CODE OF ETHICS

REV	DATA	PREPARED BY	VERIFIED BY	APPROVED BY
05	06/10/2025	Dott.ssa Ghini	A. Peraboni	Board of Directors

In compliance with the International Standard ISO/IEC 27001, this document is classified with the level of

PUBBLIC USE

Document Revision List

REV	DATA	AUTHOR	DESCRIPTION
00	01/18/2013	Dr Ghini	First release
01	04/24/2015	Dr Ghini	Par. 4 “Application” has been extended. Par. 5 “Company commitments” has been added. Par. 6.6 “Gifts, premiums and other benefits” has been extended regarding subjects that operate with Public Administration on behalf of the Company. The ethical principles in par. 6.9 has been expanded. Par 6.13 “Health, Safety and Environment” has been expanded. (English translation for Rev. 01 - by Abdel Nour M.)
02	09/13/2017	Dr Ghini	Par. 6.8 “Policy towards employees” has been extended in relation to labor exploitation Par. 6.13 “Health, Safety and Environment”, a clarification regarding safety issues to be included in foreign travels planning has been added. (English translation for Rev. 02 - by Abdel Nour M.)
03	03/01/2021	Dr Ghini	Company certifications have been updated. (English translation for Rev. 01 - by Abdel Nour M.)
04	12/12/2023	Dr. Ghini Dr. Ricci (Sernet SpA)	The following paragraphs have been expanded: - 3 “SDI and its values”; - 6.5 “Relations with institutions”; - 6.6 “Gifts, freebies and other benefits”; in relation to gifts to persons who operate on behalf of the Company with the Public Administration; - 6.7 “Fairness in business transactions”; - 6.8 “Policy towards staff”. Following the transposition of Legislative Decree 24/23, inserted: - Paragraph 8.3 "Measure to protect and sanction whistleblowers" - Chapter 9 “Reports of Violations – Whistleblowing”
05	06/10/2025	Dr Ghini	Company name adjustment, organizational update, and new criminal offenses. Specifically, guidance has been added to paragraph 6.7 regarding the auction process and paragraph 6.9 regarding fraudulent transfer of assets.

Index

1. Introduction 5
2. The Company 5
3. SDI and its values 6
4. Application 6
5. Company commitments 7
6. General principles 8
6.1 Ethics at work 8
6.2 Continuous improvement 8
6.3 Transparency 9
6.4 Professionalism 9
6.5 Relations with the Institutions 9
6.5.1 Anti-corruption 10
6.6 Gifts, freebies and other benefits 10
6.7 Fairness in business transactions 11
6.8 Policy towards staff 11
6.8.1 Integrity, dignity and equality 12
6.9 Economic and Financial Resources 13
6.10 Transparency in accounting 14
6.11 Activity traceability 14
6.12 Communication 14
6.13 Health & Safety and Environment 14
6.14 Using company assets 15
6.15 Industrial Property Rights management and protection 15
7. Relations with collaborators, consultants, etc. 16
8. Disciplinary sanctions 16
8.1 Sanctioning system for employees, administrators, internal and external auditors 16

8.2 Sanctioning systems for collaborators, suppliers, consultants, and business partners 17

8.3 Protection measure and penalty of whistleblowers 17

9. Reports of Violations – Whistleblowing 17

10. Final Dispositions 19

1. Introduction

This Code of Ethics (hereinafter, the "Code of Ethics" or simply the "Code") **expresses the ethical commitments and responsibilities in the conduct of business and corporate activities** that, where relevant and compatible with the relationship with the Company, must be assumed by directors, employees (both executive and otherwise), and collaborators (e.g., temporary contracts, consultants, and other suppliers) of SDI S.p.A. (also referred to simply as "SDI" or the "Company").

The Code of Ethics contains a series of principles that guide all of SDI's activities and behaviors.

A clear "ethical orientation" in the Company's actions, which translates into transparency, loyalty, and honesty in its behavior both internally and externally, is essential to ensuring SDI's credibility with stakeholders (central and local public administration, shareholders, customers, suppliers, other companies, business associations, etc.) and, more generally, within the civil and economic context in which it operates.

The SDI Code of Ethics is brought to the attention of all those who have commercial and business relationships with the Company.

