



# Ethical Code

## TC2 Group

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2025





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# 1. Foreword



The Code of Ethics can be called the Constitutional Charter of the Company, a charter of rights and duties that defines the ethical and social responsibilities of each participant in the corporate organization. The first version of TC2's Code of Ethics is dated 10/17/2024.

The values on which TC2's (hereinafter also "Company") corporate culture is based are teamwork, respect for the individual and the environment, ethics in business, and a continuous quest to create a combination of speed and reliability, on the one hand, and quality and economic competitiveness, on the other hand, in full compliance with the Laws.

Activities must be guided every day by values such as transparency, commitment, fair competition, respect and a sense of responsibility with the aim of consolidating, day after day, a working environment where trust, both internal to the Company and with suppliers and customers, becomes a cornerstone of daily work.

No Code, however, can recall all situations that people may face in the performance of their activities. Respect for the law must, therefore, be a prerequisite, not a sole requirement for action, since all business decisions and all related behaviour, must be based on rules that are above all ethical and accompanied by responsible and common-sense attitudes.

The Code of Ethics is also a tool available to businesses to prevent irresponsible or unlawful behaviour on the part of those acting on behalf of the Company, because it introduces a clear and explicit definition of the ethical and social responsibilities of its personnel

**It is the main tool for implementing TC2's ethics values as well as a means of ensuring the fair and effective management of transactions and human relations, supporting the Company's reputation to build trust internally and externally.**

The rules of the Code of Ethics apply to everyone, indiscriminately, regardless of position or hierarchical level, and their violation will imply the adoption of the consequent measures.

## 2. THE COMPANY



TC2 was established in 2013. The company can provide a high degree of specialization in TIC. We are characterized as a business model composed of young and dynamic people.

## 3. VISION MISSION AND VALUES



TC2 's company guarantees reliability and professionalism, constantly striving to assist customers at all stages of the process, starting from design to implementation but not forgetting the needs of the customer after the implementation of the activity itself.

**Customer satisfaction and compliance with current regulations, are the main elements on which all TC2's people focus to consolidate long-lasting and loyal partnerships.**

To this end, TC2's efforts are aimed at seeking partnerships with qualified and reliable parties with whom to create a stable and lasting relationship, marked by the realization of the final product.

**VISION:** Empowering success through seamless solutions serving as a one-step solution, TC2 is the ideal partner for companies to manage their critical processes with efficiency, innovation, and unwavering commitment.

**MISSION :** Redefining Excellence in Service Delivery Our mission at TC2, an Advanced Engineering Solutions Provider, is to reshape the landscape of engineering and assessment by prioritizing tangible results and delivering innovative solutions that consistently surpass our customers' expectations.

**Values :** At TC2, our values drive our success. We prioritize EVOLUTION and SUSTAINABILITY, fostering continuous growth. RESPECT is key, recognizing the importance of diversity in our multicultural team and personalized service for our customers. Our unique blend of COMPETENCE combines technical excellence with a strong human touch, empowering our PEOPLE to contribute strategically. With infectious ENTHUSIASM, we face challenges passionately, aiming not only to be pioneers of evolution but advocate for sustainable growth, creating a future where our people thrive.

## 4. SCOPE OF APPLICATION



The principles and provisions of the Code of Ethics are binding for the Managing Director, for all persons bound by subordinate working relationships (“Employees”) and for all those who work for and with TC2, whatever the relationship, even temporary, that binds them to it (“Collaborators”).

*TC2's supplier companies will be made aware of the content of the Code of Ethics so that they can feel part of it and cooperate in its observance. Failure to comply with the code will result in the immediate termination of working relationships.*

### 5 General Principles

We believe that values should be an expression of how it is appropriate to behave every day at work in relation to customers, colleagues, and results. In carrying out our daily activities, we operate in compliance with the principles of human freedom and dignity.

**TC2** is committed to keeping its environment free from any discrimination or harassment related to gender, race, language, personal and social conditions, religious and political beliefs.

**TC2** recognizes that human resources are a critically important factor in its development. Human resource management is based on respect for individual personalities and professionalism, within the general framework of this legislation.

**TC2** has always been committed to ensuring that its employees work in compliance with current regulations concerning safety, the environment and immigration.

**TC2** is committed, as always, to maximizing customer satisfaction through an approach based on quality and compliance with the requirements of independence and impartiality.

