



ARCESE DP WORLD S.p.A.

Organisation, Management and Control Model in
accordance with Legislative Decree No. 231/2001

ETHICAL CODE

Revision List

REV.	DATE	Nature of the Changes	APPROVAL
00	10/03/2020	Codice Etico first issue	Board of Directors
01	26/05/2020	Rev. 01	Board of Directors
02	22/12/2020	Rev. 02	Board of Directors
03	13/12/2021	Rev. 03	Board of Directors
04	26/03/2023	Rev. 04	Board of Directors
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1. INTRODUCTION

President's Statement

Arcese DP World S.p.A. deems it essential to manage its relationships with employees, collaborators, clients, suppliers, partners and, more broadly, any third party, in full compliance with ethical values and within a framework of mutual respect, protection, transparency and fairness.

On the basis of this non-derogable principle, the Ethical Code is integrated within the Company's organisational structure as a "Charter of Fundamental Values", which all individuals interacting with Arcese DP World S.p.A. must respect—and, indeed, must adopt as their own.

The purpose of the Ethical Code is to clearly define the rules to be observed, the set of principles and values shared by the Company, and the expected behaviours deriving therefrom.

This document provides guidance to ensure ethically correct conduct and to address the issues—whether minor or significant—that may arise in the daily performance of work activities.

The Company relies on each of you to ensure that our fundamental rules are respected, both individually and collectively.

2. SCOPE OF APPLICATION OF THE ETHICAL CODE

This Ethical Code, drafted in accordance with the "Guidelines issued by Confindustria", forms an integral part of the Organisation, Management and Control Model (hereinafter, the "Model"). The Ethical Code constitutes the declaration of principles and "rules of the Company", defining within it the values that guide corporate conduct and influence business strategies and processes.

Within the internal control system, the Ethical Code represents one of the prerequisites of the Organisation, Management and Control Model adopted by Arcese DP World S.p.A. (hereinafter "Arcese DP World" or the "Company"), as well as of the related sanctioning system.

The Ethical Code is approved by the Board of Directors of Arcese DP World. Monitoring compliance and implementation is entrusted to the Supervisory Body appointed by the Company.

3. RECIPIENTS OF THE ETHICAL CODE

The recipients of the Ethical Code include all employees—managers included—collaborators, directors, members of supervisory bodies, as well as all individuals who, directly or indirectly, permanently or temporarily, establish any form of relationship or interaction with Arcese DP World, such as consultants and suppliers.

Accordingly, Arcese DP World promotes the broadest dissemination of the Ethical Code among all relevant stakeholders, ensures the correct interpretation of its contents, and provides appropriate tools to facilitate its application.

4. STRUCTURE OF THE ETHICAL CODE

The Ethical Code is structured into three main sections:

- Values
- Rules of Conduct
- Implementation of the Ethical Code

5. VALUES

5.1 Compliance with the Law

Compliance with laws and regulations represents an indispensable principle governing all activities carried out by Arcese DP World in any country in which it operates. Under no circumstances may the pursuit of the Company's interests justify conduct that is dishonest and/or contrary to legal provisions.

5.2 Respect for Individuals

Relationships among individuals working for or otherwise interacting with Arcese DP World, at all levels, shall be based on honesty, fairness, cooperation, loyalty and mutual respect. Arcese DP World strongly condemns any form of discrimination, including but not limited to race, sex, and religion.

Arcese DP World promotes respect for individuals' physical and cultural integrity, interpersonal relations and gender equality.

In hierarchical relationships, authority must be exercised fairly and correctly, avoiding any form of abuse or undue pressure.

5.3 Illegal Labour and Labour Exploitation

Arcese DP World condemns any form of unlawful labour intermediation and exploitation. In particular, it is forbidden to:

- recruit labour for the purpose of assigning workers to third parties under exploitative conditions by taking advantage of their state of need;
- use, hire, or employ labour—including through the intermediation activities described above—by subjecting workers to exploitation and taking advantage of their state of need.

Arcese DP World condemns any form of child labour exploitation and undertakes to raise awareness of this issue among its suppliers.

5.4 Workplace Health and Safety

Arcese DP World promotes a culture of safety by fostering awareness of risk assessment and management, including through specific training activities, encouraging responsible behaviour and protecting, primarily through preventive actions, the health and safety of all employees and collaborators.

5.5 Environmental Protection

Arcese DP World considers environmental protection a primary objective and is committed to continuously optimising the use of its resources while developing its services according to principles of sustainability.

The Company has adopted an Environmental Management System certified under UNI EN ISO 14001:2015.

5.6 Customer Satisfaction

Arcese DP World considers its clients a key factor in the Company's success and, to this end, undertakes to satisfy their needs in terms of product and service quality, aligning them with market expectations and requirements.

