

CODE OF CONDUCT



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The Code of Conduct serves as a guiding framework for all those who, in various capacities, interact with Techbau Green Energy (hereinafter “TBGE”), taking into account the diverse sizes of the companies and the varied nature of their activities. Its purpose is to promote the values and principles that form the core of TBGE’s mission, as well as the actions required for a unified and progressive move towards conscious and sustainable development, without claiming to regulate every situation or circumstance that individuals may encounter.

TBGE draws inspiration from the provisions set out at international level in the UN Universal Declaration of Human Rights, the Declaration on Fundamental Principles and Rights at Work and the Conventions issued by the International Labour Organisation (ILO), the Forced Labour Regulations (FLR), as well as the content of the UN Guiding Principles for Business and the OECD Guidelines for Multinational Enterprises.

In this context, it is in TBGE’s interest to uphold and promote these values and principles in its dealings with all parties with whom it interacts, among whom Suppliers are of particular importance as strategic partners in the development process.

TBGE considers suppliers, external collaborators and companies which, individually or as part of a supply chain, provide the goods, services, work and resources necessary for the performance of activities and the provision of services, contributing with the utmost loyalty to the achievement of objectives.

As a minimum requirement, TBGE requires compliance with applicable national and international laws and – in addition – the adoption of proactive measures to prevent environmental and social harm, and the development of governance mechanisms designed to remedy such harm should it occur.

This document aims to set out the key principles and behaviours to be adopted when working with us, reiterating the issues expressly outlined in the publication of the [Company Policies](#).

OVERVIEW

Techbau Green Energy draws on the experience and “energy” of Techbau S.p.A., a market leader in the construction sector, and positions itself as a specialist partner in the development of green projects, with a particular focus on the construction and management of rooftop and ground-mounted photovoltaic systems, through to the PPA management of the energy produced.

TBGE’s range of renewable energy services stems from its commitment and mission to environmental sustainability, thanks to the inexhaustible energy sources linked to the characteristics of the local area. The services offered include: feasibility studies, energy management, trading, and facility management for the optimisation and installation of renewable energy systems.

The achievement of the company’s objectives is pursued by all parties involved with loyalty, professionalism, honesty, competence and transparency, in full compliance with applicable laws and regulations, both in Italy and in the countries where the Company operates, as well as in accordance with market rules and the principles of fair competition.

TBGE’s growth in delivering complex projects suggests that understanding the business model is an essential component of managing a successful portfolio comprising a combination of requirements such as: sustainability, market understanding, innovative materials, effective standards, digitalisation, meeting expectations, as well as a new generation of partners and collaborators with the technical skills and resources to achieve objectives with excellent results.

WORKING WITH TBGE

TBGE assesses and qualifies new suppliers on a daily basis for inclusion in its Vendor List based on the opportunities they offer, followed by a careful examination of their capabilities, expertise and the risks associated with the goods and/or services provided, carried out through the qualification process adopted across the Techbau Group.

CLIMATE CHANGE

At TBGE, sustainability and innovation are the fundamental principles that guide the growth and implementation of every new project. The company places particular emphasis on energy efficiency and the reduction of carbon emissions, adhering to the main internationally recognised environmental certification protocols.

TBGE is firmly committed to sustainable development, strictly following the guidelines set out in international protocols and applying the principles enshrined in the Paris Agreement.

REDUCTION OF GHG EMISSIONS

TBGE Suppliers and Partners must:

- **Commit** to minimising their environmental impact and optimising the use of energy and natural resources, by developing and implementing improvement plans and specific key performance indicators to monitor their performance.
- **Share**, upon request, information relating to environmental aspects (greenhouse gas emissions from products and/or services, use of water, land and other resources), calculated in accordance with internationally recognised standards. Provide transparent data regarding emissions from their own operations and upstream activities.
- **Integrate** the principles of environmental sustainability into their supply chain, supporting the process and the achievement of increasingly ambitious sustainability targets.
- **Become** aware of, measure and report on their own GHG emissions in accordance with globally recognised international standards (GHG Protocol, ISO 14064, ISO 14067, etc.).
- **Improve** energy efficiency and increase the use of energy from renewable sources, setting science-based greenhouse gas reduction targets - SBTi – Science Based Targets - aimed at the progressive decarbonisation of operations and their supply chain.

ENVIRONMENTAL PROTECTION

For TBGE, environmental protection is a core requirement and a fundamental principle that underpins every decision at both the project and corporate levels.

TBGE adopts and disseminates its environmental policy and expects all stakeholders to implement measures and practices designed to mitigate environmental impacts.

