documents to establish potential violations;
- adopt prompt corrective measures whenever necessary and, in any case, prevent any type of retaliation;
- investigating reports of potential violation of the Code by initiating appropriate investigations;
- taking action, also at the request of Exacon People if it is reported that violations of the Code have not been properly dealt with or that there have been retaliations against the person who reports the violation.

Exacon shall promote knowledge of the Code among Exacon People and the other Stakeholders, and accept their constructive contribution to the Code's principles and contents. Exacon shall take into consideration any Stakeholder's suggestion and remark, with the objective of confirming or integrating the Code.

The Code is made available to all employees on the company Document Management System and to all users - not just Exacon's employees - on the Company's website.

All Exacon People are expected to know the principles and contents of the Code.

Approved by Exacon S.r.l. on July 26, 2022

**EXACON S.r.l.**