2. The Company

SDI develops real time software and designs, produces, installs and carries out maintenance on complete hardware / software systems for supervising, controlling and adjusting industrial plants. SDI has gradually increased its number of clients, widening its offer to include plant automation systems and telecontrol, which are being used in large installations in ambits connected with the production of electricity, gas treatment, water purification, energy distribution (electricity, gas, water, public lighting), complete custody metering systems for natural gas and railway type transport. Important applications to be noted are those for gas pipelines and station automation systems for HV/HHV type electric transmission.

SDI has adopted a **Quality Management System** compliant with UNI EN ISO 9001:2015 Standard. This certification involves both the Trezzano sul Naviglio and the Pisa sites.

The company also adopted an **Environmental Management System** in compliance with UNI EN ISO 14001:2015 Standard. The company keeps the environmental impact of its activity under control, systematically searching for improvements in a coherent, effective and sustainable manner.

SDI is also responsible for an **Occupational Health and Safety Management System** that complies with the requirements of ISO 45001:2018.

Finally, SDI has adopted an **Information Security Management System** that complies with the requirements of the ISO 27001:2022 standard.

SDI has been classified by ACN as an "important entity" under the NIS 2 Directive and is completing the compliance process within the required timeframe.

The above certifications do not currently apply to the Bari office.

3. SDI and its values

SDI wants to be a proactive partner for its potential clients, in order to find the most efficient solutions together. Its *ability to understand and make project requirements, an agile and extremely reactive structure and complete mastery of the product project-production aspects its own* are the special characteristics that distinguish this company from the range of other companies that operate in its same sector.

All those who work for SDI focus mainly on *client satisfaction* in order to strengthen long-lasting and loyal collaborations.

The values and instruments used to reach these objectives in SDI are:

- work quality;
- respect for the integrity, dignity and equality of people;
- ethics in business;
- aiming at a sustainable result;
- continuous research aimed at creating an economically sustainable result for the company and its Customers.

4. Application

The provisions of this Code – and the relative sanctions if they are not observed – apply to all those who, directly or indirectly, stably or occasionally, work with or for the Company (hereafter also called «Recipients»). These provisions are, in particular, for:

- *All SDI employees and collaborators, even occasional collaborators;*
- *The associates, administrators, members of the board of auditors and external auditors, no matter what juridical/formal position they cover;*
- *The consultants, suppliers, clients, business partners and anyone who carries out an activity for and on behalf of SDI or under its control.*

The Code of Ethics is applied to all activities carried out by or on behalf of SDI. The conviction of acting in the interest of SDI in no way authorizes or justifies dispensations from its principles.

SDI retains a relationship of trust and mutual fidelity with each of the Recipients and remarks as an essential principle the respect of the Legislation in each of the countries in which the Company operates.

Every operation, action, negotiation and, in general terms, conduct of the Recipients made in the execution of the working activity must be based on the principles of honesty, fairness, integrity, transparency, legitimacy, clarity and mutual respect of the referring values for the Society. The Recipients must also be available to undergo, in respect and referring to the current legislation and to Company internal procedures, checks and controls arranged by the Company or by the Supervisory Board appointed as part of the Organizational Model adopted by the Company pursuant to and for the purposes of Legislative Decree. n. 231/2001.

To each Recipient is asked the knowledge of the dispositions contained in the Code and the Legislation that is relevant for the performance of the assigned tasks.

PUBLIC USE

Observing the regulations of the Code of Ethics is an essential part of the contractual obligations of company staff, pursuant to and by effect of art. 2104 of the Italian Civil Code and the current National Collective Bargaining Agreement.

Recipients are also required to:

