

Code of Ethics of Conduct of Comportamento di Haizum Strategic Government Affairs s.r.l.

Summary

1. Haizum
2. Introduction and reference to the United Nations 2030 Agenda
3. The Structure of the Code of Ethics of Conduct
4. Scope of application of the Code of Ethics of Conduct
5. General Principles and Values
6. Ethics in relations with staff
7. Ethics in relationships with third parties
8. Contributions and sponsorships
9. Activities of the corporate bodies and management
10. Changes and Updates
11. Entry into force

1. Haizum

HAIZUM Strategic Government Affairs s.r.l. (hereinafter “HAIZUM” or the “Company”) is a public affairs and international relations consulting firm.

HAIZUM supports companies, financial institutions, corporations, and family offices in the domestic and international political and economic landscape, offering consulting services related to institutional relations, corporate strategy, sustainability, M&A, and target scouting.

HAIZUM provides the aforementioned consultancies having as a benchmark the United Nations’ 200 Agenda, the related Sustainable Development Goals (so-called SDGs) and its targets.

The different sensibilities of the founding members, coming from experiences in institutions, communication, diplomacy, international organizations, academia, law firms and politics, are able to ensure the best advocacy, lobbying, and target scouting strategies.

2. Introduction and reference to the United Nations 2030 Agenda

This Code of Ethics (also the “Code”) is a public statement of Haizum, which identifies the principles, general values, and rules of behavior that are accorded ethical value. These principles and rules inspire Haizum’s behavior towards all stakeholders, internal and external, and are placed as the basis of relations between them.

The indications and rules contained in this document are premised on compliance with all legal regulations and the adoption of ethically correct and fair conduct by all those who work and collaborate with Haizum.

This Code of Ethics, in conjunction with the United Nations' 2030 Agenda and domestic and international legislation on Human Rights and Sustainability, is intended to be the normative reference model for Haizum's work and for all those who work for Haizum each within the scope of their functions and responsibilities by adapting their behavior to the principles of fairness and honesty.

The Code of Ethics is available to all parties with whom Haizum works for its corporate activity and is published on the website at www.haizum.eu.

This Code of Ethics was approved by the Board of Directors by resolution on December 13, 2022, in order to ensure that Haizum's fundamental principles are clearly defined and form the basic element of the Company's culture.

Any application doubts related to this document should be promptly discussed with the Company's governing body.

The value of reputation

Good reputation is an essential intangible resource. Externally, a good reputation constitutes an element of attraction for shareholders and for the best human resources who have an interest in working with Haizum. It is also an element that fosters relations with commercial, entrepreneurial, and financial interlocutors, as well as public and private clients. Internally, it makes it possible to make and implement decisions by mitigating possible elements of conflict, as well as to organize work in an atmosphere of mutual respect, without necessarily having to resort to authoritative interventions.

Objectives of the Code of Ethics

The purpose of the Code of Ethics is to identify the principles to which Haizum's activities, and the management of consulting operations should be inspired, according to criteria of legality, loyalty and professional fairness, as well as efficiency in internal and external relations of the Company, in order to encourage behavior aimed at fulfilling the needs of stakeholders.

With the publication of this Code of Ethics, Haizum is committed to carrying out its activities and fulfilling its obligations by following the principles contained herein and being inspired by the objectives of the United Nations' 2030 Agenda, also in order not to pursue in any way relationships with parties that do not share its general lines or are in open violation of the indicated rules of conduct.

This document is intended to show, the values, corporate culture, and rules of conduct that Haizum places at the basis of its business activities.

In no way can the pursuit of the corporate interest disregard compliance with applicable regulations and the contents of the Code.

3. The structure of the code

The Code consists of:

- Scope of the Code of Ethics: the Recipients;
- General Principles and Values, which define abstractly the main reference values to which Haizum adheres in the performance of its activities;
- Ethicality in relations with Personnel;
- Ethicality in relations with third parties;
- Contributions and sponsorships;
- Activities of corporate bodies and management;
- Amendments and updates;



- Effective Date.

