

ETHICAL CODE - CORPORATE POLICY ON SUSTAINABILITY, SAFETY AND SOCIAL RESPONSIBILITY+

This document has been approved by the Board of Directors on Dec 5th 2024

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INTRODUCTION

ELSA Solutions SpA (hereafter ELSA) is a company active in the motion control sector and is one of the first movers in Italy of special purpose batteries for mission critical industrial lithium applications and in hydrogen systems.

The company is active through the EMOTION Business Line in the marketing and distribution of components for industrial automation (electric motors, inverters and transducers) and related Service both through remote diagnostic systems and through on-site interventions at customers' premises.

The company is also a manufacturer of lithium batteries under the ALIANT brand, manufactures batteries and storage systems as well as switchboards and UPS for power management in mobility and stationary applications.

ELSA Solutions SpA, as a catalyst for change, recognizes innovation as a pivotal element in stimulating development of a sustainable nature. ELSA is primarily committed to innovation aimed at eco-efficiency. This translates into the modification and improvement of processes with the aim of mitigating the impact of the Company and its key employees on the surrounding environment. In addition, ELSA aspires to contribute to social innovation by aiming to establish new connections and interactions with Stakeholders and potential partners.

ELSA Solutions SpA also aims to offer clients the highest level of professional competence in terms of Ethics, Integrity and Quality, values that form the foundation of the company's activities. Connected to the audit activity and to any other activity performed is the pursuit of ethical and moral goals, as well as legitimate business objectives. To this end, ELSA believes that the adoption of a Code of Ethics, which enshrines the values by which it is inspired and to which it unifies its conduct, to ensure reliability, integrity of reputation and compliance with Italian and European laws and regulations, both past and future.

APPROVAL AND UPDATING

This Code of Ethics is an integral part of the Organizational Model of ELSA Solutions SpA, defining the values and general principles that characterize the company's ethics as well as the rules whose observance is of fundamental importance for the good functioning, reliability and reputation of the Company.

ELSA Solutions SpA is committed to updating the contents should need dictated by changes in the context, reference regulations, environment or company organization make it appropriate and necessary.

The Board of Directors of the Company is responsible for any amendment and/or integration of this Code of Ethics and any update will be adopted by subsequent resolution.

This Code of Ethics, adopted by ELSA, will be subject to periodic review to ensure its relevance and consistency with corporate objectives and sustainability best practices. Any changes to the policy will be approved and communicated to anyone dealing with ELSA.

GENERAL PRINCIPLES

The following are the principles and values considered fundamental, shared and recognized by ELSA Solutions SpA for the affirmation of its mission that must be referred to by the various stakeholders involved in order to foster the smooth operation, reliability and reputation of the Company.

Honesty and fairness

Relations with the Company's stakeholders are marked by fairness, cooperation, loyalty and mutual respect. Under no circumstances may the pursuit of the Company's interest justify dishonest conduct.

All employees of ELSA Solutions SpA are permitted to accept gifts or other forms of gratuity, only if they are of modest value and such that they cannot be interpreted, by an impartial observer, as exceeding normal business practices or courtesy, or in any case aimed at acquiring favorable treatment in the conduct of any activity that can be linked to ELSA Solutions SpA. In particular, any form of gift to Italian or foreign public officials, or their family members, that could influence independence of judgment or induce them to secure any advantage is prohibited. This rule covers both gifts promised or offered as well as those received; it should be noted that a gift means any kind of benefit (e.g., free attendance at conferences, promise of a job offer, etc.). Gifts offered, except those of modest value, must be documented adequately to allow for verification and be authorized by company management.

Conflicts of Interest

All employees of ELSA Solutions SpA are required to avoid situations in which conflicts of interest may arise and to refrain from taking personal advantage of business opportunities, of which they have become aware in the course of performing their duties. Where such situations are unavoidable, they must be documented in a manner adequate to permit verification and be authorized by management

Competition

ELSA Solutions SpA imprints its activities on respect for the rules of fair competition, which it considers to be fundamental for the development of the market and the satisfaction of the needs of the recipients of services.

