

INTRODUCTION

QOC SOLUTIONS SRL operates with the aim of promoting employment, professional development opportunities, creating value for its shareholders, ensuring customer satisfaction, and give value to the contribution of all employees.

The company's internal control and monitoring system is comprised of all necessary and useful tools to guide, manage, and assess QOC Solutions' activities, directing them toward the achievement of corporate objectives while effectively mitigating risks.

The goal of this system is to provide reasonable assurance regarding compliance with national laws, internal procedures, corporate codes and regulations, the achievement of set objectives, the safeguarding of company assets and resources, efficient and effective operational management, and the reliability of accounting and management information both internally and externally.

The Code of Ethics and Conduct is one of the instruments through which QOC Solutions ensures that all personnel act in accordance with ethical standards, embodied in the following principles:

- Strict compliance with current national legislation;
- Integrity, courtesy, and cooperation in colleague relationships;
- Respect for the interests of all stakeholders, including clients, suppliers, institutions, public authorities, and the community;
- Professionalism, diligence, and moral integrity in performing one's duties, with respect for human dignity;
- Loyalty from employees and collaborators toward the company;
- Respect for the environment, and commitment to health and safety for employees and collaborators.

This Code outlines the ethical commitments and responsibilities in the conduct of business and corporate activities undertaken by managers, employees, and all individuals who, directly or indirectly, engage in relationships on behalf or in the interest of the company.

It also defines the procedures for verifying compliance with operational standards and outlines the disciplinary measures applicable in the event of violations by personnel.

COMPANY MISSION

QOC Solutions is committed to putting into practice the values and principles outlined in the Code, with the objectives of:

- Promoting and strengthening a corporate culture based on shared values;
- Communicating the rules, procedures, and best practices to be followed;
- Expanding acceptance and commitment to the principles of this Code.

The ethical and behavioral standards the company aims to uphold include:

- Fairness and equality in treatment and recognition of the value of human resources;
- Diligence, transparency, honesty, confidentiality, and impartiality in the performance of business activities;
- Protection of individuals and the environment.
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Standard Behavioral Rules QOC Solutions Commits to Uphold:

1) Impartiality

The company offers equal employment opportunities to all employees and collaborators based on professional qualifications and performance capabilities, without discrimination on the basis of ethnicity,

language, religion, beliefs, nationality, gender, age, or physical and social conditions (as established in Article 3 of the Italian Constitution, Principle of Formal Equality).

2) **Work Environment**

a) **Mutual Respect:** The company fosters an internal environment where employees interact with full mutual respect. QOC Srl is committed to ensuring that, in both internal and external work relationships, there is no occurrence of sexual harassment, nor any behavior or initiative that may create an intimidating, hostile, or isolating workplace environment for individuals or groups of workers. The company also opposes actions that negatively interfere with others' job performance or hinder their career prospects, especially when driven by personal competitiveness.

b) **Health and Safety:** The company is committed to conducting its activities in full compliance with current occupational health and safety regulations and strives to provide a healthy and safe work environment through the adoption of all necessary measures. In particular, pursuant to Article 15 of Legislative Decree 81/2008, decisions at all levels concerning occupational health and safety are made in accordance with the following principles:

- Eliminate risks, and where this is not possible, reduce them to a minimum in line with the state of technological progress;
- Assess all risks that cannot be eliminated;
- Reduce risks at their source;
- Respect ergonomic and health-related principles in the organization of the entity's activities and workplaces;
- Plan appropriate measures to ensure continuous improvement of safety standards over time, including through the adoption of codes of conduct and best practices;
- Prioritize collective protective measures over individual protective measures;
- Provide workers with adequate instructions and training.

c) **Development:** The company protects and promotes the value of human resources with the aim of enhancing and expanding the skills of each employee. Recruitment is based on the alignment between candidates' qualifications and the profiles required by the company, in full compliance with equal opportunity principles.

Appropriate measures are taken to prevent favoritism, nepotism, or any form of patronage. All personnel are hired under a formal employment contract. No form of irregular or undeclared work is permitted.

At the beginning of the employment relationship, each employee is provided with clear and accurate information regarding:

- The characteristics of the role and assigned responsibilities;
- Legal and compensation-related terms, in accordance with applicable regulations;
- Rules and procedures concerning workplace health and safety.

