

ACPV ARCHITECTS
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Code of Ethics

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Introduction

In 2000, Antonio Citterio and Patricia Viel founded a multidisciplinary design studio for architecture, interiors and graphics, subsequently adopting the company name ACPV ARCHITECTS S.r.l. (hereinafter “**ACPV ARCHITECTS**”).

ACPV ARCHITECTS is nationally and internationally active in the interior design and architecture sector, designing complex projects in synergy with a network of specialised consultants.

ACPV ARCHITECTS intends to adopt this Code of Ethics (hereinafter “**Code**”), which affirms the fundamental ethical values and principles that it adopts in the company’s operations and in the daily management of the company’s activities.

Recipients

The contents of this Code apply to directors, employees, collaborators, consultants and, in general, to all those who establish relationships and dealings with ACPV ARCHITECTS.

The Code defines principles and rules of conduct to be respected by members of the Board of Directors, members of the Board of Statutory Auditors, and the auditor in any decision or action, adhering to the values of honesty, loyalty, fairness and integrity.

Value and effectiveness of the Code of Ethics

Compliance with the ethical principles and standards of conduct prescribed by the Code is mandatory. Knowledge of and compliance with the provisions of the Code are mandatory requirements in order to establish and maintain a working relationship and collaboration with ACPV ARCHITECTS.

ACPV ARCHITECTS promotes widespread dissemination of the Code and a correct interpretation of its contents, and it provides the most appropriate tools to facilitate its application, also with a view to ensuring that all Recipients feel responsible for and participate in the optimal application of the Code.

Under no circumstances shall the claim of acting in the interest of ACPV ARCHITECTS justify the adoption of conduct contrary to the principles set out in this Code.

Business ethics

Ethics are a fundamental pillar generating reliability and transparency. ACPV ARCHITECTS strongly believes that fairness and respect for the law in professional activities and in the day-to-day conduct of business constitute and will always constitute a necessary and essential value.

Compliance with laws, regulations, company rules and this Code is of crucial importance for the optimal functioning and good reputation of ACPV ARCHITECTS with respect to its internal resources, Public Administration, third parties, and the market in general.

1 General Ethical Principles

1.1 Legality

All Recipients are required to act in compliance with the principles of legality, also for the purpose of safeguarding the reputation and image of ACPV ARCHITECTS, as well as the relationship of trust established to date with clients and with the reference market.

Under no circumstances may the interest or advantage of ACPV ARCHITECTS lead to or justify dishonest and/or unlawful conduct.

In the performance of their respective duties and roles, recipients are required to comply with the laws and regulations applicable in the various contexts in which ACPV ARCHITECTS operates.

ACPV ARCHITECTS refuses dealings of any nature whatsoever, even if indirect or through intermediaries, with persons who are known or arguably suspected to be part of or carry out, in Italy or abroad, activities that in any form whatsoever support criminal organisations of any nature.

1.2 Trust

ACPV ARCHITECTS seeks to maintain and develop its relationship of trust with all of its stakeholders.

At the same time, ACPV ARCHITECTS considers it fundamental that employees, collaborators and suppliers carry out their professional activities according to the principles of diligence, competence, good faith, professionalism, appropriateness and efficiency, in order to ensure an innovative and high quality service for its clients.

1.3 Loyalty, fairness and transparency

Recipients are required to adopt a proper and loyal attitude in the performance of their duties, avoiding the pursuit of unlawful or illegitimate purposes, or the generation of situations of conflict of interest with the aim of securing an undue advantage, either their own or that of third parties.

ACPV ARCHITECTS considers impartial treatment to be a fundamental value in all relations, both internal and external, and it is committed to informing its members clearly, without favouring any particular interest group or individual.

ACPV ARCHITECTS is attentive to the needs of its stakeholders and is committed to informing them in a clear, complete and truthful manner, with the awareness that a sharing of objectives is fundamental in maximising value and reducing the risks associated with operating a business.

