

CODE OF ETHICS

1. INTRODUCTION
2. GENERAL ETHICAL PRINCIPLES
3. COMPLIANCE WITH APPLICABLE LAWS AND REGULATIONS
4. CONFIDENTIALITY
5. UNLAWFUL CONDUCT
6. RELATIONS WITH CUSTOMERS
7. RELATIONS WITH SUPPLIERS
8. RELATIONS WITH COMPETITORS
9. PROFESSIONAL CONDUCT AND OPERATING METHODS
10. COMPLIANCE WITH FREE COMPETITION REGULATIONS
11. COMPLIANCE WITH COPYRIGHT LAWS
12. MARKETING ACTIVITIES
13. VIOLATION OF THE CODE OF ETHICS

1. INTRODUCTION

This Code, approved and periodically reviewed by the Board of Directors of G-Squared, sets forth the rules of conduct to be applied by all those who, directly or indirectly, permanently or occasionally, establish collaborative relationships or operate in the interests of G-Squared S.r.l. in the management and conduct of company activities. Therefore, this Code shall be binding upon Employees, Managers, Directors, External Collaborators, Partners, Suppliers, and Customers (hereinafter referred to as the “Recipients”).

The Code of Ethics adopted by G-Squared S.r.l. is a set of principles and rules whose observance is of fundamental importance for the proper functioning and improvement of the company’s reliability. It represents the “Charter of Fundamental Rights and Duties” through which G-Squared:

- defines the values and general ethical principles that characterize its business activities and relationships with Recipients;
- formalizes its commitment to act according to the ethical principles of moral legitimacy, fairness and equality, protection of the individual, diligence, transparency, honesty, confidentiality, impartiality, and health protection;
- indicates to Recipients the principles of conduct, values, and responsibilities whose strict observance is required during the performance of work activities;
- indicates to Recipients the principles of conduct aimed at ensuring the protection of personal data and technical data of which G-Squared S.r.l. becomes aware.

The individual and collective conduct of the Recipients must therefore be consistent with company policies and must concretely translate into collaboration, social responsibility, and compliance with applicable laws, following the standards of conduct identified in this Code of Ethics. G-Squared aims to establish and maintain mutual relationships of trust with the Recipients.

G-Squared constantly verifies compliance by the Recipients with the provisions of the “General Data Protection Regulation (GDPR – Regulation (EU) 2016/679).” G-Squared collaborators receive appropriate training on the contents of the GDPR and its implementation methods.

G-Squared requires all collaborators, in any capacity, to protect all technical, commercial, and administrative information relating to the company, even after the end of the collaboration relationship.

G-Squared’s Customers and Partners require the company, through its Legal Representative, to ensure the protection and confidentiality by all G-Squared collaborators of all confidential infor-

mation they may become aware of in the course of their work.

The regulatory framework, particularly Legislative Decree 231/01 concerning the administrative liability of companies for offenses committed by their representatives, employees, and collaborators, has made it essential to codify the principles of legality, loyalty, fairness, and transparency according to which the conduct of all parties operating in the interests of G-Squared must be shaped.

Recipients who violate the principles and rules contained in this Code damage the relationship of trust established with G-Squared and shall be held directly responsible.

G-Squared undertakes to distribute a copy of this Code to all employees and collaborators and to disseminate its contents and objectives. All Recipients are required to know and implement the contents of the Code of Ethics.

2. GENERAL ETHICAL PRINCIPLES

The principles on which the Company Code of Ethics is based are the following:

Ethics: establish relationships between individuals and the company based on honesty and respect, placing common interests before individual interests. Base company development on respect for people and the environment. Act transparently towards colleagues, customers, and suppliers.

Responsibility: carry out one's role proactively, taking responsibility for expected solutions and decisions with promptness, determination, professionalism, and credibility.

Transparency: communicate openly and clearly, avoiding misunderstandings and manipulation, with the aim of building deep, loyal, and lasting relationships both within and outside the company.

Quality: pursue excellence by improving and innovating each individual's skills for company and personal success. Dedicate oneself to maximum customer satisfaction.

Commitment: perform activities with passion, sharing the company vision and the objectives of one's area of activity.

Listening: pay constant attention to the Customer and understand their needs.

Proactivity: anticipate change as a continuous challenge for success. Promote innovative solutions that exceed expectations.

Courage: face challenging situations with determination, overcoming limits to seize opportunities.

Change: interpret and share change as a driver of business development.

Belonging: feel part of one great team made up of the Company, Collaborators, Customers, and Suppliers. Contribute to the image and reputation of G-Squared. Share the business project through knowledge of strategies and objectives.

Style: while maintaining the utmost mutual respect, adopt measured and appropriate behavior aimed at generating positive relationships with stakeholders.

Partnership: be proactive and collaborative with customers and suppliers, sharing objectives and plans in order to satisfy mutual needs.

Enhancement: commit to discovering, developing, and promoting people's skills.

Attention: listen and provide feedback, recognizing well-executed work in order to strengthen performance and people's self-esteem.

Trust: believe in the value of others' contributions and in their awareness of the value of our own.

Humility: be willing to question oneself, avoid arrogant positions, accept dialogue and, above all, criticism.

3. COMPLIANCE WITH APPLICABLE LAWS AND REGULATIONS

G-Squared rejects any conduct, even if carried out in its favor, that is contrary to the law, applicable regulations, or the guidelines set forth in legal codes.

4. CONFIDENTIALITY

Due to the specific sectors in which it operates and the activities carried out, data and information are an integral part of the company's assets. No confidential information acquired or processed by the Recipients in the course of or in connection with their activities may be used, communicated to third parties, or disclosed for purposes other than institutional ones.

