



SISTEMI
INTEGRATI

DAB Sistemi Integrati S.r.l.

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CODE OF ETHICS

Approved by the Board of Directors on 29/05/2019
In case of doubt or differences of interpretation the Italian version shall prevail over the English text.

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1 FOREWORD

DAB Sistemi Integrati S.r.l. is a private law company whose business is to conceive, design and implement Advanced Integrated Systems in the area of Security and Building Automation as well as providing Technical Management Services to safeguard assets and people. DAB Sistemi Integrati is part of a corporate group and controls two companies:

- DAB operational center Srl (DABco): security company
- DAB Spa Group: business consultancy company

Ethics and passion are the cardinal values that have always inspired the activities of the Company, which operates with integrity, seriousness, honesty, competence and transparency, in full compliance with laws, market rules, principles of fair competition and furthermore in compliance with legitimate interests and expectations of customers, suppliers and anyone involved in the activities of the Company.

For this reason Dab Sistemi Integrati S.r.l. has decided to adopt this Code of Ethics and to fully adhere to the indications of Legislative Decree 231/2001 with the adoption of the Organization, Management and Control Model, of which this Code Ethics is an integral part and constitutive element. The Code of Ethics expresses the set of models of conduct to which Directors, employees, collaborators and, more generally, all those who cooperate to pursue the purposes of the Company (hereinafter jointly defined as "Recipients"), they are required to comply in carrying out their activities on behalf of and in the name of the Company itself.

The Company hopes for the spontaneous sharing, adherence and dissemination of the principles contained in this Code of Ethics and, on the other hand, requires compliance with it by every individual who works on behalf of DAB Sistemi Integrati S.r.l. or that it comes into contact with the same, providing for the application of sanctions for any violations.

Compliance with the rules of the Code must be considered an essential part of the contractual obligations of the Recipients pursuant to and by effect of art. 2104 of the Civil Code. The violation of the rules of this Code damages the relationship of trust established between the Recipients the Company and can lead to disciplinary or legal actions.

In the most serious cases, the violation can lead to the termination of the employment relationship, or to the termination of the contracts, if the violation is committed by a third party.

Without prejudice to the responsibilities related to the exercise of their mandate, the administration and control bodies are required to comply with the rules of the Code and the related violations may lead, in relation to their gravity, to the revocation of the mandate.

This Code of Ethics was drawn up in compliance with the Guidelines for the construction of the organization, management and control models pursuant to Legislative Decree no. 231/2001 of Confindustria, updated to March 2014.

2 DEFINITIONS

For the purposes of the document, the following definitions apply:

1. Decree or Legislative Decree 231/2001: Legislative Decree 8 June 2001, no. 231; "Discipline of the administrative liability of legal persons, companies and associations, including those without legal personality, pursuant to article 11 of law no. 300 of 29 September 2000", including any subsequent amendments;
2. Model: the Organization, Management and Control Model adopted by the Company pursuant to the Decree and including the documents and protocols attached to it, an integral part of the Model;
3. Recipients: the subjects referred to in art. 5 of Legislative Decree 231/2001 or:
 - a. persons who hold representative, administrative or management functions of the entity or one of its organizational units with financial and functional autonomy as well as persons who exercise, even de facto, the management and control of the same;
 - b. persons subject to the management or supervision of one of the subjects referred to in letter a).
1. Supervisory Board (OdV): the body entrusted with the task of supervising the functioning and compliance with the Model, as well as updating it. The requirements, powers and duties of the Supervisory Board are set out in the document "General dispositions of organizational, management and control model";
2. Control Measure indicated in the Model: any provision contained in the documents of the Model, including the present Code of Ethics and including the provisions of operative documents (procedures, protocols, instructions, etc.). The general list of Model documents is part of the Model itself.
3. Interested parties ("Stakeholders"): groups or sets of individuals, or institutions representing the interests of groups or categories, which have a "stake" in the management of the Company, either because they exchange or make contributions of various kinds, both because they are significantly affected by the Company's activities for their well-being.
4. Whistleblowing: The tool with which the recipients must report any illegal conduct relevant to the Decree, of which they have become aware in the performance of their work or in other circumstances.
5. Integrated Management System (IMS): consists of the Company's Management Systems in compliance with the applicable technical standards, and has the purpose of ensuring full compliance with the mandatory legislation and the Integrated Policy adopted by the Company, pursuing continuous improvement and the maximum satisfaction of all interested parties, through adequate management of business processes.