PROTECTION OF NATURAL RESOURCES AND BIODIVERSITY

TBGE suppliers and partners must:

- **Integrate** the principles of environmental sustainability into our supply chain (optimising energy consumption, the use of raw materials, land management, atmospheric emissions, water consumption and impact, and the reduction, reuse and recycling of waste), whilst supporting the client company in its journey towards sustainability and carbon neutrality.
- **Mitigate** all forms of environmental pollution (air, water, soil and groundwater, etc.) and environmental incidents, ensuring that any damage is promptly remedied in the event of an incident.
- **Provide** and **share** information on environmental aspects and the use of natural resources (greenhouse gas emissions from products and/or services, use of water, land and other resources), calculated in accordance with internationally recognised standards.
- **Contribute** to the protection of natural ecosystems, biodiversity and ecosystem services; prevent the overexploitation of natural resources; promote the restoration of ecosystems; and cease any contribution to deforestation, degradation and/or conversion of forests.
- **Preserve** and **manage** water resources responsibly, optimise water use, set targets to reduce water consumption, and return water of a quality suitable for the ecosystem concerned, with particular attention to those located in areas subject to water stress or of high environmental and biodiversity value, where possible exceeding legal requirements.

CIRCULAR ECONOMY

TBGE Suppliers and Partners must:

- **Adopt** a waste management system to manage waste responsibly, with particular attention to hazardous waste, in accordance with current regulations.
- **Support** the use and development of renewable or recycled raw materials (secondary raw materials).
- **Develop** processes and products/services to optimise resource use, progressively replacing non-renewable resources with renewable or recycled ones, ensuring they are recyclable and recoverable, to prevent waste generation, reduce its hazardousness, and maximise the quantity of waste sent for recovery operations—preferably for material recycling—in line with the Circular Economy model.

RESPONSIBLE MANAGEMENT OF HAZARDOUS AND CRITICAL MATERIALS

TBGE Suppliers and Partners must:

- **Recognise** the risk, with regard to the extraction and trade of minerals to be used as raw materials, of negative impacts arising from human rights violations, conflicts, child labour, illegal operations and poor health and safety conditions.
- **Manage** the supply chain for any potentially critical minerals responsibly, with particular attention to those from conflict-affected and high-risk areas, maintaining an active due diligence programme through the procedures and tools of the Organisation for Economic Co-operation and Development (OECD) and the Responsible Minerals Initiative (RMI).

BUSINESS ETHICS AND LEGALITY

TBGE adopts an Organisation, Control and Management Model in accordance with Legislative Decree 231/01; through this model and the procedures applied within the company, it promotes and disseminates its culture of business ethics and an approach based on legality.

Its model addresses all possible and potential administrative, civil and criminal offences, including those that may arise from improper or malicious conduct on the part of its employees.

Through this Code, TBGE aims to ensure that the principles of legality and fairness are upheld throughout its value chain.

COMBATING CORRUPTION AND EXTORTION

TBGE Suppliers and Partners must:

- **Reject** and **prevent** any form of active and/or passive corruption, whether carried out directly or indirectly, in any context, form or manner, in any relevant jurisdiction, and even where such activity is accepted in practice, tolerated or not prosecuted.
- **Refrain** from offering, promising, giving, paying, or authorising anyone to give or pay, directly or indirectly, material, financial or other benefits to a public official or a private individual.
- **Refrain** from accepting, or authorising anyone to accept, requests or solicitations – whether direct or indirect – for financial or other benefits from a public official or a private individual.
- **Comply** with laws relating to anti-money laundering, self-laundering and the handling of stolen money, goods or other benefits.
- **Operate** in compliance with national, international, regional and/or local laws and regulations to protect and promote fair and free competition.

CONFLICTS OF INTEREST

TBGE Suppliers and Partners must:

- **Avoid** obtaining an improper advantage or unduly influencing the ability of the client company's employees to make valid, impartial and objective decisions on behalf of the company.
- **Refrain** from any undue interference in the decision-making process relating to qualification procedures, contract awards or the authorisation of subcontracts, including requests for confidential information or requests for information outside the designated communication channels.
- **Prioritise** a direct relationship with the client company, avoiding intermediaries and clearly disclosing the existence of any such situations prior to any engagement with the client company.
- **Ensure** the utmost transparency regarding the information necessary for the conduct of procurement processes, including information relating to its corporate structure and chain of corporate control, the clarity and sustainability of its tender, including in terms of actual operational capabilities, refraining from providing false or misleading information, or omitting relevant information, which could influence decision-making processes relating to the qualification procedure, the award of a contract or the authorisation of a subcontract.

