

Code of Ethics

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1. Foreword

What is the Code of Ethics? The Code is a moral guide to be used in every decision-making process within the Company.

Since everyone interprets ethics and integrity differently, BASE Protection S.r.l. Unipersonale (hereinafter also “BASE” or “Company”) felt the need to establish a common understanding of these concepts. Only through a shared language can we ensure that all actions taken within BASE comply with ethics and integrity.

This document will clearly define the values and principles that guide the Company in pursuing its objectives. These values and principles must be followed to conduct business properly and to maintain the reliability, reputation, and image of the Company.

All employees must refer to their line managers for any clarification regarding the interpretation or application of the rules of conduct in this Code of Ethics.

The Code of Ethics of BASE is an integral part of the Organisation, Management, and Control Model adopted by the Company. By adopting this model, BASE aims to comply with new legislation and requests established by Italian Legislative Decree 231/01 regarding the "administrative liability" of legal entities. Additionally, BASE seeks to use this regulation as an opportunity to emphasise the Company's commitment to ethics and legality. The ultimate goal is to create a comprehensive manual for preventing and managing the risk of offenses, ensuring that individuals can promptly find the values upheld and the operational tools available in any situation.

A suitable and effective Model requires specific organisational protocols to ensure an efficient control system for the activities of the Body and its employees. Among these protocols, the adoption of a Code of Ethics, which outlines the general principles BASE intends to follow, is essential.

The Code outlines the commitments and ethical responsibilities in conducting business and corporate activities that the Company's collaborators, including employees, contractors, and directors, are expected to uphold.

2. Purpose and scope

2.1 Purpose

The main purpose of the Code is to ensure that the values BASE upholds are shared and widespread. This way, everyone within the Company has a moral guide to follow when making decisions, considering not only their own rights and duties but also those of others.

The Code specifies the fundamental values that guide everyone working at BASE, along with the behavioral rules that every recipient of the Code must follow. These principles, the cornerstones of our Company, shape our interactions with employees, collaborators, customers, suppliers, and the community.

2.2 Scope

The Code applies to Institutions, Corporate Bodies, all managers and employees of BASE, as well as to third parties who operate directly or indirectly for the Company (e.g. contractors, consultants, suppliers, business partners). These third parties are required to comply with the provisions of this Code and, within their respective competences and responsibilities, adhere to the ethical principles and rules of conduct defined for BASE personnel.

2.3 Responsibilities

All recipients of the code are required to:

- Understand this Code, Company policies and current regulations, and behave accordingly;
- Promote a culture of integrity and responsibility;
- Ask questions, ask for advice, and express doubts.

3. BASE values

3.1 Impartiality

In carrying out their work, directors, managers, employees, collaborators, and anyone associated with the Company must be impartial.

BASE refuses to acknowledge and rejects any form of discrimination based on gender, nationality, religion, personal or political opinions, age, health, or economic conditions of its partners, including suppliers.

Anyone who believes they have experienced discrimination can report it to the Supervisory Body, which will investigate the alleged violation of the Code of Ethics.

3.2 Honesty

The Recipients must understand the ethical implications of their actions and refrain from seeking personal gain or that of the Company in violation of current laws and the rules outlined in this Code. When drafting contractual agreements with customers, clauses must be clear and comprehensible, ensuring equality between the parties.

The Company places a special emphasis on customer satisfaction, catering to the needs and expectations of both current and potential customers. It aims to consistently provide competitive products within its industry, guaranteeing the highest professional standards, flexibility, and quality.

Any information or communication to public or private customers, including potential ones, regarding BASE products must be truthful, complete, and accurate.

3.3 Fairness

The principle of fairness entails respecting the rights of all parties involved in the Company's activities.

Specifically, recipients of the Code must act appropriately to prevent conflicts of interest, which typically arise when their personal interests clash with the interests and mission of the Company. Additionally, recipients must avoid situations where

they could gain undue advantages or profits from opportunities they become aware of during the course of their work.

3.4 Transparency

The principle of transparency is based on the truthfulness, accuracy, and completeness of information both within and outside the Company.

Consistent with transparency, every operation and transaction must be accurately recorded, authorised, verified, legit, coherent, and adequate.

All actions and operations must be properly documented, allowing for verification of the decision-making, authorisation, and execution process.

Each operation must have sufficient documentary support to facilitate checks at any time, confirming the operation's characteristics and motivations, and identifying those who authorised, performed, recorded, and verified the operation.

BASE employs objective and transparent criteria to search, select, and monitor its suppliers. This selection process, aligned with current regulations and internal procedures, must be based on objective assessments of competitiveness, quality, and applied economic conditions.

