

CODE of ETHICS and CONDUCT



SUMMARY

SECTION I - INTRODUCTORY CRITERIA	2
1. GENERAL PROVISIONS	2
2. SCOPE OF APPLICATION	2
3. IMPLEMENTATION	3
SECTION II: GENERAL PRINCIPLES	4
4. QUALITY AND INNOVATION	4
5. LEGALITY	4
6. FAIRNESS AND INTEGRITY	4
7. HONESTY AND TRANSPARENCY	4
8. CENTRALITY OF THE PERSON	4
9. DIGNITY, EQUALITY AND INCLUSION	4
10. BUSINESS ETHICS	4
11. PROFESSIONALISM AND COLLABORATION	5
12. CONFIDENTIALITY OF INFORMATION	5
13. CONFLICTS OF INTEREST	5
14. PROTECTION OF THE ENVIRONEMENT	5
15. PROTECTION OF COMPANY HEALTH AND SAFETY	5
16. PROTECTION OF COMPANY ASSETS	6
17. ACCOUNTING AND MANAGEMENT PROTECTION	6
SECTION III: CRITERIA OF CONDUCT WITH STAKEHOLDERS	7
18. EMPLOYEE RELATIONS	7
19. STAFF DUTIES	8
20. CUSTOMER RELATIONS	9
21. SUPPLIER RELATIONS	10
22. RELATIONS WITH THE MARKET	11
23. RELATIONS WITH THE PUBLIC ADMINISTRATION	11
24. RELATIONS WITH THE JUDICIAL AUTHORITIES	11
25. RELATIONS WITH THE COMMUNITY	11
SECTION IV: CODE OF ETHICS CONTROL SYSTEM	12
26. RECIPIENTS' OBLIGATIONS	12
27. VIOLATION OF THE CODE OF ETHICS AND SANCTION SYSTEM	12

SECTION I – INTRODUCTORY CRITERIA

1. GENERAL PROVISIONS

- 1) This **Code of Ethics** contains the **“ethical principles”**, understood as the set of values, principles and rules of conduct, in the performance of business and activities undertaken by company representatives, employees and collaborators of **TCI Telecomunicazioni Italia S.r.l.** (hereinafter also referred to as **“TCI”**).
- 2) The Company deeply believes that ethics, in carrying out its activities, is an indispensable condition for its success and a tool for promoting its image and that it represents an essential asset of the Company itself, as well as the reliability that is built on a daily basis by respecting the rules and valuing people.
- 3) To this end, **TCI Telecomunicazioni Italia S.r.l.** decided to adopt its own **Code of Ethics** which, in line with the intrinsic values of the corporate identity and the principles set out in the Universal Declaration of Human Rights, the Convention on the Rights of the Child, the European Declaration for the Protection of Human Rights, the International Conventions and Recommendations of the ILO, the *Global Compact* and in the UN 2030 Agenda, is aimed at creating shared ethical knowledge and, through behavioral rules, directing its *stakeholders* to actions that transcend personal interest in the direction of collective interest.
- 4) A company adopts ethical behaviour when it operates in full compliance with the provisions of the law in force, adopts the social values at the basis of the civilization in which it is included in, establishes transparent and constructive relations with all interested parties and plays a positive role in the socio-economic context of which it is a part.
- 5) This **Code of Ethics** represents a distinctive and identifying element towards the market and the *Stakeholders*, whose knowledge and sharing constitute the guide of daily action and a warning to take into account not only **TCI**'s interests, rights and duties, but also those of other internal and external partners and collaborators: the first step to contribute to the pursuit of the company's *vision*.
- 6) The goal of **TCI Telecomunicazioni Italia S.r.l.** is a) to pursue excellence in the market in which it operates through Sustainable Development and the protection of the Environment and the Safety of the people involved through the coherent behavior that respects Social Ethics, b) to obtain satisfaction and c) to ensure added value for the Employee, for the Customer and, in general, for the Community.