3 GENERAL PRINCIPLES

DAB Sistemi Integrati S.r.l. promotes reliability, innovation and quality of service. The success of the company is guaranteed by the satisfaction of its customers, to whom DAB Sistemi Integrati constantly addresses in order to perceive and satisfy their needs through the combination of technological innovation and ethical values such as transparency, fairness, professional commitment, good faith and moral integrity.

DAB Sistemi Integrati S.r.l. operates in full compliance with the laws and regulations in force in the countries where it carries out its business, in compliance with the principles established by this Code of Ethics, by the Model, and by the procedures of the Integrated Management System.

The Recipients are therefore required to respect and enforce the principles of conduct of this Code within the scope of their functions and responsibilities. In particular, the conviction of acting, in any way, to the advantage of the company does not justify the adoption of behaviors in contrast with the aforementioned principles.

Furthermore, each Recipient is required to keep the company assets and resources provided by the Company (properties, IT equipment, intangible assets such as brand, name, relationships with customers and suppliers), and to use them exclusively for the purposes of the activities themselves. Any improper use of such assets and resources must be reported to the Supervisory Board.

All relationships, actions, operations and transactions carried out in the name and on behalf of DAB Sistemi Integrati S.r.l. must be carried out in full compliance with the law and the principles of fair competition and fairness. These activities must be based on the maximum transparency of information and full traceability of the processes, which must be supported by the necessary documentation in order to allow checks and controls.

The Company in all the relations with third parties guarantees fairness and non-discrimination with respect - among other things - to sex, age, race, nationality or territorial origin, economic and social conditions, health conditions, political opinions and religious beliefs.

The Company recognizes the primary value of the principles of democratic order and free political determination on which the State is founded. Therefore, any behavior that may constitute or be connected to terrorist activities or subversion of the democratic order is prohibited and completely unrelated to the Company. The Company requires that the Recipients do not carry out the aforementioned acts, as well as any conduct that may facilitate the commission of offenses connected with the financing of national and international terrorism. The Company recognizes the primary importance of any action aimed at preventing the use of the financial system for the purpose of laundering the proceeds of criminal activities and financing of terrorism.

The Company recognizes the primary value of the principles of fighting organized crime. It is therefore forbidden and completely unrelated to the values of the Company any conduct that may constitute or be connected to organized criminal or mafia-type activities.

Each collaborator must report any behavior or situation that threatens the economic and commercial freedom of the Company. In particular, all situations of threat, extortion, blackmail, which limit the Company's activity to the benefit of other companies or persons attributable to national or international criminal organizations must be reported.

4 HUMAN RESOURCES AND EMPLOYMENT POLICY

DAB Sistemi Integrati S.r.l. recognizes the centrality of people, believing that the most important success factor is represented by the professional contribution of the people who work for the Company, in an environment of loyalty and mutual trust.

Loyalty, ability, professionalism, seriousness, preparation and dedication of the staff represent values and conditions that are decisive for the achievement of the company objectives.

DAB Sistemi Integrati counteracts any form of psychological violence or mobbing, as well as any attitude or behavior that is discriminatory or harmful to the person, to his convictions or his inclinations.

The Company is also engaged to enhance the work of its directors, employees and collaborators, implementing all the initiatives that make it possible to increase skills, motivation and promote their professional and personal growth.