3.5 Efficiency

All activities must aim to save costs in terms of managing and utilising the Company's resources while adhering to the highest quality standards.

BASE is also committed to safeguarding and preserving corporate resources and assets, as well as managing its capital by taking all necessary precautions to ensure full compliance with existing laws and regulations.

3.6 Compliance with regulations, ethics and morals

Directors, executives, employees, collaborators, and anyone interacting with the Company, including suppliers, must understand and respect the ethical values, moral practices, and laws and regulations of the country where they

live and work.

Compliance with laws, regulations, and, in general, legislation in force in Italy and all countries where the Company operates, as well as the democratic order established in those countries, is a cardinal principle for the Company. Breaking the law to pursue or fulfill the interests of the Company is not permitted under any circumstances.

BASE has always adopted a business management model inspired by sustainability and based on respect for the principles of legality, ethics, human rights, and protection of the environment. It intends to promote the same behavior among all stakeholders.

The principles of conduct to be respected by all stakeholders reflect what is established at an international level in the UN Universal Declaration of Human Rights, the Declaration on Fundamental Principles and Rights at Work and the Conventions issued by the International Labour Organisation (ILO), and the Ten Principles of the Global Compact, as well as what is contained in the UN Guiding Principles for Business and Human Rights and the OECD Guidelines for Multinational Enterprises. BASE Protection expects, in particular, that all its suppliers also share and respect these principles and that they, in turn, endeavor to promote them among their own suppliers and subcontractors. BASE Protection reserves the right to verify at any time the application by suppliers of the principles of conduct, with particular attention to compliance with all principles of the SA 8000 standard. If, as a result of such audits, non-compliance is found, the suppliers are obliged to take the necessary corrective actions promptly in accordance with BASE Protection's instructions, without prejudice to BASE Protection's right to immediate termination of the contract in the event of serious non-compliance. The suppliers must offer their availability for any second-party audits on SA 8000 and must report any behavior or events in conflict with the principles set out below directly to BASE Protection's representatives:

- Child labour:

The Company, in accordance with the provisions of ILO Conventions 138 and 182,

ILO Recommendation 146, the United Nations Convention on the Rights of the Child, as well as the legislation in force, pledges not to employ individuals under the age of 15 or young workers between the ages of 15 and 18.

- Forced or compulsory labour:

The Company, in accordance with ILO Conventions 29 and 105, pledges not to employ personnel against their will and not to resort to forced or compulsory labour.

Additionally, suppliers are obligated to ensure that the products supplied to BASE Protection do not contain metals extracted from minerals or their derivatives from conflict areas. These minerals' proceeds should not directly or indirectly finance or benefit armed groups or promote the violation of human rights.

- Health and safety

The Company, in compliance with Legislative Decree 81/08 as amended and with ILO Conventions 155 and 164, ensures the right to health and safety in the workplace by implementing all measures prescribed by the relevant legislation (with particular emphasis on fire safety criteria, evacuation procedures, and training).

- Freedom of association and the right to collective bargaining

The Company, in accordance with ILO Conventions 87 and 98 and the relevant CCNL, ensures respect for the right to freedom of association and collective bargaining. It also effectively informs staff that they may freely join any workers' organisation of their choice, without facing any negative consequences or retaliation from the organisation.

- Discrimination

The Company, in accordance with ILO Conventions 100, 111, 159, is committed to preventing any form of discrimination based on race, gender, age, social class, origin, religion, disability, sexual orientation, political opinion, or trade union

membership.

- Disciplinary actions

The Company, in accordance with the Universal Declaration of Human Rights and in compliance with the Workers' Statute and the CCNL, commits to not impose sanctions that harm the mental, emotional, and physical integrity of staff. This commitment is upheld through the adoption of a Code of Ethics and an Internal Staff Regulation, which list and describe any breaches by workers and the corresponding disciplinary measures.

- Working hours

The Company is committed to ensuring that working hours comply with the requirements of the relevant CCNL or the legislation in force in the territory in which it operates. It guarantees that ordinary work does not exceed 40 hours per week and that overtime work does not exceed 12 hours per week, in compliance with regulations. For companies operating abroad, the amount of ordinary and overtime working hours required by the relevant legislation is respected.

- Salary

The Company ensures that remuneration is provided in compliance with current legislation. Furthermore, in accordance with ILO Convention 100, the Company guarantees equal pay for men and women for equal work.