2. SCOPE OF APPLICATION

- 1) The approval of the **Code of Ethics** is a fundamental fulfilment of the process of implementing an organizational, management and control model that complies with the requirements contained in Legislative Decree 231/2001 (Italy).
- 2) This **Code** shall be considered binding for the company and for all its corporate representatives and for all those who, directly or indirectly, permanently or temporarily, establish relations or relationships with **TCI** (*“Stakeholders”*).
- 3) All **TCI**'s *Stakeholders* are required, within the scope of their autonomous activity and, in particular, of their relations with the company itself, to comply with and to observe this Code of Ethics, which is intended to be supplementary to current laws and regulations, both national and international. Compliance with laws, regulations, statutory provisions, ethical integrity and fairness are the constant commitment and duty of all those who work in the Company's organizational structure.
- 4) All actions, operations and negotiations carried out in the course of the work are inspired by the utmost professionalism, correctness, completeness and transparency of information, the legitimacy from a formal and substantive point of view and the clarity and truthfulness of the accounting documents in accordance with current regulations and internal procedures.

- 5) The company's business as a whole is aimed at increasing the Company's assets, technology and management values in the long term, as well as the creation of value and wellbeing for all *stakeholders*.
- 6) Anyone who operates in **TCI**'s organizational structure, without distinction or exception, must conform their actions to the principles contained in the **Code** within the field of their functions and re-sponsibilities. Relationships among all those who work at every level in the Company must be based on criteria and behaviours of honesty, fairness, collaboration, loyalty and mutual respect. In no way can the conviction of acting to the advantage or in the interest of the Company justify, even in part, the adoption of conduct contrary to the principles and contents of the **Code**.
- 7) The Company, in order to protect its image and to safeguard its resources, will not have relations of any kind with persons who do not intend to operate in strict compliance with the applicable regulations in force and/or who refuse to behave in accordance with the ethical principles and rules of conduct provided for in this **Code**.

3. IMPLEMENTATION

- 1) Anyone who, acting in the name or on behalf of the Company, comes into contact with third parties with whom the Company intends to enter into commercial, institutional, social or any other relationship, is obliged to inform such parties of the commitments and obligations imposed by the Code and to require compliance with them in the performance of their activities and to adopt the necessary internal initiatives in the event of refusal or non-compliance with the **Code** itself.
- 2) This **Code**, in its current version, entered into force on January 1st, 2024 approved by the organs with legally representation of **TCI Telecomunicazioni Italia S.r.l.**; it shall remain in force indefinitely, subject to periodic updates and revisions or repeal.
- 3) In order for the **Code of Ethics** to be effective and mandatory, its content and validity will be reported to all internal and external parties through appropriate communication and information activities, as well as its publication on the Company's website (<http://www.tci.it>).

SECTION II - GENERAL PRINCIPLES

4. QUALITY AND INNOVATION

- 1) Quality and innovation are the pillars and distinctive values of **TCI**. Excellence and research are the engine of its growth. Product quality: innovative, efficient, reliable and compliant with the strictest international safety standards. Quality of service: customer care, pre- and post-sales technical and commercial support. For **TCI**, quality also means ethically responsible management of every aspect linked to the conduct of its activities, to ensure the real creation of shared value.

5. LEGALITY

- 1) All activities performed in the name and on behalf of the **Company** must be carried out by the *Stakeholders* in compliance with the legal system (national, supranational or foreign) of the Country in which they operate and must, in any case, refrain from committing violations of the related laws. For this purpose, each recipient undertakes to diligently acquire the necessary knowledge of the laws in force applicable to the performance of their functions and to constantly update themselves on legislative developments.

6. FAIRNESS AND INTEGRITY

- 1) In carrying out their duties, each *Stakeholder* is required to comply with the deontological, experts' and professional rules applicable to the transactions performed on behalf of the company, as well as to behave conduct inspired by moral integrity, transparency, honesty and good faith. In addition, all recipients undertake to respect the rights of each person involved in their work and professional activity, avoiding situations that create arbitrary discrimination and conflicts of interest among the parties.

7. HONESTY AND TRANSPARENCY

- 1) **TCI's** relations with its *Stakeholders* are based on criteria and behaviours of transparency, loyalty, clarity and mutual respect, in order to guarantee the optimal conditions for informed decisions, in diligent compliance with the rules in force and internal regulations. **TCI** rejects any conduct and any form of benefit or gift, received or offered, that could be understood as a tool aimed at influencing the independence of judgment and of conduct of the parties involved.