4. Scope of application of the ethical code of conduct

The recipients

The recipients of the Code of Ethics are the partners, directors, collaborators, and all those who, directly and indirectly, have relations with them and/or with Haizum, including Personnel, as defined below in point 5 (the Company's assets), (hereinafter also the "Recipients").

Recipients are also considered to be the customers (hereinafter the "Customers") of Haizum, who are therefore required to comply with the provisions of this Code in the context of their relationships with the Company. Under no circumstances may the Customer demand the performance of acts contrary to these provisions.

Each Recipient is obliged to comply with this Code of Ethics, considering this aspect of fundamental importance in pursuing an ethically responsible business model. Recipients are obliged to know the regulations and refrain from conduct contrary to them.

Violations of the provisions of the Code of Ethics may break the relationship of trust with the Recipient who committed it, with legal consequences for the relationship with the Company.

Haizum is also committed to deepening and updating the Code of Ethics to adapt it to the evolution of civil awareness and regulations of relevance to the Code itself.

In particular, management is required to comply with the Code of Ethics in proposing and implementing projects, the Company's activities, and the members of the Board of Directors, in setting business objectives, must be guided by the principles of the same.

The principles and provisions contained in the Code constitute illustrative specifications of the general obligations of diligence,

fairness, and loyalty that qualify the performance of work services and the behavior that the Employee or Collaborator is required to observe.

Compliance with the requirements of the Code of Ethics will form an integral part of the contractual obligations of employees, including for the purposes of Article 2104 of the Civil Code, while their violation by the Recipients constitutes, as the case may be, a disciplinary offense (punishable in compliance with applicable regulations) and/or a breach of contract and may result in compensation for any damages arising from such violation against the Company.

The Company complies with the laws and regulations in force in Italy, with particular reference to the provisions for the prevention and suppression of corruption and illegality in the Public Administration, and observes the laws and regulations in force in all the countries in which it operates.

5. General Principles and Values

Principles

The principles and provisions of this Code of Ethics constitute illustrative specifications of the general obligations of Fairness, Honesty, Diligence, Correctness, Loyalty, Integrity, Transparency and Mutual Respect.

Ethical behavior and compliance with regulations

Haizum has as its primary purpose compliance with current and applicable regulations. It demands from its shareholders, directors, collaborators and employees in general, and from anyone who performs representative functions in any capacity, even de facto, compliance with the legislation and all applicable regulations and with the principles and procedures preordained for this purpose, as

well as ethically correct conduct such as not to prejudice their moral and professional reliability.

Non-discrimination

In decisions affecting relations with its external and internal stakeholders, Haizum avoids any discrimination based on age, gender, sexual preference, health status, race, nationality, political opinions, and religious beliefs.

Integrity of the person

Haizum guarantees the physical and moral integrity of its employees and collaborators, ensures working conditions that respect individual dignity, and takes care of the safety and healthiness of working environments.

Transparency and completeness of information, diligence, correctness and good faith

The information that is disseminated by Haizum must be complete, transparent, comprehensible, and accurate, to enable the recipients to make informed decisions, regarding their relations with the same Company.

Each Recipient of this Code of Ethics, in the performance of his or her duties, must abide by the principles of fairness, good faith, transparency, fidelity and loyalty, towards both colleagues and third parties with whom he or she comes into contact.

Each Recipient performs his or her work and services with diligence, efficiency and fairness, making the best use of the tools and time at his or her disposal and assuming the responsibilities associated with the fulfillments.

Recipients, also in compliance with current regulations, must refrain from conduct contrary to the provisions contained in the Code. The actions and operations carried out and the conduct of each of the Recipients in the performance of the function of the office are inspired by legitimacy in formal and substantive aspects, the protection of the Company, and fairness.

Environmental protection

The Company asks Recipients and third parties to commit to compliance with environmental protection regulations and requires them to take the necessary measures to avoid the emission or discharge of pollutants in accordance with the law, any authorizations, or industry best practices.

Each Recipient must keep adequate documentation of each operation carried out, in order to allow for control concerning the reasons underlying each choice and the characteristics of the operation itself, both at the authorization stage and at the stage of carrying out, recording and verifying.