GOVERNANCE AND COMPLIANCE

TBGE Suppliers and Partners must:

- **Avoid** engaging in or tolerating practices attributable to any form of fraud, embezzlement, extortion, insolvency offences, illegal payments or other unlawful acts.
- **Monitor** developments in key national and international laws and regulations concerning sanctions relating, inter alia, to export prohibitions and controls, restrictions on trade in raw materials, financial and banking restrictions, embargoes on arms, repressive equipment or dual-use equipment, and travel bans.
- **Avoid** entering into relationships with sanctioned parties (both natural and legal persons) and, where necessary, promptly and fully report to the client company any issues arising from such a relationship.

DUE DILIGENCE

TBGE Suppliers and Partners must:

- **Carry out** appropriate internal and external checks in relation to dealings with business partners, particularly in the context of the selection and award of contracts through tenders.
- **Report** any situation that is or may appear to be in conflict in any way with the interests of the client company.

HUMAN RIGHTS

TBGE is guided by the provisions set out at international level in the UN Universal Declaration of Human Rights, the Declaration on Fundamental Principles and Rights at Work and the Conventions issued by the International Labour Organisation (ILO) and the Forced Labour Regulation (FLR), as well as the provisions of the UN Guiding Principles for Business and the OECD Guidelines for Multinational Enterprises.

Through this Code, TBGE aims to ensure that the company's principles and values are upheld throughout its value chain.

FORCED LABOUR, CHILD LABOUR AND MODERN SLAVERY

TBGE Suppliers and Partners must:

- **Prohibit** and **prevent** all forms of forced labour, irregular work, compulsory labour, modern slavery, illegal recruitment practices, and debt bondage.
- **Provide** all employees (including temporary workers, trainees and interns) with written employment contracts that clearly specify all terms and conditions of employment, including wages and benefits, and communicate these to all employees, providing an adequate payslip for each pay period in a format and language that is clearly understood by employees.
- **Prevent** all forms of child labour and employ workers who are of the minimum age required by law, in accordance with national, international, regional and/or local laws and regulations.
- **Ensure** that the right to terminate the employment relationship is guaranteed with a reasonable period of notice.
- **Provide** wages and related benefits that meet at least the minimum standards established by national, international, regional and/or local laws and regulations.
- **Provide** for working hours and rest periods for workers in accordance with applicable regulations and relevant international standards.
- **Ensure** respect for workers' rights and trade union freedoms, such as freedom of association and the right to collective bargaining, including the right of workers to choose their own representatives and to represent workers, by providing adequate access to the workplace for the latter as well.

HEALTH AND SAFETY OF PERSONS

TBGE Suppliers and Partners must:

- **Ensure** the health, safety and well-being of all workers, ensuring compliance with international, regional and national standards, local regulations and commitments made to third parties on these issues.
- **Demonstrate** the active commitment of their senior management to health and safety management, as well as the training and awareness-raising of workers regarding the adoption of behaviours that respect health and safety.
- **Identify**, assess proactively and manage health and safety risks, with the aim of preventing accidents and occupational illnesses.
- **Establish** appropriate controls, safe working procedures, adequate maintenance and the necessary prevention and protection measures to reduce health and safety risks in the workplace.
- **Develop**, implement and adequately test emergency management programmes aimed at preventing accidents and avoiding harm to people.
- **Avoid** engaging in unlawful or dangerous behaviour, promptly reporting any situation that may pose a danger, even anonymously and without fear of reprisals.
- **Strive** for continuous improvement in occupational health and safety and ensure collaboration with the client company and other suppliers, for example in programmes to monitor specific indicators, in emergency management and in the application of good practices.
- **Provide** its workers (employees, temporary workers, apprentices, trainees, etc.) with a safe and healthy working environment that includes, as a minimum, drinking water, adequate lighting, temperature control, ventilation and sanitary facilities and, where applicable, safe and healthy company accommodation.
- **Not to expose** young employees to work that may endanger their physical or mental health, their safety or their morals, including overtime and night shifts.

ZERO TOLERANCE FOR DISCRIMINATION

TBGE Suppliers and Partners must:

- **Prevent** all forms of discrimination (based on ethnicity, religion, geographical origin, social background, skin colour, sex, gender, sexual orientation, political opinion or any other condition that may give rise to discrimination), guaranteeing equal opportunities for all and ensuring an inclusive and non-discriminatory working environment, with particular regard to vulnerable groups (migrant workers, people with disabilities, young people, older people, women, indigenous workers, LGBTQIA+ individuals).
- **Respect** the cultural, religious, economic and social rights of local communities, minorities, indigenous peoples and other vulnerable groups, taking into account the operational context and the activities carried out.
- **Determine** remuneration solely on the basis of individuals' skills, experience, professional potential and results achieved. Pay equity must be guaranteed on the basis of equal merit.
- **Promote** a working environment that values diversity, talent and the contribution of every individual to the organisation.

PRIVACY AND CYBERSECURITY

Data confidentiality is the duty of all employees. All personal data collected or processed must be protected in accordance with existing regulations, such as the EU General Data Protection Regulation (EU) 2016/679, hereinafter referred to as the GDPR.