The Company is committed to offering ethically sound products and services, in compliance with social rules and criteria of cost-effectiveness, efficiency and effectiveness, adopting best management practices, maximising corporate assets and ensuring business risk control.

Arcese DP World has implemented a Quality Management System certified under UNI EN ISO 9001:2015.

5.7 Condemnation of Criminal Association

Arcese DP World condemns any form of criminal association, whether national or international, and undertakes not to establish any relationship with individuals involved in criminal organisations, nor to finance or support their activities.

5.8 Corporate Governance

Arcese DP World pursues its corporate purpose in full compliance with the law, its Articles of Association and internal regulations, ensuring the proper functioning of corporate bodies and the protection of its shareholders' property and participatory rights, while safeguarding its assets and share capital. Where applicable, the rules governing employees shall also apply to directors and managers.

5.9 Accuracy and Transparency in Accounting Records

Arcese DP World's actions and conduct are based on maximum transparency, fairness and reliability. Consequently, each action, transaction or operation must be properly recorded in the Company's accounting system according to applicable legal criteria, accounting standards and internal procedures, must be duly authorised, and must be verifiable, legitimate, consistent and appropriate.

In managing accounting and tax obligations, Arcese DP World undertakes to ensure the transparency and accuracy of all information included in tax-relevant filings and to ensure the objective and subjective truthfulness of the transactions reported, as well as the completeness and accuracy of all fiscal documentation.

5.10 Corruption, Money Laundering and Transnational Crimes

In pursuing its mission, Arcese DP World commits to complying with legislation on anti-money laundering, anti-corruption involving public officials or private parties—both nationally and internationally—and unlawful immigration.

5.11 Smuggling

All employees and collaborators of Arcese DP World who, directly or indirectly, participate in import processes must ensure the lawful entry into the State of goods subject to customs duties, paying particular attention to compliance with customs regulations.

Arcese DP World undertakes to ensure the prior verification of freight forwarders engaged by the Company and to guarantee the traceability of customs operations.

5.12 Gender Equity

The Company promotes an inclusive, collaborative and supportive work environment based on respect, non-discrimination and the enhancement of diversity.

To this end, Arcese DP World adopts measures aimed at increasing women's participation in the labour market and reducing the gender gap by creating a system designed to improve working conditions for women in qualitative, remuneration-related and professional terms, and to promote transparency in work processes.

Arcese DP World is committed to encouraging organisational models that promote equal opportunities throughout the entire employment relationship—from recruitment, through onboarding and training, to professional development within the Company.

6 RULES OF CONDUCT

6.1 EMPLOYEES

All managers and employees of Arcese DP World undertake to act loyally and comply with legal obligations, contractual obligations and the provisions of the Ethical Code, by signing a declaration confirming that they:

- have read and understood the Ethical Code;
- will act in compliance with its contents.

Conflict of interest

Every employee must avoid any situation or activity that may generate an actual conflict of interest with the Company or that may impair their ability to make impartial decisions in the best interest of the Company and in full compliance with the Ethical Code.

Employees must also refrain from deriving personal benefits from the disposal of company assets or from business opportunities learned of during the performance of their duties.

Employees holding senior positions who are called upon to make decisions in situations of clear conflict of interest must:

- disclose the existence and nature of such conflict to the Supervisory Body and their corporate supervisor;
- refrain from exercising decision-making authority and delegate the matter to another individual designated by the Company.

Where refraining or delegating is not possible, employees must involve additional parties in the decision-making process to ensure transparency.

Recruitment and selection

Personnel evaluation and recruitment must be conducted in accordance with principles of impartiality and equal opportunity, based on expected profiles and Company needs.

Any form of irregular or unlawful employment is prohibited, whether involving Italian or foreign workers. The employment of third-country nationals is subject to possession of the legal requirements and documentation prescribed for foreign workers.

Compliance with workplace health, safety and environmental laws

All employees must comply with laws governing workplace health and safety as well as environmental protection.

Employees participate, within their duties and responsibilities, in risk assessment and prevention processes and in safeguarding their own health and safety, as well as that of colleagues and third parties.

Issues related to workplace hygiene and safety identified at Company premises are discussed and shared, promoting constructive attitudes and enabling concrete proposals to prevent workplace accidents.

Arcese DP World, also through the active collaboration of employees and external service providers:

- promotes and implements initiatives aimed at minimising risks and eliminating causes that may endanger individuals' health and safety, without any exceptions or derogations from internal procedures;
- cooperates with internal (e.g., employees) and external (e.g., authorities, supervisory bodies) stakeholders to optimise workplace health and safety management;
- maintains high safety standards in compliance with applicable laws.