**TC2** has always been committed to ensuring that the process of selecting and choosing suppliers of products/services is based on the objectively measurable efficiency approach.

**TC2** strictly adheres to what are the requirements in the area of Fiscal and Taxation in force in Italy.

**TC2** strictly adheres to what are the prescriptions in the area of data management.

**TC2** strictly adheres to internal and external communication requirements, censoring and distancing itself from any kind of sexist, racial, ethnic and religious discrimination.

**TC2** uses management control tools on the sources of financing of its activities and on the timely management of payments made to corporate suppliers.

## 5. BUSINESS ETHICS



**In carrying out their daily activities, Recipients must act with diligence, moral integrity, and fairness, using the tools in their possession to the best of their ability.**

Always adopt a behaviour in accordance with the principles of loyalty and good faith towards the Company, hierarchical superiors, colleagues and collaborators, imprinting their conduct on mutual cooperation.

Ensure that every business transaction is undertaken in the interest of TC2 and not in the personal interest or the interest of third parties.

*Employees who find themselves in a situation of personal, financial, family or other conflict of interest, even if only potential, shall promptly inform their Managers, refraining, for the sake of continuation, from any act prejudicial to the interests of the Company, or likely to cause conflict of interest.*

## 5.1. RESPONSIBILITIES



Continuous improvement is primarily the result of responsible cooperation, which will be achieved through efficient and productive work, carried out by maintaining and developing a corporate climate of full cooperation, sharing of objectives, and respect for the dignity of others.

**Anyone who holds the position of manager or executive must set an example, provide leadership and guide in accordance with the principles contained in the Code of Ethics; through his or her behaviour, he or she must also demonstrate to colleagues that compliance with the Code of Ethics is a fundamental requirement for everyone's work and for the achievement of business results.**

## 5.2 PROFESSIONALISM



TC2 recognizes fundamental importance, to the value of professionalism and consequently requires the Recipients to always operate with the professionalism and degree of diligence required by the nature of the tasks entrusted and the functions exercised, making the utmost effort in the achievement of the objectives assigned.



## 5.3. RELATIONS WITH INSTITUTIONS



*TC2 relationships with national and EU public institutions (“Institutions”), as well as with public officials or persons in charge of public services, i.e., bodies, representatives, agents, exponents, members, employees, consultants, persons in charge of public functions or services, public institutions, public administrations, public bodies, including economic ones of public entities or companies of a local or national character (“Public Officials”) are entertained by the Sole Director and each Employee, whatever the function or office, or, if applicable, by each Collaborator, in compliance with the regulations in force, the principles defined in this Code of Ethics as well as company procedures, based on the general criteria of fairness and loyalty.*

TC2, if it deems it appropriate, may support programs of public entities aimed at realizing utilities and benefits for the community, as well as the activities of foundations and associations, always in compliance with the regulations in force, the principles defined in this Code of Ethics as well as company procedures.

## 5.4. GIFTS, GRATUITIES AND OTHER BENEFITS



In relations with customers, suppliers, political institutions, Public Administration and, in general, with third parties, Recipients must not promise, accept or offer gifts, gratuities, benefits (both direct and indirect) and acts of courtesy or hospitality that have a quality or value exceeding normal business practices, local customs and ordinary courtesy or, in any case, that are aimed at acquiring favourable treatment, or other undue advantages, with reference to business operations referable to TC2.

**If gifts, gratuities, benefits or acts of courtesy or hospitality are offered or promised to Recipients, they must inform the Sole Administrator without delay, who will decide on the admissibility of what is offered or promised.**

The Recipients shall not offer or promise – and if requested to do so they shall without delay notify the Sole Administrator of the circumstance – to customers, political institutions, Public Administrations and, in general, to third parties gifts, gratuities, benefits (both direct and indirect) and acts of courtesy or hospitality that exceed the limits, or have the characteristics, indicated above.

*The company does not make contributions, benefits or other advantages to political parties and labour unions, or to their representatives, except in compliance with applicable regulations.*

## 5.5. TC2 AND CUSTOMERS



TC2 in business relations is inspired by the principles of good faith, loyalty, fairness, transparency, efficiency and openness to the market.

In relations with customers and clients, the Company ensures fairness and clarity in business negotiations and in the assumption of contractual obligations.

**In participating in tenders, the Company carefully evaluates the appropriateness and executability of the services requested, regarding technical and economic conditions.**

Acting with integrity toward customers means setting up and developing the relationship based on the quality of products and services, offering competitive and reliable solutions and creating a climate of trust and respect for commitments made.