Free gifts or benefits

No Recipient shall offer money, goods, services, or benefits of any kind, either in the name of or on behalf of the Company, or in a personal capacity, to employees of companies or entities, or to persons used by them, for the purpose of inducing, remunerating, preventing, or otherwise influencing any act or fact in the interest of the Company.

No Recipient may solicit or accept money, goods, services, or benefits of any kind from suppliers, collaborators or Clients, in connection with his or her job, person, or otherwise with the Company's business, except for modest gifts that are not in conflict with legal.

Confidentiality

The use of confidential data for purposes other than those for which they have been communicated is absolutely forbidden, except in the case of express authorization and always in strictest compliance with current privacy legislation and internal rules.

The protection of information and data contained or stored in computer media must be ensured by the adoption of security measures suitable for the purpose. The data and information acquired are processed by automated means for the time strictly necessary to achieve the purposes for which they were collected.

Illegal uses of data as well as allowing unauthorized access is expressly prohibited.

The Company enforces compliance with confidentiality also through the provision of special training protocols on the subject.

Recipients are required to observe the obligation of loyalty to the Company. They may not engage in activities in competition with Haizum or disclose data or information acquired because of their duties.

Items acquired in the course of work should be considered, among others:

- data, information, and news related to the Company's Clients and the relationships between them;
- confidential data;
- elements that constitute company assets not susceptible to disclosure.

It is forbidden for the Recipients to disclose the data and information, mentioned above, even after the termination of the employment relationship.

Conflict of interest

In the performance of their activities, Recipients must avoid any situation of conflict of interest, i.e., any activity in which he or she pursues an interest other than that of the company or through which he or she personally benefits himself or herself, on his or her own behalf, or on behalf of third parties. Each Recipient who believes that he or she is in a situation of conflict between his or her personal interest, on his or her own behalf or on behalf of third parties, and the interests of the Company, must give immediate notice.

Recipients of the Code of Ethics must behave with respect for the rights and dignity of others as well as promote orderly coexistence in the workplace. The proper management of human resources is considered fundamental to the professional and human growth of the company.

Audit

Haizum's administrative activities are governed by the principle of accounting transparency. Accounting activities are carried out in accordance with the rules enshrined in our law.

The management of the accounting part is entrusted to appointed individuals with the support of external professionals. Each accounting transaction carried out and recorded is accompanied by the corresponding supporting documentation facilitating the control phase, traceability of activities and highlighting the responsibilities of each operator.

Concerning the specific activity of Haizum, special principles have been envisaged in relation to the Public Administration and communication activities.

Anti-money laundering

The Company conducts its business in full compliance with current anti-money laundering regulations and the provisions issued by the competent Authorities, to this end undertaking to refuse to engage

in suspicious transactions from the standpoint of fairness and transparency.

Recipients are therefore required:

- to check in advance the information available on contractual counterparties, Collaborators, and Consultants regarding their respectability and the legitimacy of their activities before establishing business relations with them;
- to avoid any involvement in operations suitable, even potentially, to facilitate the laundering of money from illegal or criminal activities, acting in full compliance with primary and secondary anti-money laundering regulations and internal control procedures.

Company assets

Corporate assets are used for service reasons, following current regulations.

Under no circumstances is it permitted to use corporate assets and, in particular, computer and network resources for purposes contrary to mandatory rules of law, public order, or morality, as well as to commit or induce the commission of crimes or otherwise racial intolerance, glorification of violence or violation of human rights.

No Recipient is permitted to make audiovisual, electronic, paper or photographic recordings or reproductions of company documents, except in cases where such activities are part of the normal performance of the functions entrusted to him/her.

With particular regard to company computer tools, it is expressly forbidden to engage in conduct that in any way may damage, alter, deteriorate, or destroy computer or telematic systems, programs and computer data.