Personnel selection is conducted in compliance with the ethical principles set out in this Code, with equal opportunities and without any discrimination, avoiding any form of favoritism. The selection process is conducted with the aim of ensuring correspondence to the required professional and psycho-aptitude profiles.

All staff are hired with a regular employment contract, in compliance with national employment contracts and current legislation. No form of illegal work or in violation of the legislation on child, female and immigrant labor is allowed. The Company undertakes not to carry out any activity aimed at favoring the illegal entry of clandestine subjects.

The Company requires that each Recipient personally contribute to maintaining the work environment respectful of the sensitivity of others.

It will therefore be considered conscious assumption of the risk of damage to these environmental characteristics, during the working activity and in the workplace:

- work under the effects of alcohol abuse, drugs or substances having a similar effect;
- consume the aforementioned substances or transfer drugs for any reason during the course of work.

The Company is engaged to favor the social actions envisaged on the subject by current legislation, and to provide adequate psychological support to all employees who report problems such as addiction to alcohol or drugs, gambling and other forms of addiction that could compromise their work activities.

5 WORKING ENVIRONMENT

DAB Sistemi Integrati S.r.l. undertakes to protect the health and safety of workers in compliance with the provisions of Legislative Decree n. 81/2008 and any other relevant regulatory provision. To meet this goal, the Company is active in consolidating and increasing a culture of safety and awareness of the risks associated with each specific activity, by promoting responsible behavior and related preventive actions and adopting voluntary certification schemes on the subject of health and safety.

The Company policy on the protection of the health and safety of workers is based on the following key points:

- avoid risks, paying particular attention to the assessment of the risks that cannot be avoided;
- combat risks at source;
- adapt work to workforce, in particular for the design of workplaces, the choice of work equipment and the definition of methods of work and production;
- consider the degree of technical evolution;
- replace what is dangerous with what is not dangerous or less dangerous;

- plan prevention, aiming at a coherent complex that integrates the technique, work organization, working conditions, social relations and the influence of the working environment factors;
- give priority to collective protection measures over individual protection measures;
- give adequate instructions to workers.

DAB Sistemi Integrati S.r.l. will not entertain relationships with suppliers that do not comply with current legislation on labor, with particular reference to compliance with the law on health and safety in the workplace.

6 PERSONAL DATA PROTECTION

DAB Sistemi Integrati S.r.l. protects the personal data of its staff in full compliance with current legislation on data protection with particular regard to information relating to the private sphere.

It is excluded any investigation into ideas, preferences, personal tastes and, in general, information of collaborators not relevant to the purposes of selecting personnel and managing the employment relationship according to the criteria indicated in this Code of Ethics.

These standards also provide for the prohibition, except for the cases provided for by law, to communicate or disseminate personal data without the prior consent of the interested party.

The protection of data according to current legislation extends to suppliers, consultants and to all subjects who have professional relationships with the company.

The Company adopts suitable measures to ensure that the management of existing databases and the use of personal data, including in electronic form, takes place in full compliance with the regulations in force and the privacy of the subjects possibly involved and in order to guarantee the confidentiality of information and ensure that their processing is carried out by subjects expressly authorized to do so, preventing undue interference.

7 USE OF IT TOOLS

The use of the IT and telematic tools that DAB Sistemi Integrati S.r.l. makes available to its employees and collaborators must always be inspired by the principle of diligence and fairness and must comply with the specific rules established by the Company through internal regulations, in order not to expose the company to the risk of involvement in "cybercrime" offenses.

It is also forbidden and completely unrelated to the Company and its collaborators an incorrect use of the IT tools of the company itself, aimed at carrying out or even only facilitating possible conduct relating to the crime of child pornography even through virtual images.

8 INFORMATION ON ACCOUNTING DATA

Every operation and transaction carried out by DAB Sistemi Integrati S.r.l. it must be correctly executed, recorded, authorized, verifiable, legitimate, consistent and congruous. This means that each action and transaction must have adequate registration in the accounting system, according to the criteria indicated by the law and the applicable accounting principles.