In personnel management, the company rejects any form of discrimination. Access to roles and responsibilities is determined based on individual competencies and capabilities.

Where compatible with operational efficiency, the company supports flexible work arrangements that facilitate the management of maternity and, more generally, child care responsibilities.

d) **Environmental Protection:** The company's top management is committed to complying with environmental legislation and to implementing preventive measures to avoid—or at least minimize—environmental impact.

In particular, QOC SOLUTIONS SRL undertakes to:

- Adopt measures aimed at limiting and—where applicable—eliminating the negative impact of its business activities on the environment;

- Prioritize preventive actions over remedial ones to avoid environmental damage;
- Plan for thorough and continuous monitoring of scientific advancements and regulatory developments in the environmental field;
- Promote training and the dissemination of the principles of this Code among all individuals operating within the company.

3) **Privacy**

Protects information and safeguards data relating to employees and collaborators, generated or acquired both inside and outside the Company, and takes every appropriate measure to prevent misuse of such information. (As provided by the Privacy Code).

QOC Solutions does not and will not tolerate:

1. **Abuse of Power**

Abuse of a position of authority includes demanding personal services or favors from a subordinate as if they were obligatory, or adopting attitudes and/or performing actions that undermine human dignity and, above all, the autonomy of the collaborator.

2. **Acts of Psychological Violence**

Discriminatory or harmful attitudes or behaviors towards the person and their beliefs.

3. **Sexual Harassment**

Behaviors or remarks that may disturb personal sensitivity.

4. **Bullying Acts**

Actions that may seriously compromise the worker's health in the workplace.

5. **Operational Mobbing**

Actions that can lead to psychological conditions with serious consequences on work activity. Particularly offensive non-work-related behaviors that affect civil sensibility and make interpersonal relationships at work intolerable will also be considered relevant. These may be subject to disciplinary action in accordance with the applicable National Collective Labor Agreement (CCNL), following the procedure outlined in Article 7 of Law 300/1970.

6. **Abuse of Alcohol and/or Drugs**

Each worker is prohibited from:

- 4) performing duties under the influence of alcohol, drugs, or substances with similar effects;
- 5) consuming or distributing, in any way, alcoholic beverages and/or drugs during working hours.

Any conduct violating the above obligations, during work activities or in the workplace, will be considered a conscious assumption of risk that endangers oneself, colleagues, and the Company, and will be sanctioned with dismissal, to be carried out in accordance with the procedures provided by the CCNL and applicable laws.

Chronic dependency on such substances, when it impacts the work environment, will be treated the same as the above cases.

RECIPIENTS OF CODE

The provisions of this Code apply, without exception, to all members of the Company and must also be observed by any third party who may act on behalf of or under mandate from the Company. All the aforementioned parties are required to learn and comply with its contents.

The recipients of this Code undertake to observe the following principles:

1. Responsibility and Respect

Each employee and collaborator is required to perform their duties responsibly, honestly, diligently, and in accordance with company policies, procedures, and directives, without delegating to other employees or collaborators the performance of activities or the adoption of decisions within their own responsibilities. All personnel shall act with mutual respect.

2. Diligence

Employees must respect working hours, unless there is a justified reason, and limit absences from the workplace to what is strictly necessary. Collaborators must dedicate adequate resources, in terms of time and commitment, to the assigned tasks in order to achieve the relevant objectives.

3. Workplace Environment

Contribute to creating a professional environment in which all colleagues feel positively engaged in achieving company goals. Promote constructive discussion in the workplace aimed at finding the best possible solutions.

4. Honesty

Use the assets and resources made available in accordance with their intended use, in order to preserve their integrity and functionality, as each recipient is considered directly and personally responsible for the protection and preservation of the assets and resources entrusted to them for the performance of their duties.

Employees and collaborators are therefore expected not to use office telephone lines for personal needs except in cases of emergency, to comply with the provisions of the Company Regulations and the Privacy Code regarding the use of the IT system, the Internet, and email. They must also refrain from using company vehicles for personal tasks or from transporting individuals not affiliated with the Company, unless expressly authorized.

5. Confidentiality

Exercise the utmost care and caution in using non-public information obtained through the performance of one's duties. Information and all other materials obtained in the course of one's work are the property of QOC Solutions. Workers are required not to disclose, use, or communicate information and/or any other kind of news, documents, data, etc., related to actions and operations connected with their duties or responsibilities that are confidential in nature, unless specifically authorized.