Legality

The Company, in carrying out its activities, acts in compliance with the laws and regulations in force in the territories in which it operates, the Code of Ethics and internal company rules, applying them with respect and fairness.

Respect for dignity, integrity of people and gender equality

The Company respects the fundamental rights of people by protecting their moral integrity and ensuring equal opportunities.

In internal and external relations, conduct that has discriminatory content based on political and trade union opinions, race, religious belief, nationality, gender, age, health status, sexual orientation and generally any intimate characteristic of the human person is not allowed.

This policy is adopted for all aspects of employment at ELSA Solutions SpA including selection, recruitment, training, career advancement, and termination. ELSA Solutions SpA is committed to maintaining a work environment free from any hostile or discriminatory conduct toward protected categories.

The Company also guarantees working conditions that respect the behavioral rules of good manners. Furthermore, it acts so that no episodes of intimidation, mobbing or stalking occur in the work environment.

Transparency

The Persons of ELSA Solutions SpA are required to provide complete, transparent, comprehensible and accurate information, so that, in setting up relations with the Company, stakeholders are able to make autonomous decisions aware of the interests involved, alternatives and relevant consequences. In particular, in the preparation of any contracts, ELSA Solutions SpA takes care to specify to the contracting party the conduct to be taken in all the expected circumstances, in a clear and understandable way.

Confidentiality

The Persons of ELSA Solutions SpA undertake to treat any information obtained in connection with the work activity performed as confidential and, therefore, not to disclose it except within the limits of the use of such information for the performance of the activity. The Company also requires that the information obtained not be used for its own interests in order to gain undue advantage in a manner contrary to the law or in such a way as to damage the rights, assets and objectives of ELSA Solutions SpA.

Safety, health protection and working conditions

The Company undertakes to act scrupulously in compliance with the current regulations on safety and hygiene at work, as well as to promote their application within the company; it also undertakes to spread and consolidate a culture of safety, developing a greater awareness of risks and promoting responsible conduct by all employees.

ELSA Solutions SpA carries out constant control of the premises and related facilities it owns or rents or has at its disposal for any reason, even beyond its legal obligations and the prevention of risks considered imminent, to ensure the highest levels of safety and hygiene in the work environment.

The Persons of ELSA Solutions SpA ensure maximum collaboration and availability towards the Prevention and Protection Service Manager (hereinafter, also "RSPP") and towards anyone who carries out inspections and controls on behalf of any public body competent in the matter.

Should the Persons of the Company find anomalies or irregularities in this matter, they will immediately inform the employer or, if applicable, the delegated employer pursuant to Art. 16 D. Lgs. no. 81/2008, as well as the RSPP.

PURPOSE AND METHOD OF IMPLEMENTATION

The purpose of this Code of Ethics is to disseminate the values of fairness, loyalty and integrity that should shape the actions and behavior of individuals working for the company and reflect ELSA Solutions SpA's commitment to provide guidelines for personnel to help recognize and address ethical issues. In addition, the goal of this Code of Ethics is to spread a culture of legality, helping to maintain integrity, honesty, and accountability within the company and to maintain focus on how to manage crime-risk areas.

ELSA is committed to playing an active role in promoting environmental and social sustainability. It recognizes that the supply chain plays a key role in achieving these goals. In addition, this Code of Ethics sets out guiding principles to ensure that its suppliers share a commitment to sustainability.

Recipients of the Code of Ethics must behave in a manner characterized by respect for the principles and standards of conduct set forth in this Code of Ethics in the pursuit of the company's objectives and in all relationships with people and entities internal and external to ELSA Solutions SpA.