In order to meet the requirements of truthfulness, completeness and transparency of the accounting, each operation must be supported by suitable documentation to allow at any time the execution of controls that certify the characteristics and scopes, and identify the person that authorized, carried out, registered, verified the operations.

The circulation of information, for the purposes of preparing the financial statements and in order to guarantee a clear and truthful representation of the economic, equity and financial situation must take place in compliance with the principles of truthfulness, completeness and transparency.

9 CONFLICT OF INTEREST

All the collaborators of DAB Sistemi Integrati S.r.l. are required to avoid situations and activities that could give rise to conflicts with the Company's interests (e.g. joint interests with suppliers or customers) or that could interfere with the ability to make, impartially, decisions in the best interest of the Company. In compliance with this code all the collaborators are required to refrain from personally benefiting from acts of disposing of corporate assets or from business opportunities of which they become aware in the course of carrying out their duties.

Even in the case of a potential conflict of interest, the employee is required to notify the Supervisory Board so that the conflict can be assessed and its effects can be excluded or mitigated.

Pursuing interests in conflict with those of the Company and / or concealing situations of conflict of interest can seriously damage, the relationship of trust with the employee or collaborator, as well as to configure a breach of contract.

10 CONFIDENTIAL INFORMATION AND COMMUNICATIONS

The information acquired in carrying out the assigned activities must remain strictly confidential and appropriately protected and cannot be used, communicated or disclosed, both inside and outside the Company, except in compliance with current legislation and company procedures.

Projects, performances, economic results and accounting data in general are considered confidential information, in addition to those information subject to specific laws and regulations or in any case contractually secreted and / or subject to greater security measures provided for by current legislation.

Anyone who for working reasons becomes aware of confidential information undertakes to protect it in order to avoid any improper or unauthorized use.

External information must be truthful and transparent. The Company must present itself in an accurate and homogeneous way in communicating with the mass media. Relations with the mass media are reserved exclusively for the corporate functions and responsibilities delegated to this. The Recipients cannot provide information in the name and on behalf of the Company to representatives of the mass media nor undertake to provide it without the authorization of the competent functions. This also apply, insofar as they are compatible, to social media and other communication channels / contexts unrelated to the work context.

11 RELATIONS WITH AUTHORITIES AND PUBLIC INSTITUTIONS

The Recipients who entertain on behalf of DAB Sistemi Integrati S.r.l. relations with Public Administrations are required to comply with current legislation on the matter both in Italy and in any foreign countries. In addition to any public authority, Public Administration is to be understood as any independent organization or person acting as a public official or in charge of a public service or as a member of an organ of the European Communities or an official of the European Communities or foreign state official.

In the context of commercial relations with the aforementioned Administrations, including participation in tenders, the Recipients are prohibited from offering money or gifts to managers, officials or employees of the Public Administration or to their relatives, both Italian and from other countries, outside of what provided for by company practice or gifts and utilities of modest value.

It is forbidden to offer or accept any object, service, performance or favor of value to obtain a more favorable treatment in relation to any relationship with the Public Administration.

When any business negotiation, request or relationship with the Public Administration is in progress, the personnel in charge must not try to improperly influence the decisions of the counterpart, including those of the officials who negotiate or make decisions on behalf of the Public Administration.

During a business negotiation or commercial relationship with the Public Administration, the following actions should not be taken (directly or indirectly):

- examining or proposing employment and / or commercial opportunities that could benefit employees of the Public Administration on a personal basis;
- hire former employees of the Public Administration (or their relatives) who have personally and actively participated in business negotiations, or to endorse requests made to the Public Administration;
- offer or in any way provide gifts;
- solicit or obtain confidential information that may compromise the integrity or reputation of both parties.

Any violation (actual or potential) committed must be promptly reported to the Supervisory Board.