8. CENTRALITY OF THE PERSON

- 1) **TCI Telecomunicazioni Italia S.r.l.** promotes the centrality of the person, respect for his physical and cultural integrity, offering a safe and healthy working environment. In particular, it protects the value of human resources and is committed to developing the talent of its employees in compliance with equal opportunities, in order to improve and increase the assets and competitiveness of the skills possessed by everyone.

9. DIGNITY, EQUALITY AND INCLUSION

- 1) In relations with *Stakeholders* and in particular in the selection and management of personnel and suppliers, as well as in relations with various national and international agencies and institutions, **TCI** is committed to ensuring respect for dignity and personal rights, privacy and equity. The company also supports inclusion by promoting intercultural dialogue, the protection of the rights of minorities and vulnerable individuals and repudiating all forms of offense, harassment and discrimination concerning the age, sex, race, sexual orientation, state of health, political and trade union opinions, religion, culture and nationality of its *Stakeholders*.

10. BUSINESS ETHICS

- 1) **TCI** carries out its activities following the logic of market efficiency, preserving the value of fair competition with other operators and refraining from any collusive and abusive behavior to the detriment of customers and partners in general and from pursuing an interest for its own exclusive benefit.

11. PROFESSIONALISM AND COLLABORATION

- 1) Each *Stakeholder* is required to carry out his/her/its activities with the professionalism required by the nature of the tasks and functions performed, making the utmost effort to achieve the company's objectives and assuming the responsibilities that are his/her/its responsibility due to his/her/its duties. It is also required to carry out with diligence the necessary in-depth and updating activities. Mutual collaboration between the parties involved in any way in the same project or in the same production process is an essential principle for **TCI**. For this reason, each Recipient is required, through his/her/its conduct, to contribute to the safeguarding of these values in the workplace.

12. CONFIDENTIALITY OF INFORMATION

- 1) **TCI Telecomunicazioni Italia S.r.l.** ensures and guarantees the processing of the information in its possession with confidentiality and *privacy*, in full compliance with the legislation on personal data.
- 2) *Stakeholders* are required to process company data and information, or information relating to any stakeholder, exclusively within the scope and for the purposes of their work activities and, in any case, not to disclose (communicate, disseminate or publish in any way) sensitive information without the explicit consent of the data subjects and confidential information without the company's authorization.

13. CONFLICTS OF INTEREST

- 1) In order to avoid the emergence of conflicts of interest, every operation and activity must be undertaken solely and exclusively in the interest of the company and in a lawful, transparent and correct manner and must not be motivated by personal considerations or relationships. Employees, directors and persons who carry out management and/or control activities must avoid all situations and activities in which there may be a conflict with the interests of the company or that may interfere with their ability to take decisions in the interest of the company in an impartial manner and in full compliance with the rules of this **Code of Ethics**. Any situation that may constitute or determine a conflict of interest must be promptly communicated and reported to the Manager and the Management in order to take corrective actions.
- 2) By way of example, but not limited to, it is specified that the following facts determine a situation of conflict: the economic and financial interests of the Stakeholder and/or his/her family exercised in competition or contrast with those of the company; the performance of work activities, of any kind, with customers, suppliers, competitors of the company; the acceptance of money, favours or benefits from persons or companies that are or intend to enter into business relationships with the company.

14. ENVIRONMENTAL PROTECTION

- 1) **TCI Telecomunicazioni Italia S.r.l.** is committed to protecting the environment and complying with applicable environmental laws, rules and regulations, including, but not limited to, those relating to the proper storage, management and disposal of materials and waste, as well as the proper management of wastewater and rainwater. All Stakeholders are required to comply with all environmental laws in force and environmental guidelines applicable to the workplace.

15. PROTECTION OF COMPANY HEALTH AND SAFETY

- 1) **TCI Telecomunicazioni Italia S.r.l.** pursues a health and safety policy in the workplace, aimed at protecting the psycho-physical integrity of workers and prevention from all potential forms of risk with a view to continuous improvement. The company makes every effort to maintain a safe and healthy working environment, arranging periodic inspections in order to eliminate or mitigate any risk and developing safety procedures and programs, taking all necessary measures to ensure safety.
- 2) **TCI** is also committed to ensuring careful health surveillance aimed at verifying the physical fitness

of employees for the task performed and is committed to adopting work processes and technologies aimed at minimizing the risk of accidents and/or occupational diseases, also through periodic training of workers on prevention and protection.