ELSA Solutions SpA promotes and spreads a culture characterized by an awareness of the usefulness and necessity of controls, promoting and effectively implementing an internal control system and a quality control system (QMS), with the aim of ensuring compliance with the laws and company procedures as well as efficiently managing activities, consistent with the rules and principles of this Code of Ethics. Each recipient of the Code of Ethics is responsible, for his or her part, for the internal control system and the compliance of his or her activities with the principles of the Code and any company rules or procedures. All recipients, within the scope of their functions, are responsible for the proper functioning of the Internal Control System through the effective implementation of the set of control activities under their responsibility, compliance with the procedures within the scope of their role and responsibilities. The person in charge of supervising and monitoring compliance with the requirements contained in this Code is the Supervisory Board, established in compliance with the requirements contained in Legislative Decree No. 231/2001 and endowed with special Regulations in which its functions and duties are explained.

Corporate Quality Policy

The "Quality Policy" of ELSA Solutions SpA is guided by the corporate mission and conforms to the ISO 9001:2015 standard. This policy governs the organizational and technical activities of the entire company, with

the aim of continuously improving process management and achieving a high level of effectiveness and efficiency.

ELSA Solutions SpA is committed to the full implementation and continuous evolution of the Quality Management System. This commitment is reflected in the company's image and is carried out through the professionalism of all personnel.

Quality is the goal and tool for Customer satisfaction, excellence of results, proper analysis of the business environment, evaluation of risks and opportunities, respect and promotion of Safety, Environment and Privacy, and minimization of waste.

Every employee and collaborator of ELSA Solutions SpA is responsible for the Quality of their work. Lack of Quality has economic implications and can lead to deterioration of corporate image, results, and increased risk to Safety, Environment and Privacy.

Management considers this Policy as a framework for managing the Quality System and for setting and reviewing specific objectives. The Policy is disseminated to all ELSA Solutions SpA employees and made available to the remaining Interested Parties.

Finally, Management has defined a Code of Conduct as a fundamental tool for the pursuit of the objectives set in congruity with this Quality Policy. This code is adhered to by the staff and all employees and collaborators of ELSA Solutions SpA.

ELSA SOLUTIONS SPA defines two classes of acceptable Suppliers:

- Suppliers operating with a Quality System compliant with and certified according to the ISO 9000:2015 series standard.
- Suppliers that do not belong to the above classes but are able to provide products/services in line with the company's quality requirements.

RECIPIENTS OF THE CODE OF ETHICS AND ITS KNOWLEDGE

All people working for the achievement of the company's objectives, whether they are individuals in an apical position or subordinates, are required to comply with this Code of Ethics. The obligations of conduct provided for in this Code are extended, insofar as compatible, to all external collaborators and consultants, suppliers, customers and anyone who has relations with ELSA Solutions SpA under any type of contract or assignment and for any reason.

In adopting and officially publishing the Code of Ethics, ELSA Solutions SpA explicitly declares that the principles and directives contained in this Code may be more restrictive than legal provisions and practices in

common use. The Code of Ethics is not intended as a binding interpretation of the law, but as a voluntary commitment to fair and proper business behavior.

The Code of Ethics represents the legitimate expectations and rights of stakeholders, against which the Company voluntarily defines its commitments. In doing so, we are committed to global business principles for fair and equitable management of the organization, placing great emphasis on transparency and communication.

Transparency and communication

ELSA Solutions SpA undertakes to inform all Recipients of the existence of this Code of Ethics, to promote and disseminate adequate knowledge of it, as well as to ensure that the prescriptions contained therein are respected by intervening, if necessary, with the corrective actions deemed most appropriate.

The Code of Ethics is brought to the attention of workers and all those with whom the company has business relations through appropriate means of communication. (For example, through posting on the bulletin board, publication on the company website, training moments, specific communications, etc.).

ELSA Solutions SpA is committed to openly communicating its sustainability initiatives in the supply chain, both internally and externally. This is to build trust among our stakeholders and raise awareness of the importance of adopting responsible behavior in managing relevant social, environmental and governance issues. ELSA Solutions SpA requires suppliers to provide complete material traceability information, including details on the origin of materials and the practices used in their extraction and production. This commitment to transparency and timely communication is essential to ensure compliance and integrity of ELSA's operations, which seeks to partner with suppliers willing to participate in sustainability reporting initiatives, such as certifications and sustainability assessment processes.