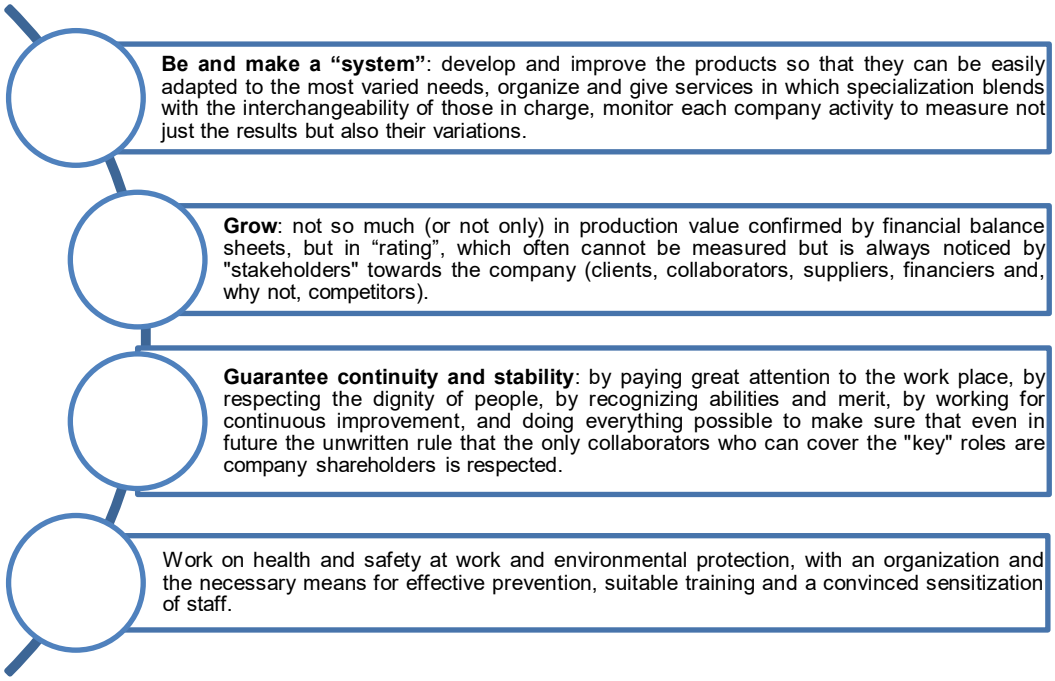
a) Avoid each conduct contrary to the disposition of the Code;
b) Refer to their superiors and/or functions/organs of the Company in case of need for clarifications on the application of the provisions contained in the Code;
c) Report, in good faith and with a sense of responsibility, any violations or suspected violations of the provisions of this Code, as well as any requests to engage in conduct contrary thereto, using the reporting channels established by the Company, including those provided for under the applicable whistleblowing legislation, which ensure the confidentiality of the reporting individual and protection against any form of retaliation;
d) Collaborate with functions of the Company responsible for investigating possible violations of the Code, thereby providing information that may be required.

5. Company commitments

SDI is committed to ensure:

- Diffusion of the Code among the Recipients;
- Performing of controls after been informed about violations of the Code;
- Assessment of facts and subsequent actuation, in event of proven violation, of the sanctions provided;
- Prevention and repression of any form retaliation against who contributed to the implementation of the Code;
- updating the contents of the Code based on legislative developments regarding the administrative liability of entities.

6. General principles



6.1 Ethics at work

When carrying out their daily activities, the Recipients must:

- *Act diligently, with moral integrity and correctness, using the instruments they were provided in the best way possible;*
- *Always behave in a way that complies with the principles of loyalty and good faith towards company, hierarchic superiors, colleagues and collaborators, characterizing personal behavior with mutual collaboration;*
    - *ensure that every business transaction is undertaken lawfully in the interest and to the advantage of SDI and not in the personal interest or that of third parties;*
- *Treat and communicate the information managed within the personal limits of responsibility of each Recipient in an integral, precise and truthful manner.*

6.2 Continuous improvement

Continuous improvement is the result above all of responsible cooperation, which can be obtained with:

- *Personal and active cooperation in different areas and between collaborators and staff of the same department;*
- *Effective and productive work, carried out maintaining and developing a company climate of total collaboration, objective sharing, and respect of the dignity of others;*
- *The research and proposal of new instruments and procedures and/or the adaptation of those already in use in order to make personal activity and that of others continually more efficient and stimulating.*

6.3 Transparency

Each staff member must work transparently, giving his/her collaborators, superiors, clients and suppliers information on what he/she does that is authentic, essential and true.

6.4 Professionalism

SDI gives great importance, aiming to a confirmation on national and international markets, at the value of professionalism and therefore asks to the Recipients to always work with professionalism and using the level of diligence required by the nature of the entrusted duties and functions carried out, using maximum commitment to reach the assigned objectives.