Employees deputized to manage the customer relationship should:

- foster a relationship based on trust, exchange of information, transparency and professional fairness.
- Promote the dissemination of clear, complete information that complies with current regulations.
- follow a policy designed to provide customers with assistance based on a personalized relationship with the Company.

## 5.6. TC2 AND SUPPLIERS/CONTRACTORS.



Acting with integrity toward suppliers means that the choice of a partner within a product or service, is made based on criteria such as quality, reliability, and a proper balance between performance and price.

### **TC2 uses suppliers/contractors who:**

- Operate in accordance with applicable regulations and the rules set forth in this Code of Ethics.
- Respect the principles of fair competition by timely fulfilling all tax obligations related to their business as required by mandatory laws.

### **In the context of relations with suppliers/contractors, Recipients are required:**

- To operate in compliance with current regulations.
- to adopt a transparent behaviour marked by efficiency and accurate communication.

The most significant suppliers in terms of orders entrusted, must be qualified in advance and must sign a letter/declaration of obligation to respect the code of ethics with regard to Health and Safety in the Workplace, respect for the Environment and punctual fulfilment of tax obligations.

In addition, the most significant suppliers in terms of orders entrusted/volume of business must certify periodically upon payment of their invoices by TC2 the exact and punctual payment of all taxes, direct and indirect, and withholding taxes on employee income for services related to the orders performed and related invoices paid by TC2.

In the case of subcontracting, the supplier contracting out the work assigned to him or her shall guarantee to TC2 that the subcontractor assigned also complies with the above requirements.

Failure to implement the above certifications shall absolutely result in suspension of activities pending regularization of the situation by the supplier.

## 5.7. TC2 AND EMPLOYEES/COLLABORATORS



Acting with integrity toward our Employees / Collaborators means recognizing that they are our most valuable resource.

TC2 values the contribution of each and every Employee / Collaborator and is committed to treating each of them with due respect, in particular:

- Avoiding any kind of sexist, racial, or religious discrimination at the recruitment stage.
- Taking all measures to verify documentation related to the hiring process with special attention to the employment of third-country nationals with regard to residence permits.
- Maintaining the confidentiality of employee documents and information in compliance with privacy laws.
- constantly operating with the spirit of creating a work environment free of any form of discrimination based on race, ethnicity, gender, political and religious beliefs, age, sexual preference.
- Providing equal opportunity to all employees with respect to hiring, compensation, training, promotions, and other conditions of employment.

### **Each Employee/Collaborator is required:**

- To adopt the best solutions in order not to perish the work and meeting places, avoiding improper uses that may cause undue costs, damage or reduction of efficiency.
- To operate, to reduce the risk of damage or other threats to the assets assigned or present in the company, by promptly informing the responsible functions in case of abnormal situations.

## 5.8. HEALTH AND SAFETY AND ENVIRONMENT



TC2 puts in place the necessary measures to protect the health and physical integrity of its Employees/Collaborators, adopting business organization models set on the constant improvement of safety in the workplace.

**TC2 also complies with current occupational safety and hygiene regulations. Each recipient is required to pay the utmost attention in the performance of their activities, strictly observing all safety and prevention measures to avert any possible risk to themselves, their colleagues and collaborators and the entire community.**

To implement its workplace safety policy, TC2 takes care of the training and awareness of its management and all personnel with respect to safety issues. TC2, also complies with current environmental protection regulations and aware of the need to respect and safeguard the environment, delegates the disposal of hazardous or harmful waste to an external company with specific expertise.

## 5.9. ECONOMIC AND FINANCIAL RESOURCES



*TC2 conducts its business in full compliance with the currency and anti-money laundering regulations in force in the countries in which it operates and with the provisions issued by the competent Authorities.*

To this end, Recipients must avoid carrying out transactions that are suspicious in terms of fairness and transparency. In particular, the Recipients undertake to check in advance the available information regarding commercial counterparties in order to verify their respectability and the legitimacy of their activities; the same Recipients also undertake to operate in such a way as to avoid implications in operations also potentially suitable for favoring the laundering of money from illegal or criminal activities, acting in full compliance with current anti-money laundering regulations.

## 5.10. TRACEABILITY OF ACTIVITIES PERFORMED



Each Recipient shall keep adequate records of the activities carried out in order to allow for traceability and verifiability.