- 3) All employees, collaborators and third parties are required to scrupulously comply with all the safety and health measures in the workplace required by the company, drawn up and updated in accordance with current legislation and possibly evaluated by the supervisory agencies; in particular, each recipient is required to report to the Managers any observations relating to malfunctions or possible improvements.

16. PROTECTION OF COMPANY ASSETS

- 1) All **TCI Telecomunicazioni Italia S.r.l.**'s contributors are required to ensure the appropriate use of the Company's assets and have a duty to safeguard the Company's assets from theft, loss or misuse. Assets include intangible assets (i.e., non-exhaustive: customer lists, manufacturing processes, technical drawings, *software* code, intellectual property) and tangible assets (i.e., non-exhaustive: real estate, money, vehicles, equipment, supplies, inventory, facilities, materials). The Company expects, also contractually required, that Collaborators will be vigilant in protecting trade secrets, data and company *know-how*.

17. ACCOUNTING AND MANAGEMENT PROTECTION

- 1) All documents of **TCI Telecomunicazioni Italia S.r.l.**, including books, records, expense reports, financial statements, statements, service documents, operating and production reports, reports for auditors and public agencies must be prepared with diligence and honesty and faithfully reflect the company's performance, as well as represent in detail all operations, transactions and any other element relating to its business, without omission or concealment of any kind, in accordance with applicable laws and regulations.
- 2) All transactions must be authorized and executed in accordance with the instructions of the Management and recorded punctually in the accounting systems, in order to make accurate and up-to-date accounting reports available. No file must be destroyed without authorization, which will be granted not only on the basis of the storage times dictated by the legislations, but also on the basis of the need to store data and documents in the company databases even beyond the terms of law or use.

SECTION III - CRITERIA OF CONDUCT WITH STAKEHOLDERS

18. EMPLOYEE RELATIONS

1) Equal opportunities, fairness and justice

1. **TCI** is committed to ensuring equal opportunities for every employee, promoting an inclusive environment without any discrimination based on race, gender, ethnicity, religion, sexual orientation, age, disability and political, personal and social opinions. **TCI** respects and welcomes differences as a source of enrichment for the Company; all employees and *Stakeholders*, in the context of their activities and relationships, are required to respect these principles and to collaborate with the Company for their protection.
2. Any reports of discriminatory acts must be immediately reported to the managers, contact persons and the Human Resources Office. **TCI** does not accept and does not tolerate any act of discrimination or harassment: people who are the protagonists of such acts will incur disciplinary sanctions, which can even lead to dismissal.
3. The Company conducts policies for the selection of collaborators aimed at matching the profiles of the acquired resources with respect to the company's needs, avoiding favouritism and facilitations of all kinds. The essential criteria for the evaluation of staff are based on the recognition of the results achieved, the professional potential and the skills expressed by each one, without any discrimination. Different pay or level in relation to similar duties shall not be considered discrimination.

2) Wellbeing & Professional Development

1. **TCI** is committed to creating a work environment that promotes the growth and well-being of employees. The Company, in fact, offers opportunities for professional development, continuous training and support to enable personal and professional growth.
2. It recognises the importance of work-life balance: it adopts policies and practices that provide greater flexibility for workers, according to their needs.

3) Health and safety at work

1. **TCI Telecomunicazioni Italia S.r.l.** attaches great importance to the physical and moral integrity of its employees, to working conditions that respect individual dignity and to safe and healthy working environments; for this reason, it is committed to offering a working environment capable of protecting the health and safety of its employees and external collaborators.
2. All internal and external collaborators must comply with the internal rules and procedures on risk prevention and health and safety protection and promptly report to their managers any deficiencies or non-compliance with applicable regulations.

4) Transparency and open communication

1. **TCI** ensures transparency in business decisions that affect employees by openly communicating relevant information to them to enable a clear understanding of the context and decisions made. Personnel management and business organization policies are made available to all through the appropriate company tools (e-mail, organizational documents and communications maintained by managers).
2. An inclusive environment is fostered, encouraging dialogue and active listening. The company is also committed to constructively resolving conflicts, promoting open communication and seeking solutions that respect the rights and interests of all parties involved.