REFERENCE PRINCIPLES AND CODE OF CONDUCT

In pursuing its objectives, ELSA Solutions SpA adheres to the following core values, which are binding for all recipients of this Code of Ethics:

Legality, Honesty, and Integrity

ELSA Solutions SpA operates in full compliance with applicable laws and regulations, professional ethics, and internal procedures established for this purpose. The company ensures a robust program of training and continuous awareness on issues related to the Code of Ethics. Pursuing business interests can never justify behavior that conflicts with the principles of legality, integrity, and honesty. Recipients of the Code are expected to conduct themselves professionally and responsibly to avoid potential conflicts, while ensuring fairness, collaboration, loyalty, and mutual respect. ELSA will not establish or continue any relationship with those unwilling to align with these principles.

Protection of Individuals, Health, and Workplace Safety

ELSA Solutions SpA considers human capital a strategic resource and regards the safety and physical and moral well-being of workers as fundamental values. The company is committed to promoting compliance with applicable regulations and company provisions on workplace health and safety through continuous training initiatives. These efforts aim to foster and reinforce a culture of workplace safety and health by raising risk awareness and encouraging responsible behavior among all collaborators.

ELSA actively promotes and implements measures to eliminate risks or, where elimination is not feasible, minimizes risks and addresses any factors that might endanger the safety and health of workers. This includes technical and organizational interventions, such as implementing risk assessment and management systems and safeguarding resources. The company strives to ensure that work is carried out in safe environments and provides employees with efficient and properly maintained tools and equipment.

Recipients of the Code of Ethics are specifically required to:

- Take care of their own health and safety, as well as that of others in the workplace who might be affected by their actions or omissions, in accordance with their training, instructions, and the resources provided by the employer.
- Report to their employer, manager, or supervisor any anomalies, malfunctions, or hazards they observe in the use of work tools, protective equipment, or any other workplace safety issues they become aware of.

Environmental Protection and Sustainable Development

In its operations, ELSA Solutions SpA is committed to safeguarding the environment and ensuring that its activities align fully with the surrounding territory and environment. The company maintains high standards of safety and environmental protection by implementing effective management systems. Aware of the environmental impact of its business activities, ELSA is dedicated to mitigating potentially harmful effects. This includes minimizing greenhouse gas emissions by adopting clean technologies and energy-efficient processes. The company also strives to use resources efficiently, emphasizing circular economy principles by reusing and recycling materials wherever possible. ELSA's continuous commitment focuses on preserving the environment and fostering a sustainable future.

ELSA Solutions SpA considers the environmental impact of new activities and production processes and, in accordance with the principles of legality and prudence, condemns any behavior that endangers not only the safety and health of people but also the integrity and health of the environment.

Recipients of this Code of Ethics specifically undertake to:

- Use natural resources responsibly and conscientiously, taking care to protect the environment from potential harm caused by their actions or omissions, in accordance with their training and the tools provided by the employer.

- Report any potential or evident risks, hazardous conditions, or anomalies they become aware of, using their judgment, experience, and diligence, to enable ELSA Solutions SpA to act swiftly in risk prevention and environmental protection.
- Adopt sustainable practices in the production, transportation, and packaging of their products while demonstrating active interest in managing the supply chain responsibly, particularly concerning Critical Raw Materials (CRM) and persistent, toxic, and pollutant substances.

Social Responsibility

ELSA Solutions SpA is committed to respecting and promoting human rights across all its operations, adhering to international labor standards, including the conventions of the International Labour Organization (ILO) on child labor. ELSA actively works to eliminate child labor from its supply chain and collaborates with suppliers to combat all forms of child exploitation.