## 5.11. CONFIDENTIALITY



Information held by Recipients in connection with the employment and collaboration relationship is the property of the Company.

### **Information owned by the Company is defined as:**

- Of Recipients and third parties. **“Personal data”** is considered any information relating to a natural or legal person, entity or association, identified or identifiable, even indirectly, by reference to any other information, including a personal identification code.
- **“Confidential information”** is considered any information concerning the Company of a confidential nature, which, if disclosed in an unauthorized or inadvertent manner, could cause damage to the Company. By way of example, knowledge of a project, proposal, initiative, negotiation, understanding, commitment, agreement, fact or act, even if future or uncertain, pertaining to TC2's sphere of activity, which is not in the public domain, is to be considered confidential.

**The Company guarantees**, in accordance with the provisions of the law, the confidentiality of information in its possession, both its own and that of Clients, and requires all Recipients to use the same for purposes exclusively related to the exercise of professional activities.



**Accounting transparency** is based on the truthfulness, accuracy, completeness and reliability of documentation of management facts and related accounting records.

**The activities and actions carried out by Recipients in the course of their work shall be documented in accordance with applicable legal regulations, by means of accurate, complete and reliable documentation and, if required by applicable regulations and accounting standards, shall be correctly and timely represented in the accounting records.**

Such documentation must be such as to enable, when controls are carried out, the identification of the characteristics and reasons for the transaction as well as the persons who, respectively, authorized and executed and/or detected the transaction.



## 5.13. USE OF COMPUTER SYSTEMS



**Each Recipient is required** to work diligently to protect the Company's assets, through responsible behavior and in line with the operating procedures prepared to regulate their use.

**To this end, each Recipient is responsible for** guarding, preserving and defending the Company's assets and resources entrusted to him/her within the scope of his/her activity and must use them in his/her own way and in accordance with the Company's interest, preventing any improper use. It is expressly forbidden to use the Company's assets, for personal needs or unrelated to reasons of service, for purposes contrary to the law, public order or morality, as well as to commit or induce the commission of crimes or otherwise to racial hatred, glorification of violence, discriminatory acts or the violation of human rights.

**With regard to IT tools,** it is expressly forbidden to engage in conduct that may damage, alter, deteriorate or destroy IT or telematic systems, programs and IT data, of the Company or of Third Parties, as well as unlawfully intercept or interrupt IT or telematic communications. It is also prohibited to illegally break into computer systems protected by security measures as well as to procure or disseminate access codes to protected computer or telematic systems.

**To this end, Recipients are required** to access only the computer resources to which they are authorized, to guard credentials and passwords for access to the company network and the various applications and personal keys according to suitable criteria to prevent their easy identification and improper use, and to comply with internal policies regarding anti-intrusion and anti-virus devices.

## 6. REPORTING IN WRITTEN FORM



Reports in written form may be received by sending an e-mail to [whistleblowing@tc2group.it](mailto:whistleblowing@tc2group.it)

### **The report must contain:**

- (a) generalities of the person making the report.
- (b) a clear and complete description of the facts being reported.
- (c) if known, the circumstances of time and place in which they were committed.
- (d) if known, the generalities or other elements (such as the qualification and the department in which he/she performs the activity) that enable the identification of the person(s) who has/have committed the reported facts.
- (e) an indication of any other persons who may report on the reported facts.
- (f) an indication of any documents that may confirm the substantiation of such facts.
- (g) any other information that may provide useful feedback about the existence of the reported facts.

*Anonymous reports, i.e., lacking elements that make it possible to identify their author, even if delivered through the methods provided for in this document, will be treated in the same way as other anonymous reports and taken into consideration for further verification only if they relate to facts of gravity and with a content that is adequately detailed and circumstantiated.*

*The signature of the reporter must be placed at the bottom of the report along with an indication of the place and date.*

## 7. SANCTIONS SYSTEM



The violation of the provisions contained in this Code of Ethics and the Organizational Model entails, against the Recipients responsible for such violations – where deemed necessary for the protection of the company's interests and consistent with the provisions of the current regulatory framework – the application of the sanctioning measures indicated in the Organizational Model.

## 8 FINAL PROVISIONS



The Code of Ethics is approved by the TC2 Board of Directors. Any future updates, due to regulatory adjustments or evolving civil awareness, will be approved by the BoD and promptly disseminated to all Recipients.

The Code of Ethics does not replace current and future company procedures, which continue to be effective to the extent that they do not conflict with it.