5) Privacy Policy

1. In the processing of the personal data of its employees, **TCI Telecomunicazioni Italia S.r.l.** complies with the provisions contained in the Italian Legislative Decree 196/2003. To this end, all employees are provided with information on the protection of personal data, which explains: the purposes and methods of processing, any subjects to whom the data are communicated, as well as information necessary for the exercise of the right of access.
2. Any investigation (not permitted by current regulations) on the ideas, preferences, personal tastes and, in general, the private life of employees and collaborators is excluded.

19. STAFF DUTIES

1) Confidentiality in information management

1. **TCI's** employees must know and implement the provisions of the company's policies on information security in order to guarantee the integrity, confidentiality and availability of information and *know-how*. The most significant data relating to the management of the company's activities constitute confidential information subject to adequate control and attention. In addition to these, there is also information acquired from and concerning third parties (customers, professional contacts, professional *partners*, employees, etc.).
2. Employees are required to process their documents using clear, objective and comprehensive language, allowing for any checks by colleagues, managers or external parties authorized to request them.

2) Use of company assets

1. Each employee is required to work carefully to protect company assets, through responsible behaviour and in line with the operating procedures set up to regulate their use, accurately documenting their use.
2. In particular, each worker is required not to modify and/or tamper with the company's assets, to avoid improper use, to scrupulously use the assets at his disposal, to adequately guard the resources entrusted to him and to promptly inform the units in charge of any threats or events harmful to the company.
3. With reference to computer applications and telephone systems, each employee is required to adopt the provisions of the company's security policies in order not to compromise the functionality and protection of computer systems, to refrain from sending threatening, suggestive or insulting e-mail messages, from resorting to foul and potentially offensive language, from expressing inappropriate comments that may cause offense to people and/or damage to the corporate image and to refrain from browsing websites with indecorous and vulgar content and in any case not related to professional activities.
4. **TCI** reserves the right to prevent distorted use of its assets and infrastructures, through the use of IT systems, audits, financial control and risk analysis and prevention, subject to compliance with the provisions of the laws in force.

3) Conflict of interests

1. All employees of **TCI Telecomunicazioni Italia S.r.l.** are required to avoid situations in which conflicts of interests may arise and to refrain from personally taking advantage of business opportunities of which they have become aware in the course of their duties.
2. In the case that even the appearance of a conflict of interests arises, the person is required to notify

his/her contact person, providing information about the activities carried out outside the workplace, and then comply with the provisions given on purpose.

4) Unlawful compensation and gifts

1. **TCI Telecomunicazioni Italia S.r.l.** prohibits its staff from accepting or receiving any gift, bonus or other gift with a non-modest monetary value, from suppliers, customers or other subjects with whom it has an ongoing professional or business relationship or with whom negotiations are in progress. In particular, employees must not accept gifts and services that may affect the actions to be taken in the performance of their job duties.
2. The Company's personnel are strictly forbidden to have relations of any kind with organizations and elements involved in anti-social and criminal activities that threaten society or the lives of citizens.

20. CUSTOMER RELATIONS

1) Product quality and safety

1. **TCI Telecomunicazioni Italia S.r.l.** bases its business and conduct of business on quality, striving to meet the highest quality standards for all products supplied to its customers.
2. **TCI** is committed to the utmost compliance with the laws and regulations regarding product safety, including reporting any liability associated with such safety under applicable national and international laws and regulations and on the marketing of the products themselves.
3. No employee may be involved in the marketing of products intended for sale, which mislead the consumer as to the origin, quality and characteristics of the goods.
4. Furthermore, the Company, to the best of its diligent and conscious knowledge, is committed not to put into circulation products that infringe industrial property or that present counterfeiting of trademarks or falsely marked goods.

2) Impartiality

1. **TCI Telecomunicazioni Italia S.r.l.** undertakes not to discriminate in any way against its customers, nor to deal with them arbitrarily and unequally, differentiating them on the basis of economic importance or the size of the order, but to operate in compliance with its business decisions and the ethical principles set out in this document.