Each supplier has received a letter containing the 'Supplier Assessment Surveys', a request for a formal commitment to comply with the SA8000 Standard, and an invitation to submit a copy of the certificate of incorporation/CCIAA registration (every six months), a copy of the DURC (before the deadline), and self-certification of possession of the technical-professional suitability requirements pursuant to article 26 of Legislative Decree 81/08 and subsequent amendments and additions.

3.7 Fair competition

BASE recognises the value of competition when inspired by the principles of honesty, fair competition, and transparency towards market operators. It undertakes not to wrongfully damage the image of competitors and their products.

3.8 Promoting the growth and health of workers

Human Resources are recognised as a fundamental and indispensable factor for the development of the Company. Directors, managers, employees, collaborators, and anyone working with BASE must support the professional growth of colleagues. BASE is committed to fostering a work environment free from intimidation and harassment based on nationality, ethnicity, health status, sexual orientation, political, and religious beliefs. BASE safeguards professional growth and development to enhance individuals' skill sets, in compliance with current legislation on the rights of individual personality, particularly concerning the moral and physical integrity of Personnel.

Moreover, the Company is dedicated to ensuring a safe, healthy, and productive work environment to protect the health and safety of workers, also in compliance with current regulations. Personnel is only hired with regular employment contracts, as no form of illegal work is tolerated. Candidates must be informed about all aspects related to their employment relationship. The approval of salary increases, bonuses, access to higher positions, and promotions are governed by laws, collective labour agreements, and individual employee qualities, including their ability to embody organisational conduct and skills based on the Company's ethical principles outlined in this Code.

3.9 Respect for environment

BASE believes that protecting the environment plays a fundamental role in ensuring consistent and well-balanced growth.

All Company activities must comply with environmental regulations. Seeking advantages for the Company through intentional or negligent violation of

environmental regulations is never justified.

Environmental protection should extend to the supply chain.

Suppliers, in particular, should work to minimise the environmental impact of their operations and products/services throughout their lifecycle by efficiently using natural resources, favouring renewable energy sources, proper waste disposal, reducing greenhouse gas emissions, and mitigating impacts on biodiversity and ecosystems. The adoption of certified Environmental Management Systems is considered beneficial.

4. Relations with public institutions

BASE pursues the goal of maximum integrity and fairness in relations with public institutions and government agencies, including anything related to the request and/or management of public payments and/or authorisations, to ensure maximum clarity in institutional relations. This approach aligns with the need for organisational and managerial autonomy typical of any economic operator.

Relationships with institutional partners are maintained solely through the parties appointed for this purpose.

If BASE uses a third party to represent itself in relationships with government agencies, that party will be required to comply with the guidelines applicable to in-house personnel. Moreover, the Company must not be represented by a third party in relations with government agencies if potential conflicts of interest exist.

All relationships with individuals qualified as Public Officials or Public Service Officers must be conducted in full compliance with existing laws and regulations, as well as the Model and the Code of Ethics, to ensure the absolute legality of the Company's operations. BASE prohibits personnel from accepting, offering, or promising, even indirectly, money, gifts, goods, services, or favors in relation to relationships with Public Officials or Public Service Officers to influence their decisions for preferential treatment, undue services, or any other purpose, including the performance of their official duties.

Any requests or offers to give money, gifts, or favors made or received by Personnel must be immediately reported to the line manager and to the Supervisory Body.

In case of investigations, inspections, or requests by a Public Authority, Personnel are required to ensure due cooperation with the Authorities.

5. Business management

Directors, managers, employees, collaborators, and anyone associated with BASE, regardless of their role, are required to comply with the laws and regulations in force in Italy and those of the country where they conduct business on behalf of the Company. No corporate goal can be achieved by BASE through the violation of applicable laws and regulations.

The Company, guided by the values of honesty, fairness, and transparency on which it bases its business, implements all necessary measures to prevent and avoid corruption or conflicts of interest. Individuals working for the Company cannot offer or promise sums of money or other benefits, in any form or manner, even indirectly, to promote or favour BASE's interests, nor can they accept such donations or promises on behalf of others to promote or favor third-party interests in relationships with the Company.

If employees receive explicit or implicit requests or offers involving money or other benefits, they must immediately inform their line manager and the Head of the Supervisory Body pursuant to Italian Leg. Decree no. 231/01, and suspend any relationship with the involved third parties until specific instructions are given.

Exceptions to these provisions are limited to gifts with symbolic value, representing acts of courtesy within honest business relationships and not expressly prohibited.