6.5 Relations with the Institutions

The relations between SDI and national, community and international public institutions («**Institutions**»), as well towards public officials or public service managers, or organs, representatives, delegates, exponents, members, employees, consultants, those in charge of public functions or services, public administration, public bodies, even economic, local bodies or public companies, national or international («**Public Officials**») are carried out by each administrator and each employee, whatever their function or office, or in the case by each collaborator, in respect of laws in force, the principles defined in this Code of Ethics, and also company procedures, on the basis of the general criteria of correctness and loyalty, transparency and integrity, avoiding behaviours that could produce the feeling of trying to improperly influence the other party's decisions or of obtaining favourable treatment, e.g. giving or promising to give money or other benefits (e.g. gifts, gratuities, promise of employment, ...)

Such precepts must not be got round by making recourse to different forms of contribution which, through the formula of professional assignments, consultancies, advertising, etc., have the same illicit aims as mentioned above.

These principles apply and must also guide the relationships with the top managers (or their subordinates) of private entities with whom the Company has relations, even occasionally.

Furthermore, the Company acts in accordance with the law and promotes, within the scope of their responsibilities, the proper administration of justice: for this reason, in carrying out its activities, the Company operates in a lawful and correct way, collaborating with the judicial authorities, the police and any pubblic official and/or public service who has powers of inspection and is conducting inquiries into it.

The Company requires all its employees and collaborators to provide the maximum availability and collaboration to anyone – public official or Supervisory Authority – who may perform inspections or controls on the Company's actions. With a view to a legal proceeding, an investigation, or an inspection by the Public Administration or the Supervisor Authority, nobody shall destroy or alter recordings, minutes, book entries or any type of document, make false or misleading claims to the competent authorities.

No person shall attempt to persuade others to provide false or misleading information to the competent authorities.

No one shall attempt to persuade others to provide false or misleading information to the relevant authorities or to provide false information in a criminal proceeding.

If felt opportune, SDI may support public bodies programs for realizing collective utilities and benefits, as well as the activities of foundations and associations, always in respect of laws in force, the principles defined in this Code of Ethics and company procedures.

6.5.1 Anti-corruption

The compliance with this Code of Ethics and the current regulations are fundamental principles of the pursuit of the Company's activities. For that purpose, everybody working on behalf of the Company must operate with transparency, honesty, integrity, fairness and loyalty.

Aware that the corruption phenomena hinder sustainable economic growth, the Company prohibits any form of offer, promise, donation or acceptance of any good, either fungible or not-fungile, service, value performance to obtain an undue or improper advantage in any relationship entertained with the Public Administration and/or between private individuals.

Furthermore, the Company condemns any behavior that could constitute an act of corruption or the creation of "availability" that could be used for corrupt purposes, a preparatory action for the commission of a possible corruption.

Notwithstanding the right to submit reports for those who become aware of violations or potential violation of the provisions contained in this Code (Chapter 9 – Report of Violations – Whistelblowing), including acts of corruption or behaviors that could be an offer, promise, donation, or utility aimed at obtaining an undue advantage, the employees and collaborators can report to to their supervisor or contact person any attempt at extortion or bribery by a public official or a civil service employee of which they are the intended recipient or of which they become aware.

6.6 Gifts, freebies and other benefits

While entertaining relations with clients, suppliers, political institutions, Public Administration and, in general with third parties (even private), the Recipients must not promise, accept or offer gifts, gratuities, benefits (either direct or indirect) and acts of courtesy or hospitality that have a quality level or value that exceeds normal business practice, local customs and ordinary courtesy or, in any case, that are aimed at acquiring favor treatment, or other unjust advantages with reference to the company operations traceable to SDI.

The company, in fact, condemns any behavior that can be defined as an act of corruption, even if inspired by a misunderstood social interest. Withourt prejudice to the right to submit records for those who become aware of violations or potential violations of the provisions of this Code (Chap. 9 - Report of Violations - Whistleblowing) including the promise, acceptance or offer of gifts or benefits (indirect as well), acts of courtesy and hospitality, staff and collaborators must report to their superior or contact person any attempt at extortion or bribery by a public official of which they are the intended recipient or of which they become aware.

In particular, in business negotiations, applications or commercial dealings with the Public Administration none of the following actions may be carried out (either directly or indirectly):

- To examine or propose employment and/or commercial opportunities that may benefit employees of Public Administration in personal capacity;
- To offer or in anyway provide gifts even in the form of company promotions restricted to employees or in the form of, for example, the payment of travel expensed;
- Urging or obtaining any confidential information that may compromise the honesty or reputation of both parties.