3) Commitment, professionalism and confidentiality

1. In the management of customer relations, **TCI** is committed to adopting a behaviour based on availability, respect and courtesy, operating with diligence and care in the interest of the customer, with a view to a collaborative and highly professional relationship.
2. The Company undertakes to formalize, in a transparent and clear manner, the main aspects relating to commercial negotiations and to promptly fulfill the obligations agreed in the negotiations themselves and contractual obligations.
3. **TCI** guarantees the utmost confidentiality on the identity of its customers and the exclusive products that are made for them. Employees are required not to use and/or disclose confidential information acquired during their employment, without prior authorization.

4) Clear communication

1. **TCI** undertakes to provide accurate and exhaustive information in a clear and simple way, in com-

pliance with current regulations, such as not to constitute evasive practices or in any case incorrect and complete, so as not to overlook any element relevant to the customer's informed decision.

5) Gifts, giveaways and conflicts of interests

1. **TCI Telecomunicazioni Italia S.r.l.** undertakes not to accept gifts, money and any other benefit from the client, which may be interpreted as aimed at obtaining favours.
2. Specifically, they must not be accepted either by the customer or by persons belonging to the company with whom you come into contact during the course of the commercial relationship, as they are potentially inductive even if only of the appearance of limiting the independence and impartiality of the interlocutor in the negotiation.
3. The Company also undertakes to avoid any situation of conflict of interests.

21. SUPPLIER RELATIONS

1) Transparency in selection

The purchasing processes are based on responsible procurement and the search for the maximum benefit for the Company, the granting of equal opportunities to suppliers, loyalty and impartiality: the selection of suppliers and the determination of purchasing conditions are based on an objective assessment of the quality and price of the good or service, as well as guarantees of assistance and timeliness. **TCI** is also inspired by meritocratic criteria based on professionalism, solidity and cost-effectiveness, applying internal procedures aimed at ensuring the best traceability and transparency, such as the request to its suppliers to certify the appropriately documented availability of means, including financial, organizational structures, design skills and resources, know-how, etc., as well as the existence and implementation of adequate and possible quality systems certifications required by law or regulations.

2) Integrity and fairness in dealings

1. **TCI Telecomunicazioni Italia S.r.l.** undertakes to establish fair and transparent relationships with its suppliers and business *partners* and to define fair contractual conditions, avoiding forms of dependency, if possible.
2. Relations with suppliers, including those concerning financial and consulting contracts, are subject to periodic monitoring by the Company and the documentation exchanged must be appropriately archived: in particular, accounting documents must be kept for the periods established by current legislation.
3. The stipulation of a contract with a supplier must always be based on relationships of clarity, loyalty and transparency, in full compliance with the "General Conditions of Purchase" of **TCI Telecomunicazioni Italia S.r.l.** and the principles and values set out in this **Code of Ethics**.
4. Suppliers and business *partners* are required to guarantee the utmost professionalism, seriousness and punctuality in the execution of the services requested.

3) Dominant position

1. **TCI** undertakes not to abuse any dominant position that would place it outside normal commercial relations.

4) Awareness-raising and training

1. **TCI** undertakes to raise awareness among its suppliers and business partners on the issues of this **Code of Ethics**, in order to demand and verify compliance with the rules of conduct consistent with those set out herein, with particular reference to respect for human and workers' rights and the sustainable and responsible management of environmental and social impacts.

22. RELATIONSHIP WITH THE MARKET

1) Fair competition

1. In pursuing its mission, **TCI Telecomunicazioni Italia S.r.l.** conducts all business activities with clarity and honesty, i) complying with the laws governing competitive relations in the market, including antitrust, competition and abuse of competition and dominance rules, ii) providing accurate and complete information to all Stakeholders, iii) establishing relationships based on trust and ethical and sustainable standards, iv) promoting the resolution of disputes in a re-sponsible manner, including through alternative non-judicial forms (ADRs), v) respecting consumer rights, vi) integrating environmental and social considerations into business decisions, and vii) making a full commitment to compliance with applicable laws and regulations.
2. Employees are expected to establish fair relationships with colleagues, customers, suppliers, and competitors, and must refrain from taking action contrary to *antitrust* and competition laws. Such actions include the misappropriation and unlawful use of confidential competitive information or misrepresentation and disparagement of competitors' business and practices.

2) Sensitive information management

1. **TCI** guarantees the utmost confidentiality in the processing of sensitive or privileged information concerning the company, customers, suppliers, business partners and competitors, in full compliance with the relevant legislation.