1.4 Quality of service

ACPV ARCHITECTS pays particular attention to the satisfaction of its clients and of their requests and expectations, with the intention of always providing competitive services, simultaneously guaranteeing the utmost professionalism, innovation, and originality, along with a high level of quality, performance and reliability.

ACPV ARCHITECTS strives to provide services that are exceptional in terms of quality, safety, respect for health and protection of the environment and, therefore, requires all those involved in the provision of services by ACPV ARCHITECTS to be fully committed to the pursuit of these values.

2 Stakeholder relations

2.1 Selection of personnel and collaborators Merit and equal opportunities

ACPV ARCHITECTS believes that a key factor for the success of any company is the professional contribution of the people who work for it, within an environment of loyalty and mutual trust.

ACPV ARCHITECTS considers human resources to be a core and essential element of its business and therefore values all of its professionals, fostering the growth of each and every individual.

ACPV ARCHITECTS promotes behaviour aimed at developing the skills, capabilities and potential of its staff and collaborators by offering, without discrimination, equal employment opportunities commensurate with professional qualifications. ACPV ARCHITECTS also ensures a system of selection and management of personnel and collaborators based exclusively on criteria of merit and without favouritism, facilitation or discrimination of any kind.

2.2 Relations with Collaborators and Consultants

Relations with Collaborators and Consultants are managed according to principles of transparency, fairness and loyalty, with a view to establishing a solid and lasting relationship based on mutual trust and satisfaction.

Any conduct aimed at acquiring clients in a manner not based on fairness and decorum is forbidden.

An employee and/or consultant asked to take on an assignment already entrusted to another colleague is obliged to ascertain beforehand with the principal that the assignment given to said colleague has been formally revoked or that they have formally renounced it, to inform the colleague in writing and to ascertain the contents of the previous assignment.

Collaborators and Consultants are identified and selected according to objective, transparent and documented assessment criteria, in accordance with established internal procedures and based on principles of usefulness, competence, fairness and transparency.

Their remuneration is determined on the basis of criteria of proportionality, adequacy and effectiveness of performance.

2.3 Relations with Clients

Every stage of client relations (from negotiation to performance of the service) is governed by the principles of transparency, professionalism, fairness and good faith.

ACPV ARCHITECTS offers its services in a fair manner and does not engage in conduct that may negatively influence or unlawfully alter the competitive environment among the various operators in the reference market.

ACPV ARCHITECTS refrains from any conduct that may in any way compromise the integrity, reliability and security of its own or third parties' computer or telecommunications systems and data. ACPV ARCHITECTS implements all of the most appropriate procedures according to the technological standards of the sector for the protection of its computer system, including the identification and neutralisation of computer viruses/attacks of any kind.

Recipients of the Code undertake not to behave in such a way as to harm the image and good name of ACPV ARCHITECTS with respect to its clients. If, on the other hand, clients themselves are found to adopt conduct contrary to this Code, those who become aware of this are obliged to immediately inform the Board of Directors, which will take the most appropriate measures.

2.4 Relations with P.A. and with Entities performing services of public utility

Dealings between ACPV ARCHITECTS and Public Administration and with entities carrying out activities of public utility or public interest are guided by the principles of legality, transparency, loyalty and fairness.

The management of relations of any kind with Public Administration and/or those of a public nature are reserved for the company employees and/or collaborators duly appointed and authorised.

In managing and conducting relations with Public Administration, those acting in the name and/or on behalf of ACPV ARCHITECTS are forbidden from behaving in such a manner as to grant the latter illicit favours.

Parties authorised to manage relations with P.A., and in any case the Recipients of this Code, may not attempt to improperly influence the decisions of P.A. in order to obtain an undue advantage.

In particular, they are not authorised to offer, accept or promise to any party (public or private), for themselves or for others, any gifts, remuneration, utility or service, of any nature whatsoever, even of a non-economic nature, in order to obtain more favourable treatment in relation to any relationship with P.A.