12 RELATIONS WITH PRIVATE CUSTOMERS

Any commitment and relation with customers, current and potential, must be carried out in compliance with the contents of this Code of Ethics. Specifically the persons responsible and involved in the sales process:

- are required to comply with the principles of impartiality and independence in the exercise of the tasks and functions entrusted, operating on the basis of the adoption of objective and documentable criteria;
- must remain free from personal obligations towards customers; any personal relationships of employees and / or consultants with customers must be reported to the relevant management before each negotiation;
- must not offer goods or services, in particular in the form of gifts, to the personnel of other companies or entities to obtain confidential information or direct or indirect benefits relevant, for themselves or for the company, without prejudice to the provisions of the general provisions of this Ethical code;
- must not accept goods or services from external or internal subjects in the face of the release of confidential information or the initiation of actions or behaviors aimed at favoring such subjects, even if there are no direct repercussions for the Company.

13 RELATIONS WITH SUPPLIERS

Any purchase in favor of DAB Sistemi Integrati S.r.l. must be conducted with integrity, professionalism and objectivity of judgment, by qualified personnel who ensure compliance with all relevant regulatory provisions in the purchasing activity.

The undertaking of commitments and the management of relations with current and potential suppliers must be carried out in compliance with the contents of this Code of Ethics. Specifically the persons responsible and involved in the purchasing process:

- are required to comply with the principles of impartiality and independence in the exercise of the tasks and functions entrusted, operating on the basis of the adoption of objective and documentable criteria;
- must remain free from personal obligations towards suppliers; any personal relationships of employees and / or consultants with suppliers must be reported to the relevant management before each negotiation;
- must maintain relationships and conduct negotiations with suppliers in order to create a solid basis for mutually convenient relationships of adequate duration, in the interest of the Company;
- must not offer goods or services, in particular in the form of gifts, to the personnel of other companies or entities to obtain confidential information or direct or indirect benefits relevant, for themselves or for the company, without prejudice to the provisions of the general provisions of this Ethical code;
- must not accept goods or services from external or internal subjects in the face of the release of confidential information or the initiation of actions or behaviors aimed at favoring such subjects, even if there are no direct repercussions for the Company.

14 THE SUPERVISORY BOARD

The Supervisory Board is responsible for verifying the application and implementation of the Code of Ethics with the following tasks:

- periodically check the application and compliance with the Code of Ethics;
- propose changes and additions to the Code of Ethics;
- receive reports of violations of the Code of Ethics and collaborate in carrying out the necessary investigations;
- express independent opinions on ethical issues that may arise in the context of corporate decisions and alleged violations of the Code of Ethics itself.

To the Supervisory Board is guaranteed independence, full autonomy of action and control; its activity is characterized by professionalism and impartiality.

15 REPORTING OBLIGATIONS

Any violation of the principles and provisions contained in this Code of Ethics and the Model by the Recipients must be promptly reported to the Supervisory Board.

If the reports received require, in compliance with the regulations in force, confidential treatment (including the maintenance of an anonymity profile), DAB Sistemi Integrati Srl, in order to ensure compliance with the obligations regarding "whistleblowing", undertakes to protect this confidentiality, without prejudice to the provisions of the law, regulations or legal proceedings applicable to the particular case. The Company also prohibits any act of retaliation or

discriminatory, direct or indirect, against the whistleblower for reasons connected, directly or indirectly, to the report.

It is understood that reports received anonymously and in writing can only be taken into consideration if they contain sufficient information to identify the terms of the violation and to allow an appropriate investigation.

16 VIOLATIONS OF THE CODE OF ETHICS

The observance of the provisions contained in this Code of Ethics constitutes an essential part of the contractual obligations undertaken. Violations of those provisions constitute a disciplinary offense and, as regards external collaborators, a contractual breach, and as such may be sanctioned, depending on the seriousness of the illegal activity carried out by the subject, pursuant to the Disciplinary System adopted by the Company, regardless of any criminal prosecution by the judicial authority and without prejudice to the request for compensation for any damage caused.