Below is the conduct that directors, managers, employees, collaborators, and anyone associated with BASE, regardless of their role, are required to observe:

- Insider trading and prohibition to use confidential information: Everyone in the Company is required to comply with the laws on the abuse of confidential information (insider trading) in force in the Italian jurisdiction. Directors, managers, employees, collaborators, and anyone associated with BASE,

regardless of their role, cannot use non-public information acquired due to their role within the Company. Confidential information must be processed in compliance with the specific rules and procedures drawn up by BASE.

- Confidentiality obligation: The knowledge and technical expertise developed by BASE are important resources that everyone must protect. Indeed, in the case of illegitimate transmission of BASE's knowledge and expertise, the Company might be damaged both in terms of assets and image. As a result, directors, managers, employees, collaborators, and anyone associated with BASE, regardless of their role, are required not to disclose to third parties information regarding BASE's technical, technological, and commercial knowledge – except when this information is required by laws or other regulatory provisions or if expressly set forth by specific contractual agreements. The confidentiality obligations indicated in the Code also apply after the termination of employment or collaboration contracts with the Company.
- Corruption and illegal payments: The directors, managers, employees, collaborators, and anyone associated with BASE agree to operate in compliance with the principles of integrity, honesty, and fairness in all relationships that the Company maintains with partners, suppliers, and government agencies. The Company shall not tolerate any form of corruption. Directors, managers, employees, collaborators, and anyone associated with the Company cannot offer gifts or other benefits that may constitute a breach of laws or regulations or are contrary to the Code of Ethics. It is also forbidden to accept gifts or other benefits that might affect their ability to exercise independent judgment. Therefore, everyone must avoid situations where personal interests may conflict with the interests of the Company.
- Money laundering: directors, managers, employees, collaborators, and

anyone associated with BASE cannot engage in activities that involve laundering proceeds of criminal activities. The Company must always comply with the application of laws against money laundering in any relevant jurisdiction.

- Confidentiality and protection of personal data: To conduct its business, BASE gathers a significant amount of personal data and confidential information, which it agrees to process in compliance with all laws on confidentiality and protection of personal data in the jurisdictions where it operates. For this purpose, the Company guarantees a high level of security in selecting and using its IT systems to process personal data and confidential information.

6. Budget and accounting

BASE sets transparency and truthfulness of accounting as its fundamental values and ensures that all actions taken are authorised, verifiable, legitimate, and consistent with each other. Furthermore, the Company ensures that financial and accounting decisions are made at an appropriate level of responsibility. Every operation is documented to support the activity being carried out, facilitating accounting records, detailed reconstruction, and identification of various levels of responsibility.

BASE raises awareness among its employees by providing training and information to create efficient internal verification processes.

The failure to perform regular bookkeeping is regarded as a breach of laws and a violation of this Code. Therefore, operations such as the registration of fictitious operations, the registration of operations in a misleading or poorly documented manner, and the non-registration of commitments, even if only meant as a guarantee, which may be associated with liability for the Company, are strictly forbidden to those who operate, either directly or indirectly, for the Company.

If individuals who work, either directly or indirectly, for the Company find or become aware of falsifications, negligence, or omissions in accounting or accounting documentation, they must immediately report it to their line manager and/or to the Supervisory Body pursuant to Italian Leg. Decree 231/01.

7. Conflict of interest

Directors, managers, employees, collaborators, and anyone working at BASE must perform their tasks by pursuing the objectives and interests of the Company, avoiding conditions and activities that may be in contrast with these interests. Therefore, everyone working at BASE must avoid any potential conflict of interest, especially regarding personal or family interests that might influence their ability to exercise independent judgment in determining what is the best interest of the Company and the suitable way to pursue it.

Situations that might create a conflict of interest include:

- holding economic interests with a competitor;
- having another job:
- working as a self-employed professional;
- running another company

If members of personnel are in a situation that represents or generates a potential conflict of interest, or if they believe they are, they must immediately report to their line manager.

No member of personnel can perform activities during their working hours that are not in line with their duties and organisational responsibilities.

The use of corporate assets is not permitted for personal use and interest, unless expressly envisaged by BASE and governed by specific rules and regulations.

8. The employment relationship

Human resources are essential elements for the existence, development, and success of the Company. The professional approach and reliability of employees and collaborators are fundamental values for achieving the Company's goals.