23. RELATIONS WITH THE PUBLIC ADMINISTRATION

- 1) **TCI Telecomunicazioni Italia S.r.l.** manages relations with the Public Administration, public agencies, supervisory and control authorities, trade unions and public bodies in general, with the utmost fairness, impartiality and independence, as well as with transparency and integrity and providing maximum cooperation.
- 2) It is therefore forbidden for employees and all company members to conceal information or provide false documentation or certifying untruthful things, to prevent or in any case hinder the performance of control or inspection activities, also with reference to subjects to whom the law confers powers of verification and control. In particular, in addition to conduct that constitutes a crime, conduct that may appear to be inspired by the intention to exert undue influence or suggestive pressure in the decision-making process of the external party to the advantage or interest of both the Company and the Company must be avoided at all costs. With this in mind – and by way of example and not exhaustive – it is forbidden to promise, disburse and receive money, advantages, benefits, gifts of significant value and benefits of other kinds, even indirect, in the aforementioned relationships.
- 3) In the event that the Company needs to make use of the professional services of public administration employees (as consultants), current legislation must be complied with and it must be provided that the third parties involved accept in writing the rules of the Code.

24. RELATIONS WITH THE JUDICIAL AUTHORITIES

- 1) In relations with the Judicial Authorities, any person acting in the name and on behalf of **TCI Telecomunicazioni Italia S.r.l.**, including any external legal and/or technical consultants, must comply with the principles of loyalty and probity referred to in Article 88 of the Italian Code of Civil Procedure.
- 2) It is expressly forbidden to engage in or incite others to engage in corrupt practices of any kind.

25. RELATIONS WITH THE COMMUNITY

1) Contributions and sponsorships

1. **TCI Telecomunicazioni Italia S.r.l.** may carry out sponsorship activities, as long as they are lawful and respond to the appreciable interests of the same.
2. These sponsorship contributions may be addressed to the social, environmental, as well as sporting and artistic sectors, as long as they concern events that offer guarantees of quality and seriousness.
3. Each sponsorship must be documented in a reporting, accounting and fiscally adequate way.

SECTION IV - CODE OF ETHICS CONTROL SYSTEM

26. OBLIGATIONS OF RECIPIENTS

- 1) Compliance with the provisions of this **Code** is entrusted to the cautious, reasonable and careful supervision of each of the Recipients, within the scope of their respective roles and functions in relation to the nature of the links established with **TCI**.
- 2) All Recipients are invited to report to their direct superiors the facts and circumstances that may be in conflict with the principles and provisions of this **Code**.

27. VIOLATION OF THE CODE OF ETHICS AND SANCTIONING SYSTEM

- 1) The violation of the provisions of the **Code** damages the relationship of trust established with **TCI** and represents a more or less serious breach of the contractual obligations of the employment relationship, professional collaboration or any relationship pursuant to Article 2104 of the Italian Civil Code.
- 2) For the purposes of this Code, the term “*serious breaches*” refers to all persistent violations that result in sanctions against the company or damage to its image.
- 3) Any conduct contrary to the letter and spirit of the **Code of Ethics** will result in the application of sanctions proportionate to the seriousness of the infringements committed and in accordance with the disciplinary system provided for employees, managers, directors and external parties by mandatory legislation and collective bargaining.
- 4) With reference to employees, compliance with the rules of the **Code of Ethics** is an essential part of contractual obligations pursuant to and for the purposes of articles 2104, 2105 and 2106 of the Italian Civil Code.
- 5) Consequently, violations of the rules of the **Code of Ethics** by them constitute a breach of the obligations arising from the employment relationship and represent a disciplinary offence involving the application of the provisions provided for by the Italian law no. 300 of 20 May 1970, by the specific sector regulations, where existing, and by the relevant collective bargaining agreement (CCNL).
- 6) Consultants, external collaborators and any other person who establishes a relationship with the company automatically assume as a contractual obligation compliance with the provisions of this **Code of Ethics** as well as those that will be assumed as a result of the Italian Legislative Decree 231/01.
- 7) Where necessary, specific contractual clauses may be drawn up for third parties which, in accordance with the principles set out in the Italian Civil Code, include the application of Articles 1454 of the Civil Code. “*Notice to fulfill*” and 1453 c.c. “*Termination of the contractual relationship due to non-performance*”.



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