2.5 Relations with suppliers and service providers

With particular reference to relations with suppliers and service providers, ACPV ARCHITECTS undertakes to define a selection system that respects the law, the Articles of Association and equal opportunities, avoiding situations of potential conflict of interest with them and reporting the existence or occurrence of such a situation.

In any case, the selection of suppliers and service providers and the determination of commercial conditions must take place with the utmost transparency and on the basis of previously identified parameters. In particular, in addition to economic feasibility, ACPV ARCHITECTS takes into account the professionalism and reliability of the supplier, as well as the availability of means, equipment and specialised personnel in relation to the specific assignment to be granted. Assignments given to external collaborators must be drawn up in writing and must indicate the economic conditions. Such contracts must include the obligation to comply with the Code of Ethics and must indicate the sanction in the event of non-compliance.

3 Principles and standards of conduct in the management of ACPV ARCHITECTS

3.1 Environmental and social protection and sustainability

ACPV ARCHITECTS contributes to the dissemination and awareness of Recipients with respect to the issues of environmental protection, in compliance with the principles of environmental and social sustainability. To this end, in terms of environmental prevention and protection, the operational management of company activities must comply with the most appropriate criteria of environmental protection and energy efficiency.

In promoting and creating architectural projects, ACPV ARCHITECTS plans its activities by seeking the right balance between economic initiatives and environmental needs, striving to use processes, technologies and materials that reduce the consumption of energy and natural resources.

When ACPV ARCHITECTS is entrusted with the design of construction works, it ensures that all preventive investigations are carried out to verify possible environmental and social risks, and it plans the appropriate preventive measures to eliminate or mitigate them.

Recipients undertake to reduce the use of paper, and to print e-mails and/or documents only when strictly necessary.

3.2 Protection of Company Assets

ACPV ARCHITECTS strives to ensure that the use of company resources and assets is aimed at securing, increasing and consolidating the company's assets.

Each employee and collaborator of ACPV ARCHITECTS is directly and personally responsible for the protection and preservation of assets and resources, whether human, tangible or intangible, entrusted to them by ACPV ARCHITECTS and must utilise them in the interest of the same for exclusively professional reasons, in accordance with the laws in force, with the provisions of the

company's Articles of Association, and in line with the principles set forth in this Code.

In particular, each Recipient, by virtue of specific contractual clauses, acknowledges that trade secrets, BIM libraries, models made available by ACPV ARCHITECTS or third parties ("Models"), databases of clients/suppliers, and work organisation methods, of which they have become aware in any way during the course of the contractual relationship, constitute technical and commercial assets of considerable economic value, the disclosure of which would cause extensive economic damage to ACPV ARCHITECTS and to the parties with which it has contractual relations. The Recipients undertake not to design, make, manufacture, offer for sale, distribute in any form, import and/or export and/or make use of products incorporating the design of the Models or designs identical or similar to those incorporated in the Models, or in any case constituting an unlawful imitation of the Models.

ACPV ARCHITECTS protects the participation and information rights of its shareholders with particular reference to significant facts concerning corporate, administrative and accounting management.

3.3 Administration and Management

The Directors and anyone who performs, in any capacity whatsoever, functions of representation, including de facto, or is vested with particular powers and duties by virtue of proxies in any form whatsoever conferred, are required, in the performance of their powers and activities, to comply with the principles set out by the Code of Ethics.

Members of the administrative body are required to behave responsibly with respect to the company and to participate in an informed and continuous manner.

The use of financial resources is governed by procedures that allow for maximum transparency and require regular reporting to the Board of Directors.

The commitments undertaken by the corporate bodies pursuant to this Code bind the Directors and Statutory Auditors even after termination of the relationship with ACPV ARCHITECTS.

3.4 Accounting Entries

Truthfulness, transparency and completeness of accounting records are essential key values for ACPV ARCHITECTS.