In environmental matters, Arcese DP World promptly complies with statutory requirements under applicable environmental regulations.

Use of company assets

All employees must act with diligence and care in protecting themselves and Company assets, adopting responsible behaviour and complying with internal procedures. Company assets must be used exclusively for purposes related to work activities.

Employees must, as far as possible and without endangering their own safety, take measures to reduce the risk of theft, damage or other threats affecting Company property and promptly report any anomalies to the appropriate functions.

Confidentiality of data and information

Arcese DP World protects employee and third-party privacy, as well as the confidentiality of information, in compliance with applicable privacy legislation, through regulations and procedures governing data processing and storage.

All employees must be familiar with the Company's regulations and policies regarding information security and confidentiality, including for the purpose of preventing cybercrimes.

Employees must not disclose confidential information or participate—without prior authorisation from their hierarchical supervisors—in meetings, conferences or events involving Arcese DP World's operations.

Relations with clients and suppliers

Arcese DP World maintains relations with clients and suppliers characterised by availability, respect, courtesy and professionalism.

Employees managing relations with clients or suppliers must provide or request accurate and exhaustive information regarding the services rendered or procured, in accordance with Company regulations and procedures, ensuring fairness in the relationship.

Supplier selection is based on objective criteria such as quality, convenience, price, capability, efficiency, ethics and legal compliance.

More broadly, Arcese DP World considers the following as qualifying requirements for suppliers:

- the professionalism of the counterparty;
- the availability of adequately documented means, including financial resources, organised structures, technical expertise, know-how, etc.;
- environmentally responsible behaviour and compliance with workplace health and safety standards;
- conduct that does not adversely affect the reputation and good name of Arcese DP World.

When entering into procurement or service agreements, employees must strictly follow Company regulations and procedures and comply with all statutory requirements.

Relations with Public Authorities

Arcese DP World ensures maximum integrity and transparency in its dealings with supervisory and regulatory authorities, judicial authorities and Public Officials in general. Relations with Public Administrations must comply with the values expressed in the Ethical Code and with the procedures set forth in the Model and may be maintained exclusively by authorised corporate functions.

Employees are prohibited from:

- offering money or gifts to public officials, public servants or their close relatives;
- engaging in collusive behaviour;
- obtaining undue advantages or benefits for the Company by means of altered or falsified declarations, documents or reports, or through omitted information, or more generally through fraudulent conduct—including IT or telematic fraud—intended to mislead the relevant public entity.

Gifts and Hospitality

Acts of courtesy, such as gifts or hospitality towards clients or suppliers, are permitted provided that they are of customary nature and value, appropriate to the circumstances, and do not compromise integrity, reputation or the autonomy of judgment of the recipient. In any case, such expenses must always be authorised according to Company procedures and appropriately documented.

6.2 THIRD PARTIES

The Ethical Code also applies to third parties, meaning individuals or organisations external to the Company who operate, directly or indirectly, for Arcese DP World (e.g., collaborators, consultants, suppliers, business partners, etc.).

Third parties are therefore required, through specific contractual provisions, to comply with the principles contained in the Ethical Code within the limits of their responsibilities and with the rules and procedures set forth in the Model governing third-party relations.

Any breach of the Ethical Code or the Model, where applicable, may result in termination of the contractual relationship, in accordance with the agreed terms.

7. IMPLEMENTATION OF THE ETHICAL CODE

7.1 Communication and Training

The Ethical Code is communicated to all internal and external stakeholders through dedicated communication initiatives.

To ensure proper understanding of the Ethical Code, Arcese DP World prepares and implements a periodic plan for dissemination, information and training activities, including any recommendations from the Supervisory Body, aimed at promoting awareness of the principles and rules set forth in the Ethical Code.

7.2 Supervisory Body (ODV)

A Supervisory Body has been established with the following duties concerning the implementation of the Ethical Code:

- monitoring the application of the Ethical Code by relevant parties through specific internal audit plans;
- reporting any significant violations of the Ethical Code;
- providing opinions regarding revisions of major policies and procedures to ensure their consistency with the Ethical Code;
- proposing, where necessary, periodic updates to the Ethical Code.

7.3 Reporting by Interested Parties

Arcese DP World has established communication channels allowing stakeholders to report issues concerning the Ethical Code or alleged violations directly to the Supervisory Body, which analyses the report and, if necessary, hears the reporting party and the person responsible for the alleged violation.

The Supervisory Body acts to protect whistleblowers against any form of retaliation, understood as acts that may even suggest discriminatory or penalising intent. Confidentiality of the whistleblower's identity is ensured, without prejudice to statutory obligations.

The Company undertakes to safeguard the confidentiality and protection of whistleblowers in accordance with Legislative Decree 24/2023 implementing EU Directive 2019/1937.