ELSA Solutions SpA upholds high ethical standards in its operations, sourcing only materials that have been obtained and produced lawfully and ethically. The company refrains from using materials linked to conflicts or human rights violations and strives to minimize the environmental impact of material extraction and production.

Effectiveness of the Code of Ethics and Reporting

Adherence to company rules, procedures, and the principles outlined in this Code constitutes a fundamental part of contractual obligations. All members, employees, and collaborators of the Company are required to comply with applicable laws, internal procedures, and directives issued by their employer and direct supervisors in the performance of their duties. It is essential for everyone to be informed about the laws, internal procedures, and any additional communications relevant to their roles and responsibilities.

Scope of Application

The principles and provisions of this Code of Ethics apply to the Directors, shareholders, employees, and anyone acting on behalf of ELSA Solutions SpA under any contractual arrangement, including temporary agreements, within the limits of their duties and associated responsibilities.

Specifically, ELSA requires its stakeholders with whom it establishes contractual relationships to be aware of, comply with, and uphold the principles, directives, and procedures governing the Company's activities. To this end, all contracts entered into by the Company with third parties include clauses for immediate termination in the event of breaches of the principles outlined in this document.

Each recipient of the Code of Ethics is individually responsible, within their respective roles, for the internal control system and for ensuring their activities comply with the principles of this Code.

Reporting Mechanisms

The company complies with Whistleblowing Decree No. 24/2023 by implementing a system that encourages and protects individuals, such as employees, who disclose information about internal activities that may be illegal, unethical, unlawful, unsafe, or fraudulent, in full compliance with the law and organizational integrity.

Anyone aware of non-compliant behavior or violations of the Code of Ethics by any party interacting with ELSA Solutions SpA—including employees, managers, board members, or business partners—must promptly inform the Supervisory Body or report the anomaly to the relevant authority. The designated authority, ensuring confidentiality, will take appropriate measures following the necessary checks and evaluations.

Reporters can use the dedicated portal publicly accessible via ELSA Solutions' website. This channel, managed by Whistleblower Software ApS, ensures confidentiality through encryption systems. Reports should be detailed and based on precise and consistent information, including all necessary elements for verification. It is essential for the reporter to clearly indicate where and when the events occurred, identify the individuals involved, and provide any supporting documents or evidence. A direct meeting can be requested for non-anonymous reports. Information received will be handled in accordance with current legal regulations, and data will be retained only as long as strictly necessary to fulfill the Policy's objectives.

Reporters will be protected from any form of retaliation, discrimination, or penalization. Furthermore, the confidentiality of the reporter's identity will be safeguarded, subject to legal obligations and the rights of individuals wrongly or maliciously accused.

VIOLATIONS AND SANCTIONS

In the implementation of the Model adopted by ELSA Solutions SpA, any violation of the prescriptions contained in the Code of Ethics will be evaluated according to the seriousness of the violation ascertained and considered a source of disciplinary responsibility, also relevant for the purposes of civil, administrative and accounting liability of the author of the violation. Violations of the Code by members of top management bodies may result in the adoption of the most appropriate measures provided for in the disciplinary system. Violations by workers may constitute a breach of the obligations of the employment relationship or a disciplinary offence, in application of Article 7 of the Workers' Statute, current legislation and the provisions of the collective bargaining agreement in force and according to the disciplinary system provided by ELSA. for the application of sanctions. Third parties (by way of example: agents, representatives, contractors, suppliers, customers, etc.), adequately informed, are also required to comply with the provisions contained in this Code of Ethics in relation to safety and environmental offenses provided for by Legislative Decree 231/2001 (art. 25 septies and undecies) and subsequent amendments and additions. Such violations may be considered as contractual breaches and, as such, justify the termination of existing contracts and result in the adoption of the appropriate and specific measures provided by ELSA's disciplinary system. Additional sanctions may be provided for by specific indications of the Administrative Body or subsequently introduced at the request of the Supervisory Board.