Behavior that involves committing offences, even in foreign countries where such behavior is not punished or otherwise forbidden, violates the institutional policy of the company.

In the event that the Company wishes to make use of consultants or third parties dealing with the Public Administration or private, the same provisions are to be applied..

6.7 Fairness in business transactions

In all business affairs, SDI follows principles of good faith, loyalty, correctness, transparency, and efficiency.

Acting with integrity towards customers means creating and developing the relationship on the basis of product and service quality, offering competitive and reliable solutions and creating an atmosphere of faith and respect of the commitments undertaken.

Acting with integrity towards suppliers means that a partner in the ambit of a product or service is chosen on the basis of quality, price and reliability.

In both cases, the subjects appointed to manage the relationship with the client/supplier must:

- *promote a relationship based on faith, the exchange of information, transparency and professional correctness;*
- *promote the diffusion of information that is clear, complete and which complies with laws in force;*
- *follow a policy that gives the suppliers/clients both technical and administrative assistance.*

When conducting a tender, Recipients must operate in compliance with the law and proper commercial practices, without the intent to influence the outcome for the benefit of the Company or third parties.

It is prohibited to influence the auction process by using violence or threats, or by offering money or other benefits to bribe participants or auction organizers (gifts or promises), or by resorting to an unlawful agreement between participants to alter the outcome of the auction (collusion).

6.8 Policy towards staff

The Company:

- *Shall dedicate itself to obtain a peaceful internal working environment, where everyone can work in respect of laws, principles, and shared ethical values;*
- *Shall ensure that its employees and collaborators behave and are treated with dignity and respect, as indicated by laws in force;*
- *Shall not tolerate any form of isolation, exploitation*[1]*, molestation, or discrimination, for personal or work reasons, by any manager, employee or collaborator towards another manager, employee, or collaborator;*
- *Shall forbid the imposition of disciplinary sanctions towards employees or collaborators who have legitimately refused a job wrongfully assigned to them by any subject tied to the Company;*
- *Confirms its strong opposition to any type of discrimination based on differences in race, language, color, belief and religion, political opinion and beliefs, nationality, ethnic group, age, sex and sexual orientation, married status, invalidity and physical aspect,*

[1] For the purposes of the legislation in force, the existence of one or more of the following conditions constitutes an indication of "exploitation" of workers:
- the repeated payment of wages in a way that is clearly different from the national or territorial collective agreements stipulated by the most representative trade union organizations at a national level, or in any case disproportionate to the quantity and quality of the work performed;
- the repeated violation of the legislation relating to working hours, rest periods, weekly rest, compulsory leave, holidays;
- the existence of violations of safety and hygiene regulations in the workplace;
- subjecting the worker to degrading working conditions, surveillance methods or housing situations.

economic-social conditions; in the same manner, SDI opposes the granting of privileges based on these same reasons;

- *Shall not tolerate any form of irregular or undeclared labor, exploitation of workers, child labor or any other conduct that can, even abstractly, integrate illicit hypotheses against the person.*

The selection and recruitment of staff's activity must be in full compliance with the company procedures and must be inspired by criteria of transparence in the assessment of the requirements of competence and professionalism, individual abilities and potentials. Considering the diversity a source of cultural enrichment, SDI requests to Recipients to have an open and inclusive behaviour.

Any form of harassment and/or psychological, physical, sexual violence it is forbidden. Sexual molestation of any type shall be severely punished, even with termination of the working relationship or collaboration.

The Company condemns the hiring and resulting use of workers from Foreign Countries with a non-valid residence permit and discourages their hiring also to prospective contractors.

6.8.1 Integrity, dignity and equality

In particular, the Company respects the dignity and specificity of workers, enhancing their skills, opposing to unjustified and discriminatory salary differences and involving them in training courses, in the awareness that in this way it is possible to achieve sustainable competitive advantages.

In carrying out its functions, each Recipient:

- maintains a conduct based on moral integrity and transparency, as well as to values of honesty and good faith;
- recognizes and respects the personal dignity, the privacy, and the personal right of any individual;
- repudiates any discrimination based on the diversity of countries of origin, culture, religion, sex, age, political orientation, trade union and sexual, as well as on the disability;
- does not cause personal harassment, violences or offenses of any nature and is committed to reject and form of discrimination;
- acts in an inclusive manner towards any kind of diversity;
- adopts an attitude of openness and inclusion tending towards the enhancement of diversity of any type.