Any improper use of confidential information relating to the Company, in addition to constituting a moral and ethical violation, is legally actionable by the Company.

6. Conflict of Interest

In performing their duties, each employee/collaborator must avoid any possible conflict of interest, particularly with regard to personal and/or family interests that could influence the independence of their judgment and conflict with their responsibilities.

Each employee/collaborator must immediately report to their manager and/or the Administrator any situation that constitutes or could constitute a conflict of interest. In particular, they must disclose the existence of any permanent or temporary work relationship, financial, commercial, professional, or family relationship with external entities that could affect the impartiality of their conduct or compromise the integrity of the work performed.

7. Omaggi

Employees are not allowed, either directly or indirectly, to offer or receive gifts, donations, money, payments, or benefits of any kind. Gifts must be solely aimed at promoting the company's image. No form of gift is permitted that goes beyond normal commercial practices or is aimed at gaining favorable treatment in conducting any activity related to or associated with the company. In particular, any form of gift to public officials, auditors, board members, statutory auditors, or their family members that could influence their independence of judgment is strictly prohibited. No offer or acceptance of money or gifts—directly or indirectly—with the aim of obtaining any form of personal advantage is allowed.

8. Administrative Responsibility

Transparency, accuracy, and completeness of financial reporting are of particular importance; therefore, each employee/collaborator is required to ensure that management events are properly represented. Information used in periodic reports or in both general and analytical accounting must comply with the principles of transparency, fairness, completeness, and accuracy. Accounting records must be based on precise, exhaustive, and verifiable data.

PRINCIPLES IN RELATIONS WITH THIRD PARTIES

Employees and collaborators must adequately inform third parties about the provisions of the Code of Ethics, in order to align their behavior with the following guidelines.

Relations with Clients

The company, its employees, and collaborators pursue the goal of fully meeting customer expectations and consider it essential that clients are always treated fairly and honestly. They are committed to ensuring services meet consistent quality standards and to periodically monitoring perceived service quality.

Relations with Suppliers

Supplier selection and the determination of purchasing conditions for services are based on criteria of cost-effectiveness, quality, and transparency, ensuring equal opportunities for all suppliers. Supplier choice and purchase conditions must be based on an objective assessment of the quality of goods and services requested, price, and the supplier's ability to deliver and guarantee timely, adequate-level goods and services that meet the company's needs.

If a supplier, in carrying out their activity, adopts behaviors inconsistent with the general principles of this Code, the company is entitled to take appropriate action, including terminating the collaboration.

External Relations

The company, its employees, and its suppliers recognize the primary role of clear and effective communication in external relations. Employees tasked with disclosing corporate information externally—through speeches, conference participation, publications, or any other form of presentation—must comply with company regulations and obtain prior authorization from top management or a delegated person.

VIOLATION OF THE "CODE OF ETHICS AND CONDUCT"

Personnel, in the performance of their duties and within the scope of their competencies and responsibilities, must record, process, disseminate, and communicate data, information, and knowledge with accuracy, precision, and completeness, avoiding the creation of misleading impressions or the provision of biased or untruthful information.

Complete truthfulness must be maintained in internal company communications.

EMPLOYEES' REPORTING OF VIOLATIONS

Employees who become aware of possible omissions, falsifications, or alterations of documents and/or records are required to promptly inform Company Management. All such reports will be addressed in a timely manner, and the employee shall not be subject to any form of retaliation, either direct or indirect. Anyone who reports alleged violations of the Code of Ethics in bad faith will be subject to sanctions under the same Code.

In the event of verified violations of the provisions of the Code of Ethics—such as, by way of example (but not limited to), cases of proven fraud, theft, omissions, falsifications, alterations, misuse of confidential information, misappropriation of physical or intangible company assets—QOC Solutions will promptly and immediately take the necessary disciplinary actions, regardless of the potential criminal nature of such behavior or the initiation of legal proceedings where applicable.

Violation of the principles set forth herein undermines the relationship of trust between QOC Solutions and any individual who commits the violation.

ENTRY INTO FORCE

This Code of Ethics shall enter into force upon its approval by the Board of Directors.

Any subsequent amendments or additions must be approved by the Board of Directors.

02/01/19, Vaprio D'Agogna

QOC SOLUTIONS SRL