5. UNLAWFUL CONDUCT

G-Squared establishes that Recipients must refrain from offering or promising third parties sums of money or other benefits in any form or manner, including indirectly, in order to promote or favor the company's interests, even if subjected to unlawful pressure. They may not accept for themselves or for others such sums and/or benefits in order to promote or favor third-party interests in relations with G-Squared.

Gifts of significant value are not permitted; if of modest value, they must be attributable solely to acts of mutual courtesy within the context of proper business relationships.

Recipients are prohibited from presenting untrue facts, omitting information, or concealing data in direct or indirect violation of regulatory principles and internal procedural rules, in a manner that may mislead stakeholders.

Any actions identified as conflicting with the ethical and behavioral principles defined in this Code must be promptly reported to Management.

6. RELATIONS WITH CUSTOMERS

Relations with Customers must aim for excellence in products, services, and quality in accordance with the principles and values previously outlined. Such relationships must be based on mutual transparency and respect for market and competition rules, as well as applicable regulations.

Negotiations with Customers must be conducted according to principles of mutual commercial fairness, good faith, and compliance with undertaken commitments.

7. RELATIONS WITH SUPPLIERS

Relations with Suppliers must primarily aim at obtaining the best performance at the most competitive prices, while respecting the specific characteristics and free negotiations with suppliers themselves.

The selection of Suppliers and the negotiation of conditions for the purchase of goods and services on behalf of G-Squared must take place transparently and based on criteria of competitiveness, objectivity, fairness, price, quality (of goods or services), guarantees offered, and, in any case, considering objective parameters for value creation for the company.

8. RELATIONS WITH COMPETITORS

G-Squared intends to protect the value of fair competition by refraining from collusive or abusive conduct, believing that collaboration and comparison are opportunities to improve quality standards.

9. PROFESSIONAL CONDUCT AND OPERATING METHODS

In all business relationships, G-Squared is inspired by the principles of loyalty, fairness, transparency, efficiency, and market competition.

Shareholders, employees, and collaborators, including external collaborators, whose actions may even indirectly be attributable to G-Squared, must behave correctly in business dealings and relationships with customers, regardless of the importance of the transaction involved.

Company work must be carried out with professionalism, reliability, precision, consistency, and courtesy. Full sharing of knowledge and a constructive environment aimed at reciprocal group cooperation must be guaranteed, both internally and through openness to new external input.

Each Collaborator must consider among their main objectives the desire to enhance their personal

training, acting to progressively increase their professional knowledge and fully sharing the knowledge already acquired.

Work must be performed professionally and competently, with constant precision, politeness, and courtesy, always verifying one's work before delivery and, where possible, supporting it with detailed written documentation.

Should a collaborator encounter difficulties, they must promptly report them in order to receive adequate support.

10. COMPLIANCE WITH FREE COMPETITION REGULATIONS

Without prejudice to compliance with free competition regulations, all Recipients are required to act in a way that achieves the best results in competition.

It is contrary to company policy to exchange information and/or agreements, understandings, or arrangements with any competitor regarding prices, pricing policies, discounts, promotions, sales conditions, or production costs. G-Squared does not intend in any way to restrict or distort free competition.

Likewise, any form of agreement, direct or indirect, carried out with competitors for the purpose of disrupting public procurement tenders is prohibited.

Any employee or collaborator operating within commercial activities is therefore encouraged to submit to Management any doubts or initiatives that may fall within conduct sanctioned by law, in order to operate in full compliance with regulations.

11. COMPLIANCE WITH COPYRIGHT LAWS

G-Squared undertakes to comply with applicable copyright laws.

The use of illegal copies and unauthorized duplication of software constitutes an offense that may have serious consequences for the company and/or the end user.

Italian legislation protects software with appropriate laws aligned with technological developments and European Union directives, which provide for criminal and administrative sanctions for those who violate such laws. Furthermore, current legislation provides for substantial measures and financial administrative penalties for those who purchase non-original software.

Accordingly, and based on applicable regulations, G-Squared undertakes always to provide original software products or authorized copies, especially in the case of third-party products necessary for the completion of a specific solution. Such products must be accompanied by a user license.

Where third-party software components are integrated into the proposed solution, this must be specifically indicated.

12. MARKETING ACTIVITIES

In its marketing campaigns, G-Squared undertakes to provide only truthful information and to operate in compliance with the GDPR.

13. VIOLATION OF THE CODE OF ETHICS

In all daily activities, G-Squared aims to distinguish itself by earning credibility and appreciation from customers. Unethical or unlawful conduct would damage the fiduciary relationship and seriously harm the company's image, reputation, and credibility.

The rules contained in the Code of Ethics supplement the conduct that all Recipients are required to observe pursuant to applicable civil and criminal laws and the obligations established by collective bargaining agreements.

Violation of the rules of the Code of Ethics damages the relationship of trust established with G-Squared. Where such violation is considered a breach of contractual obligations arising from an employment or professional collaboration relationship pursuant to Article 2104 of the Italian Civil Code, it may result in disciplinary, legal, or criminal action.

In more serious cases, the violation may result in termination of employment if committed by an

employee, or interruption of the relationship if committed by a collaborator or third party (supplier, etc.).

All parties who identify or suspect a violation of the Code of Ethics, fraud, or unlawful conduct must promptly report it to Management by email at amministrazione@gsquared.it.

Ponte San Nicolò (PD), 20/05/2018

The Chairman of the Board of Directors

G-Squared S.r.l.

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