In particular, the Company bases its operations on the respect for individual personalities and professionalism, considering essential the following aspects:

6.9 Economic and Financial Resources

SDI carries out its activity in full respect of monetary legislation and money laundering laws in force in the countries in which the company works and the regulations issued by the competent authorities.

SDI is aware of the enormous damage to the society and to the free competition that could be connected to the presence of mafia infiltrations or other forms of crime in business and therefore is committed to the actuation of the existing legislation on anti-mafia and anti-money laundering, avoiding establishing or continue relationships with every subject that is in any way connected to organized criminality or money laundering, receiving stolen goods or using money or assets of illegal origin.

For this purpose, the Recipients must not perform operations that are suspect under a profile of correctness and transparency. In particular, the Recipients shall also work in a manner that avoids implications in operations that are even potentially suitable for favoring the laundering of money coming from unlawful or criminal activity, acting in full respect of the money laundering laws in force.

In order to avoid giving or receiving improper payments and similar, the Recipients and other subjects required to comply to the provisions of the Code, in all their negotiations, must comply with the following principles concerning the documentation and the record keeping:

- *All the payments and other transfers made by or on behalf of SDI must be accurately and totally recorded in account books and mandatory writings;*
- *All the payments must be performed only to the entitled subjects for their activities that are contractually formalized and/or approved by SDI and actually carried out;*
- *must not be created false, incomplete or misleading records, and must not be constituted occulted or unregistered founds, or once more must not be deposited in personal accounts or not held by SDI;*
- *must not be performed any unauthorized or illicit use of SDI assets;*
- *payments in cash or by means of payment to the bearer can be made up to the maximum established by the law applicable at the moment of the transaction.*

The fraudulent transfer of assets is prohibited, namely:

- concealing the illicit origin of assets to avoid ablative measures, such as confiscation, through the use of fictitious names;
- in order to evade anti-mafia documentation provisions, fictitiously attributing ownership of businesses, company shares, or stocks, or corporate positions to others, if the company participates in procurement procedures or the execution of contracts or concessions.

6.10 Transparency in accounting

Accounting transparency is based on the truthfulness, accuracy, completeness and reliability of the documents of operational events and the relative accounting data.

The activities and actions carried out by the Recipients in the ambit of their working activity must be documented in compliance with applicable laws using accurate, complete and reliable documents and, if requested by applicable regulations and accounting principles, they must be correctly and quickly represented in the accounts.

When carrying out audits, these documents must make it possible to identify the characteristics of and reasons for the operation, as well as the subjects who respectively authorized and carried out and/or took over the operation.

In addition, to guarantee respect of the Code regulations, the authorization of execution of a specific operation is the responsibility of a person other than he/she who carries it out, controls it and takes it over.

6.11 Activity traceability

Each Recipient must preserve suitable documents of the activity carried out in the name or on behalf of the Company, thus allowing in this way traceability and verifiability (e.g. contracts, orders, administrative documents, internal reports…).

6.12 Communication

SDI recognizes the primary role of clear and effective communication in internal and external relations. The activities tied to communication and external relations must therefore be organized and coordinated by following clear and consistent criteria.

6.13 Health & Safety and Environment

SDI puts into effect necessary measures for protecting the health and physical integrity of the Recipients, using company organization models set on the constant improvement of safety and health in the workplaces.

SDI also adapts itself to current laws in force regarding work safety and hygiene. Each Recipient must pay maximum attention when carrying out their activity, strictly observing all the safety and prevention measures, in order to avoid every possible risk to themselves, their colleagues and collaborators and for collectivity as a whole.

To carry out its own policy on safety in the workplace, SDI cares for continuous training and sensitization of its management and its entire staff on the theme of safety, also in the case of travel abroad. He also takes care of training activities for the staff.

SDI promotes production policies that adapt the requirements of economic development and value creation, its own or those of companies traceable to it, with the requirements of environmental respect and protection.