Haizum's Personnel, understood as the set of individuals who regardless of the contractual relationship that binds them to the

Company, be it a corporate, employment, consultancy or other constraints, perform their work for Haizum (in this Code the “Personnel”), are personally responsible for maintaining the security of the aforementioned company assets, avoiding the fraudulent or improper use of the same as well as the transfer, even to colleagues, of their user-id and access passwords.

The use of assets must be exclusively for the purpose of carrying out company activities or for the purposes authorized by the heads of the company functions concerned.

It is expressly forbidden to use the company’s IT resources for consultation, access, and, in general, for any activity involving sites with child pornography content.

6. Ethics in relations with staff

Relationships with Staff

All decisions made in Personnel management and development will be based on meritocracy, ensuring equal opportunities. In the management of hierarchical relationships, authority shall be exercised with fairness and equity, avoiding any abuse.

Work environment

The Company ensures a working environment that complies with current health and safety regulations by monitoring, managing and preventing risks related to the conduct of its business.

7. Ethics in relationships with third parties

External relations in general

In relations with the outside world, the Recipient shall behave in such a way as to determine trust and cooperation on the part of all persons who come into contact with the Company.

Each Recipient must refrain from divulging or using for his or her own benefit or that of third parties, any confidential news or information about the Company's activities; this is particularly in view of the fact that confidentiality is considered a fundamental element of the Company's value to Clients.

Communication with the outside world, however, must follow the guiding principles of truth, fairness, transparency, and prudence, in order not to lead to biased, false, ambiguous, or misleading interpretations.

Each Recipient must ensure that information provided to institutions is complete and up-to-date, truthful, and not misleading.

Recipients are required to obtain information in accordance with the principles outlined in this Code and to use it for permissible purposes.

It is prohibited to disseminate documents or use the information in one's possession to perform actions in violation of the laws or regulations in force in the country in which the Company operates.

Any form of investment, direct or through intermediaries, that finds its source in confidential company news is strictly prohibited.

Under no circumstances, in the management of information, may insider trading conduct or the use to one's own advantage or that of third parties of data, news, or business opportunities learned in the exercise of the office or conduct of any other nature that results in the depletion of the company's assets or is intended to bring undue personal or third-party advantages.

Relations with public institutions

Haizum and the Recipients are committed to managing professional, contractual relations with Public Institutions, Entities, and in general with the Public Administration with the utmost integrity and fairness.

Relations with Public Institutions are reserved exclusively for the functions and responsibilities delegated to them.

Haizum is committed to maintaining relations with institutions marked by absolute and strict compliance with the law.

For anything not expressly provided for above, reference is made to the applicable rule of law.

Donations or benefits

Recipients are prohibited from directly or indirectly offering, disbursing, promising or granting third parties (whether public or private) gifts, benefits or other utilities, even in the form of sums of money, goods or services.

Only gifts of modest value directly ascribable to normal courteous relations and, in any case, such as not to be able to create, in the other party or in an extraneous and impartial third party, the impression that they are aimed at acquiring or granting undue advantages, or such as to otherwise create the impression of illegality or immorality, are permitted.

In the case of donations to public employees, public officials, public service appointees or equivalent figures, Recipients are required to fully comply with the ceilings set forth in the Presidential Decree “Regulations on the Code of Conduct for Public Employees” issued according to Article 54 of Legislative Decree No. 165 of March 30, 2001.

In any case, such donations must always be made in accordance with the rules contained in the company’s internal regulations and properly documented.

Recipients are also prohibited from accepting or receiving from third parties (whether public or private) directly or indirectly, including on holidays, donations, benefits or other utilities, even in the form of sums of money, goods or services, unless of modest value and directly attributable to normal courteous relations.

It is in any case forbidden for the Recipient to solicit the offer or concession, or the acceptance or receipt, of gifts of any kind, even if of modest value.

Relations with the Public Administration and public institutions are held in compliance with current regulations, with particular reference to the provisions on the prevention and repression of corruption and illegality in the Public Administration, as well as the provisions of this Code, having particular regard to the principles of fairness, transparency and efficiency.

The aforementioned requirements cannot be circumvented by resorting to different forms of aid or contributions, such as appointments, consultancies, advertising, sponsorships, employment opportunities, business opportunities, or any other kind, etc...