BASE is committed to developing expertise and stimulating the skills and potential of its employees and collaborators so that they can find a sense of fulfillment in achieving goals, ensuring compliance with the following:

- **Equal employment opportunities:** The Company implements a policy of equal employment opportunities for all its employees. Recruitment is based on specific professional qualifications and performance, without any discrimination, as selection and recruitment are based on competence and merit, without consideration regarding ethnicity, religious beliefs, gender, age, descent, personal disabilities, or length of service. This approach is entirely in line with the rights of the person and existing laws and regulations, with special attention to current legislation on child labour and labour exploitation. No form of discrimination in the workplace is tolerated at BASE. Any form of discrimination must be reported to your line manager or to the General Manager.
- **Harassment at the workplace:** BASE is committed to guaranteeing a professional environment without any form of physical or verbal intimidation and harassment based on ethnicity, gender, religion, skin colour, country of origin, age, physical or mental disability, veteran status, sexual orientation, descent, or citizenship. Any harassment, destabilising conduct, or behavior interfering with the ability of another person to perform their duties shall not be tolerated. Anyone

subjected to such harassment can report said behavior to their line manager and/or to the General Manager and/or to the Supervisory Board by forwarding their complaint or suggestion to the top management and/or the Supervisory Board, even anonymously, by choosing to use the “Complaints and Suggestions” form, or by any other form they deem most appropriate (such as email or letter).

9. The use of Corporate assets

BASE personnel are required to use the corporate assets and resources they access or can access to pursue the Company's objectives and interests. Any use of Company assets and resources that contradicts the Company's interests or is dictated by professional reasons unrelated to the employment relationship with BASE is prohibited.

BASE provides its employees and collaborators with all the necessary assets for the performance of their work, including instruments, phones, computers, equipment, and other accessories they may need. The use of the Company's electronic equipment is intended solely for conducting and maintaining business relationships, not for personal purposes.

BASE strictly prohibits the download or transmission of materials or messages containing threatening, obscene, violent, illegal, immoral, or inappropriate content, including any material relating to gambling, pornography, child pornography, graphic material, or sexually explicit language, as well as terms of abuse with racist, offensive, or insulting content. If employees engage in such prohibited behavior, the Company will pursue disciplinary actions against them.

Moreover, any software used on PCs or for commercial purposes of the Company must have the appropriate license. Copying or using unauthorised or "illegally reproduced" software on computers owned by BASE or on other equipment to conduct business on behalf of the Company is strictly prohibited.

10. Workplace health and safety and environmental protection

BASE is committed to ensuring a safe, healthy, and productive work environment and shall not tolerate any compromise in the field of health and safety protection for its employees and collaborators at the workplace.

The Company's environmental, health, and safety policy is aimed at protecting personnel and the environment.

Directors, managers, employees, collaborators, and anyone working with BASE in any capacity are responsible for the correct management of the health, safety, and environmental system. Personnel must comply with the applicable provisions, and when carrying out their work, they must operate to guarantee their own safety and that of their colleagues.

Therefore, BASE undertakes to comply with the following principles:

- Communicate and transmit information on the protection of workers' health, safety at the workplace, and environmental protection to internal and external stakeholders.
- Promote the use of the most advanced technologies to achieve excellence in the protection of workers' health, safety at the workplace, and environmental protection.
- Assess and reduce the environmental impact of their processes/products.
- Use resources responsibly with the aim of achieving sustainable development that preserves the environment and respects the rights of future generations.
- Assess the risks of injuries or occupational diseases in order to eliminate or reduce them, at least to comply with existing legislation.
- Comply with laws relating to working hours.
- Involve all levels of the organisation and all employees, ensuring that responsibilities and operational procedures are accurately defined, suitably communicated, and clearly understood.

BASE undertakes to constantly improve its policy and programmes and implement procedures, rules, and instructions to ensure that the values expressed in this policy are reflected in the conduct of its employees and collaborators.

11. Obligation to report to the Supervisory Body

All recipients are required to promptly inform the Supervisory Body when they become aware of actual or potential breaches, as part of BASE's business, of laws or regulations, the Model, the Code of Ethics, or internal procedures.

The Supervisory Body will ensure that the person reporting this, if identified or identifiable, is not subject to retaliation, discrimination, or, in any case, penalisation, thus ensuring confidentiality (unless otherwise imposed by any legal obligations).

12. Disciplinary actions

The rules contained in this Code of Ethics complement the conduct that directors, managers, employees, collaborators, and anyone working with the Company must also observe, in keeping with the rules of ordinary diligence and pursuant to articles of the Italian Civil Code concerning employment relationships (art. 2104 and 2105).

Everyone is required to observe this Code of Ethics, as failure to do so is regarded as a violation of the "Organisation, management, and control model" adopted pursuant to art. 6 of Italian Leg. Decree 231/01.

The Company will take disciplinary action against conduct that is not compliant and consistent with the values and principles of this Code, reserving as much protection as possible with regard to its interests, according to the gravity of the breaches, in accordance with the adopted Disciplinary Procedure.