In particular, the Company intends:

- to adopt all necessary measures in order to minimize and, if possible, annul the negative environmental impact of its activity;
- to prioritize all the feasible actions in order to prevent all possible impact on the environment, rather than awaiting the repair of damage that has already occurred;
- to promote among the Recipients the values of education and share of principles in environmental matters.

6.14 Using company assets

Each Recipient must work diligently to protect company assets by way of responsible behavior that is in line with the operative procedures that regulate asset use.

For this purpose, each Recipient is responsible for taking care, preserving and defending the Company assets and resources entrusted to them for their activity, and must use them properly and in compliance with social interest, preventing any improper use.

It's expressly forbidden to use company assets for reasons that are personal or outside the reasons of service, for purposes that are contrary to laws in force, public order or public decency, as well as for committing or inducing the commission of computer crimes or offences or racial hate, heightening violence, discriminatory acts or violating human rights.

Regarding the computer instruments, it is forbidden to use behavior that can damage, alter, ruin or destroy computers or telematics systems, programs or data of the Company or Third parties or Public Administration, as well as unlawfully intercept or interrupt computer or telematics communication.

It is also forbidden to abusively enter computer systems that are protected by safety measures and also to obtain or release access codes for protected computer or telematics systems.

For this purpose, the Recipients must access only the computer resources for which they have the relevant authorization, protect access credentials and passwords for entry into the company network and the different applications and personal keys according to criteria suitable for preventing easy identification and improper use, respect the internal policies regarding intrusion prevention and antivirus devices.

6.15 Industrial Property Rights management and protection

SDI ratifies the total prohibition for its Recipients to use, under any form and/or in any manner even for personal use, original work and/or material protected by author and/or connected rights, as well as each intellectual and/or industrial property right (among which, as an example, brands, drawings and models, patents for inventions and models of use, secret information), including rights of image and right to name, without the permission of the owners of the rights and/or those who have legitimate availability. The Recipients must request the necessary permission for using protected works and materials.

7. Relations with collaborators, consultants, etc.

The Company enters into relations with Collaborators, consultants and other contracted subjects exclusively on the criteria of professionalism and correctness.

In particular, the Company expects the selection of Collaborators, consultants, … to be based exclusively on objective parameters such as quality, convenience, ability, efficiency, avoiding agreements with contractual counterparties suspected of having links to terrorism or having a doubtful reputation in the field, as a mere example, of environmental respect, working conditions and/or human rights.

The Company expects the subjects named above to use behavior that complies with the principles given in this Code of Ethics and not receive any unlawful pressure to work doing things and/or in a manner that is not indicated in the contract.

The Company therefore expects them to use behavior that is legal, ethical and in line with internationally accepted standards and principles regarding treatment of its employees and Collaborators, regarding in particular principles of: the protection of fundamental rights, non-discrimination, protection of children, the prohibition of forced work, protection of union rights, health and safety in the work-place, working hours and retributions.

Different behavior can be considered as serious non-fulfillment of correctness and good faith in contract execution, a reason that damages the relationship of trust, and a just reason for annulling the contractual relationship.

8. Disciplinary sanctions

The present **Code** contains principles and rules of behavior, compliance with which is considered essential by SDI that, through the company bodies and departments in charge of said activities, imposes, with coherence, impartiality and uniformity, sanctions which are proportionated to the specific Code violations, in compliance with the Disciplinary System described by the General Part of the Organization Model (chapter 13).

8.1 Sanctioning system for employees, administrators, internal and external auditors

The disciplinary system used by the Company in its Organization Model ex Italian Leg. Decree 231/2001 disciplines the non-respect and/or violation of the rules of behavior indicated in the Code of Ethics by employees of SDI as non-fulfillment of the obligations deriving from the work relationship and gives rise to the application of the disciplinary sanctions indicated by law and collective bargaining.

Disciplinary procedures and the issue of sanctions are managed by the Company departments in charge.

If the Code of Ethics has been violated by the administrators, or the internal and external auditors, the Supervision Organ must communicate the circumstance to the Board of

Directors and the Board of Auditors, so that these organs can apply suitable initiatives according to law and in accordance with the Company disciplinary system given in the Organization Model ex Italian Leg. Decree 231/2001.

8.2 Sanctioning systems for collaborators, suppliers, consultants, and business partners

Any behavior that violates the regulations of this Code by collaborators, suppliers, consultants, and business partners tied to SDI by a contract where an employee's salary is not awarded, can determine, in the hypothesis of greater seriousness, resolution of the contractual relationship in respect of the sanctioning system used by the Company in its Organization Model ex Italian Legislative Decree 231/2001.