It is also prohibited:

- to behave in any way intended to improperly influence the decisions of officials who deal with or make decisions on behalf of the Public Administration;
- to provide or to promise to provide, request or obtain confidential information and/or documents or in any case such that they could compromise the integrity or reputation of one or both parties in violation of the principles of transparency and professional correctness;
- have the Company represented by a consultant or a “third party” when conflicts of interest may arise; in any case they, and their staff, are subject to the same provisions that bind the Recipients.

The behaviors described are prohibited both during the relationship with the Public Administration, and once these are concluded if held towards officials who have negotiated or taken decisions on behalf of the Public Administration.

Relationships with politicians

Relationships with political parties are held in compliance with the rules of this Code, paying particular attention to the principles of honesty, correctness, and transparency.

In relations with political parties, the behaviors and actions described in the previous paragraph are prohibited.

Donations to parties are permitted in the name and on behalf of the Company, in accordance with the legislation on donations to political subjects.

Relationships with mass media

Recipients are expressly prohibited from providing information to representatives of the mass media or from undertaking to provide it without the authorization of the Company.

Recipients cannot offer payments, donations or other donations aimed at influencing the professional activity of the mass media and must refrain from spreading false or misleading news that could mislead the external community.

It is forbidden for anyone else to spread confidential information regarding projects, negotiations, initiatives, agreements, and commitments, even if future and uncertain, concerning the Company and its Customers that are not in the public domain.

Relationships with clients

The Company promotes maximum availability and attention towards Customers, promoting the offer of quality services to satisfy requests, in compliance with the rules and provisions of this Code.

Relationships with customers are based on the principles of transparency and correctness, professionalism and availability.

In relations with contractual counterparties, the Recipients comply with criteria of legality, professionalism, transparency and correctness, rejecting any form of discrimination.

The Recipients respect the rules of the law and those of this Code ensuring that:

- the counterparty is a person with an adequate reputation;
- the counterparty is a person with the professionalism necessary for the fulfillment of the stipulated contract;
- the choices are based on objective and impartial criteria;

Relationships with suppliers

In its relations with suppliers, the Company adheres to criteria of correctness and good faith. In particular, it ensures that the choice of suppliers is based on criteria of professionalism and impartiality and ensures an adequate relationship between the quality of the products and services provided and the price paid. Haizum will also select suppliers based on their compliance with the United Nations 2030 Agenda.

The Company urges intermediaries and suppliers to comply with contractual agreements by resorting to the remedies provided by law in the event of failure or delayed compliance.

The violation of the principles of legality, correctness, transparency, confidentiality and respect for dignity represent just cause for termination of contractual relationships.

Relations with the Judicial Authority

The Recipients collaborate loyally with the Judicial Authority and with the Judicial Police bodies, and refrain from adopting omissive or reticent behavior that could hinder the work of the Justice bodies.

It is not permitted to influence in any way the Recipients who must make declarations to the Judicial Authority or the Judicial Police bodies.

8. Contributions and sponsorships

Haizum can accept requests for contributions, limited to proposals coming from declared non-profit organizations and associations with regular statutes and articles of association, which are of high cultural or charitable value.

Sponsorship activities, which may concern social, environmental, sports, entertainment and art themes, are intended only for events or organizations that offer a guarantee of quality and against which any possible conflict of interest, personal or business can be excluded.

9. Activities of the corporate bodies and management

The activity of Haizum's corporate bodies is based on full compliance with the rules established by the Articles of Association and current legislation.

The members of Haizum's corporate and management bodies are required to comply with this Code, conforming their activities to values of honesty, correctness, and integrity.

All members of the Board of Directors may contract obligations with the entity they administer, direct, or control only in compliance with

general and sector laws, statutory provisions as well as related internal provisions.

10. Changes and updates

Any modification or addition to this Code of Ethics must be made by the CEO, after sharing its content with the administrative body and the Company's Partners.

11. Entry into force

The code was adopted on December 13, 2022, and will be updated based on regulatory changes, Haizum's activity, and application experience.