Techbau Green Energy guarantees the implementation of rigorous IT and information security measures, adhering at every level to GDPR compliance controls and through the adoption of an operational model and management system in accordance with ISO/IEC 27001.

TBGE therefore aims to provide clear guidance so that employees are aware of the opportunities, limitations and risks associated with the use of certain applications and AI, as well as how to interpret the outputs generated.

PROTECTION OF PERSONAL DATA

TBGE Suppliers and Partners must:

- **Ensure** the right to the protection of personal data processed, whether their own or that of third parties, by guaranteeing the adoption of appropriate procedures, such as adequate security measures, training of persons authorised to process data, and the identification of privacy roles within the scope of their activities and services
- **Protect** the personal data of representatives, employees, collaborators, contacts and any other individuals whose personal data must be shared for any purpose, in accordance with all national, international, regional and/or local laws and regulations.
- **Disclose** any breach of information security involving the accidental or unlawful loss, unauthorised disclosure, alteration, destruction or access to personal information transmitted, stored or otherwise processed by the Supplier.
- **Respect** intellectual property rights, including those of third parties, and not to tolerate the use of counterfeit parts at any stage of the production chain.

CYBERSECURITY

TBGE Suppliers and Partners must:

- **Treat** confidential information in accordance with data protection laws, as well as best practices applicable in the jurisdictions in which they operate.
- **Implement** adequate security measures to protect the company's personal data and confidential information.
- **Adopt** internal and external controls through the use of network systems and infrastructure that comply with current legislation and in accordance with cybersecurity regulations (NIS2, NIST), personal data protection (GDPR) and the Workers' Statute.

USE OF ARTIFICIAL INTELLIGENCE

In accordance with Article 4 of Regulation (EU) 2024/1689 on Artificial Intelligence, TBGE is committed to promoting and ensuring a sufficient level of AI literacy for all staff and expects external collaborators to adhere to these principles as well.

TBGE Suppliers and Partners must:

- **Ensure** the exclusive use of secure generative AI systems and applications that comply with national regulations and laws.
- **Prohibit** the use of applications banned by the Italian Data Protection Authority.
- **Ensure** that company information and general data, or data relating to client files, confidential and sensitive information concerning employees and/or contractors, is not entered into AI applications for the purpose of generating prompts and requesting output from the system.
- **Ensure** that the use of generative AI does not infringe the intellectual property rights or copyright of third parties.
- **Use** generative AI as a support tool, not as absolute truth. If the response is unsatisfactory, rephrase the question or ask for further details.
- **Inform** and **train** your staff and collaborators, and raise awareness of the risks associated with using Artificial Intelligence for work purposes. If simulation is required, use information invented for that purpose, with no connection to real-life situations.
- **Check** AI responses, as the validity of the information obtained remains uncertain. Double-check the information provided by cross-referencing sources and conducting further research on a secure search engine. Collaborators are required to verify that the generated output does not constitute plagiarism of protected works.
- **Adjust** your privacy settings, check your account settings and enable any features that may reduce data sharing or limit activity tracking.
- **Ensure** trust by communicating clearly, simply and comprehensively, both internally and to clients, regarding any use of artificial intelligence systems for document processing.

REPORTING BREACHES OF THE CODE OF CONDUCT

To manage our supply chain responsibly, it is essential to build and foster an ongoing dialogue between TBGE and our suppliers, ensuring that they (and their employees) feel comfortable in highlighting any abuses.

Through the Code of Conduct, TBGE aims to provide clear guidance on how to report concerns. Reports may be made anonymously or confidentially via the Whistleblowing Channel in accordance with Legislative Decree No. 24/2023.

The company undertakes to handle reports received in accordance with specific company procedures, so as to protect whistleblowers from any form of retaliation, discrimination or penalisation, whilst also ensuring the whistleblower's anonymity and the confidentiality of the facts reported.

TBGE expects its suppliers to make their own reporting mechanisms, accessible anonymously, as well as remedial procedures, available to their employees and the communities in which they operate, in the interests of the company.

TBGE applies an Organisation, Management and Control Model in accordance with Legislative Decree No. 231/2001 and has established its own Supervisory Body. All reports will be treated with due confidentiality in accordance with current legislation by a designated and trained Whistleblowing Officer. Each report will be followed by a thorough investigation into the matter raised, and remedial procedures will be drawn up, which may also result in the termination of commercial relations with the Supplier if a significant breach of the Code is established.

TBGE believes in an approach based on dialogue and on maximising the added value generated, working with the Supplier to find solutions and, where deemed necessary, supporting them through a remedial process that ensures their continued participation within the supply chain.



**FUTURE IS
NATURE**