Actions can be taken – whenever the conditions exist – to obtain compensation for damages that may have been suffered by the Company.

8.3 Protection measure and penalty of whistleblowers

In case the protection measures of the whistelblower were violated (see Chapter 9 that follows) and the whistelblower identity was made public, not meeting the conditions under the law, or if retaliation or discriminatory actions, either direct or indirect, were adopted against the whistelblower for reasons that are connected, either directly or indirectly, to the reporting, penalties will be applied against those responsible for the above mentioned violations based on the criteria indicated in the previous paragraphs in chapter 8.

Equally, to those who carry out, with intent or gross negligence, reporting that prove to be unfounded and that can suggest slanderous or defamatory statements to the detriment of the reported people, the sanctioning system indicated in chapter 8 above will be applied.

9. Reports of Violations – Whistleblowing

In order to guarantee compliance with the legality and effectiveness of the Organizational Model pursuant to Legislative Decree 231/01, SDI has adopted, in compliance with Legislative Decree 24/23, the "*Regulations for reporting offenses - whistleblowing*" Behavioral Rule no. 08, to which reference is made, which contains the principles aimed at safeguarding whistleblowers, the operational methods for managing a Report and the personal data protection measures.

To this end, the Company has provided three Internal Reporting Channels for those who become aware of violations or potential violations of national, community regulations, of the provisions contained in the Organizational Model pursuant to Legislative Decree. 231/01 and in this Code.

The whistleblower who intends to send a report to the Supervisory Body must follow the methods indicated below.

Internal Reports can be made in the following ways:

IT platform

The reporting platform is accessible at the link

https://sdiautomation.com/segnalazioni-whistleblowing/,

provided by a specialized service provider.

This platform is structured to ensure that:

- during the reporting process the information acquired respects the principles of protection of personal data and maximum confidentiality. This occurs through the adoption of encryption techniques and the implementation of technical-organizational security measures defined, evaluated and implemented also in light of an impact assessment pursuant to art. 35 of the GDPR;
- the relevant information is accessible exclusively to the **Reporting Manager**;

The platform is continuously available 24 hours a day, 7 days a week

Postal reporting

It is possible to make the report by sending it by post to the Reporting Manager. Following ANAC's instructions, it is recommended to insert the reporting data in two closed envelopes, including, in the first, the reporting person's identification data, together with a copy of an identity document; in the second, the subject of the report; both envelopes must then be inserted into a third envelope with the words: " ***DO NOT OPEN - Reserved / Personal to the Reporting Manager*** " on the outside, sending it to the following address:

Dott. Riccardo Ricci

Sernet S.p.A.

Piazza Repubblica 30

20124 Milano

In-person meeting

An in-person meeting is possible by requesting a direct meeting with the **Reporting Manager** (indicated above) via the platform or with a written request to the above address with the subject "***DO NOT OPEN - Reserved / Personal to the Reporting Manager***" without indicating the reasons or other references inherent to the subject of the Report. The contents of the meeting with the appointed staff, with the prior consent of the reporting person, can be documented by the appointed staff by recording on a device suitable for storage and listening or by means of a report signed between the Reporting Party and the Reporting Manager.

The prohibition of retaliation is provided for by art. 17 of Legislative Decree 24/2023, which is intended to be fully referred to here.[2] Acts undertaken in violation of this prohibition are null and void.

[2] The Art. 17 co. 1 "*The entities or persons referred to in Article 3 cannot suffer any retaliation*" refers to:
a) whistleblowers (as defined in the *Regulation for reporting violations ("whistleblowing")*);
b) facilitators (as defined in the *Regulation for reporting violations ("whistleblowing")*);

10. Final Dispositions

This Code of Ethics has been approved by SDI's Board of Directors. Any future update required by a modification of standards or future development of civil sensitivity must be approved by the Board of Directors and quickly issued to all Recipients.

The Code does not replace current and future company procedures, which remain effective if they do not contrast with the Code of Ethics.

SDI informs all Recipients on the dispositions and application of the Code and recommends observance.

The Code will be brought to the knowledge of third parties which receive work from SDI or which have long-lasting relations with it.