Corporate communications, financial statements, company books and, in general, the reports on the economic, equity and financial situation required by law, are drawn up in accordance with the principles of truthfulness, clarity, transparency and accuracy, in line with the provisions of the Civil Code and the laws in force.

ACPV ARCHITECTS keeps and files all the supporting documentation of the activities carried out, in order to allow for easy and timely accounting records.

3.5 Workplace health and safety

ACPV ARCHITECTS ensures that all its employees, collaborators and consultants enjoy decent working conditions and a safe and healthy working environment, in compliance with the legal regulations on health and safety in the workplace.

The prevention and safety system of ACPV ARCHITECTS provides for appropriate rules of conduct for directors, collaborators and employees in order to maximise the prevention or reduction of occupational risks.

All Recipients must be informed and updated on the prevention and safety system to the extent applicable to them and are called upon to actively intervene in order to avoid unsafe situations and behaviour.

3.6 Protection of privacy

ACPV ARCHITECTS operates in full respect of the right to confidentiality of information relating to suppliers, clients, partners, and employees, complying with the applicable EU and national regulations. Company data are processed exclusively for the purposes indicated, according to the agreements reached and, in any case, with the consent of the interested party, where required by applicable law.

Information, knowledge or data acquired or processed by the Recipients during their work activities or otherwise in the performance of their duties are the property of ACPV ARCHITECTS and may not be used, communicated or disclosed without specific authorisation.

Solely by way of example, confidential information includes but is not limited to company projects, investments, employee data, information concerning knowhow and processes, databases of suppliers, collaborators and clients, all nonpublic information, including reports, analyses, technical and economic data, studies, forecasts, trade secrets, strategic business research, libraries of objects currently widely available to designers by component and system manufacturers, and any other oral and written information.

3.7 Intellectual property

ACPV ARCHITECTS strictly respects its own copyrights and industrial rights and those of its collaborators, consultants, clients, suppliers and third parties in general, and will not tolerate any actions by the Recipients that might prejudice these rights.

4 Implementation of the Code and Sanctions

4.1 Implementation of the Code of Ethics

ACPV ARCHITECTS shall disseminate the Code as widely as possible, providing a copy to collaborators and employees, both at the time of establishing the collaboration and/or employment, and through specific training and communication activities, as well as by making it available on its website.

The Board of Directors is responsible for the implementation of the Code, disseminating its comprehension, supervising its application and receiving reports of violations, initiating investigations and, upon receiving the results, taking the appropriate measures.

Any violations must be promptly reported to the person in charge via email to codicetico@acpvarchitects.com.

In the event of violations of the Code, the person responsible for implementing the Code shall take all of the necessary measures to prevent whistle-blowers from suffering any form of retaliation and/or repercussion, guaranteeing their anonymity and the confidentiality of the facts, without prejudice to any legal obligations.

4.2 Consequences of violation of the Code of Ethics for employees

Violation of the rules of conduct indicated in the Code of Ethics by the company's employees constitutes a breach of the obligations arising from the employment relationship pursuant to Article 2104 of the Italian Civil Code and is considered a disciplinary offence.

4.3 Consequences of violation of the Code of Ethics for Managers, Directors and Statutory Auditors

Upon violation of the rules of conduct set out in the Code of Ethics by Directors, Statutory Auditors and Auditors, the Shareholders' Meeting, having been informed in advance of the violation, shall take appropriate action based on the severity of the facts.

4.4 Consequences of violation of the Code of Ethics for collaborators, consultants and third parties

Any violations of the Code of Ethics is handled promptly, swiftly and effectively, including through the termination of existing relations, regardless of the possible criminal relevance of the conduct and/or the triggering of criminal proceedings.

Violation of the provisions of this Code by collaborators, consultants and third parties may result in termination of the contractual relationship in accordance with the provisions of specific contractual clauses that provide, for the most serious violations, the right of ACPV ARCHITECTS to terminate the relationship for breach, without prejudice to any claim for damages if ACPV ARCHITECTS is damaged by such behaviour, regardless of termination of the contractual relationship.

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