

CODE OF ETHICS

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Ener2Crowd S.R.L. SB

C.F./P.IVA: 10585050965 – REA: MI 2543587

Corporate headquarters: Milán (MI), Corso Indipendenza 1, 20129

Innovative Startup registered in the Commercial Registry of Milan Monza Brianza Lodi.

info@ener2crowd.com - www.ener2crowd.com

1. PRESENTATION

Ener2Crowd S.r.l. SB is a social lending portal operator specialized in the energy and circular economy sector, hosted at www.ener2crowd.com.

In carrying out this activity, Ener2Crowd complies with the legal and administrative regulations in force in Italy and intends to adopt the present Code of Ethics.

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2. MISSION AND VALUES

The objective of any company is the creation of value. This activity must be carried out in compliance with all the rules and ethical principles that form part of the company's mission.

Respect and satisfaction of stakeholders are articulated in the definition of corporate processes aimed at increasing the value of the company, which is not understood exclusively as the creation of profitability for investors, but as the satisfaction of all participants in the company's operations.

The development of corporate rules and procedures that enable the achievement of effectiveness and efficiency in business dynamics, in respect for corporate professionalism, in the development of fairness, transparency and legality, therefore becomes fundamental. The Code of Ethics is useful in this context to integrate these standards.

All those to whom the Code of Ethics is addressed are therefore obliged to be familiar with it and to comply with its provisions, contributing to its dissemination and compliance within the company.

3. PART I - STANDARDS OF CONDUCT

ART. 1

SUBJECTIVE SCOPE OF APPLICATION

This Ener2Crowd Code of Ethics identifies the guiding principles and fundamental guidelines of conduct that employees must observe and promote within the scope of their respective competencies and in relation to the position they hold in the company's organization.

The members of the Board of Directors shall be guided by the same principles in the performance of their duties.

Promoter companies presenting their projects on the www.ener2crowd.com platform must respect the principles set forth therein, as must all companies that have signed partnership and collaboration agreements with Ener2Crowd.

ART. 2

GENERAL RULES OF CONDUCT

1. The Company and the persons referred to in Article 1 must base their activity on the principles of honesty, loyalty and professional fairness, complying with the laws and regulations in force and orienting their actions towards the principles, objectives and commitments referred to in this Code. The conduct of employees, in the workplace, must be respectful of professional ethics and morals, and under no circumstances will contrary or discriminatory behavior be tolerated, especially on racial, religious, sexual or political grounds.
2. Each employee and Promoter, or, in any case, all those who collaborate with Ener2Crowd, must be aware of the laws and the consequent conduct.
3. The Company promotes an appropriate program of information, training and awareness-raising on issues related to the Code of Ethics: the persons referred to in Article 1 are invited to address not only their direct superiors, but also the Board of Directors.

ART. 3

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STANDARD OF BEHAVIOR IN THE WORKPLACE

1. The aforementioned moral and ethical values must characterize the professional performance of all employees, so that in no case shall personal or corporate profit be sought to the detriment of compliance with the legal provisions in force or the principles expressed in the Code of Ethics. All personnel must act on the basis of mutual respect and within the scope of their assigned functions, constantly promoting the values of trust, fairness, transparency, confidentiality and impartiality, in order to continuously improve the working environment and also, consequently, the image and prestige of the Company.

2. All activities, actions, transactions and operations of the Company must be:

a) Carried out in accordance with the regulations in force, with the utmost correctness in their management, integrity and transparency in the information and legitimacy, both formal and substantial.

b) Carried out in accordance with the instructions and procedures and within the limits of the voting proxies received and the budgets approved by the general meeting, as well as being legitimate, coherent and consistent.

c) Recorded and accompanied by adequate documentary support to be able to proceed, at any time, to carry out verifications and controls that accredit the characteristics and motivations of the activity and identify the persons who decided, authorized, carried out, recorded and verified the operation.

d) Carried out guaranteeing the lawful origin and use of any information and computer data used.

3. Ener2Crowd employees, in the exercise of their activities and each within the scope of their responsibilities, shall process, document, record, communicate and disseminate data, information and knowledge accurately, avoiding providing biased or untruthful elements and, in any case, not determining or contributing to the formation of erroneous or misleading elements.

Ener2Crowd's accounting, economic and financial entries, records and supporting documents must be prepared and written in accordance with these principles, so that they conform exactly to what appears in the supporting documentation.

Employees and creditors who become aware of any omissions, alterations or falsifications in the accounting records or relevant supporting documents are obliged to inform their supervisor or the head of the relevant corporate function without delay.

4. The information, data, knowledge acquired, processed and managed by employees and by the promoting companies in the performance of their work must remain strictly confidential and duly

protected and may not be used, communicated or disclosed, either inside or outside the Company, except in compliance with current legislation and corporate procedures. Likewise, such information and data must have a lawful origin and be treated in accordance with the regulations in force at any given time. Confidential information is understood to mean:

- a) Business, strategic, economic-financial, accounting, commercial, management and operational plans.
- b) Projects and investments.
- c) Data relating to personnel, customers, suppliers, users and in general all data defined as personal by the GDPR, with special attention to those defined as sensitive by the law itself.
- d) Company performance and productivity parameters.
- e) Company agreements, commercial agreements and contracts and corporate documents.
- f) Know-how related to the production, development and marketing of services.
- g) Customer databases and information.

Employees must act with the utmost care and confidentiality when handling such data and information. In particular, they must:

- a) Maintain the confidentiality of news and information that come to their knowledge in the exercise of their functions and that are not subject to transparency in accordance with the law and regulations.
- b) To observe the duty of confidentiality even after the provision of services has ceased.
- c) Consult only those documents to which they are authorized to have access and use them in accordance with their functions, allowing access to those who are authorized to do so and respecting the requirements dictated.
- d) Avoid the possible dispersion of data, observing the security measures established, keeping the documents entrusted with order and care and avoiding making unnecessary copies.

ART.4

STANDARDS OF BUSINESS CONDUCT

1. Employees and sponsoring companies must also observe the rules set forth in the Code of Ethics in their relations with third parties, such as, for example, customers, suppliers, external collaborators, competitors, the press and public institutions.

2. In particular, the selection of suppliers and the formalization of the conditions of purchase of goods and services for the Company are characterized by values and parameters of competence, objectivity, impartiality, fairness, equity, price and quality of service, guarantees of assistance and, more generally, by an accurate and timely evaluation of the offer. The activities inherent to the selection of suppliers may not be carried out by employees in conflict of interest: in particular, any relationship or situation relevant to the company's activities in which their personal interests or those of persons linked to them (such as, for example, relatives, friends, acquaintances) are involved must be immediately reported to the Company. Furthermore, in the selection of suppliers, it is not permitted to exert undue pressure, such as favoring one over another.

3. Gifts of modest value and other ordinary and reasonable entertainment expenses are permitted provided they are contained within limits that do not compromise the integrity and ethical-professional propriety of the parties and, in any case, provided they can be considered customary in relation to the occasion.

4. Company communications with the outside world must be clear, truthful and consistent with Ener2Crowd's policy. Personnel are not authorized to provide news to the media without the authorization of the competent areas.

ART. 5

RELATIONS WITH INSTITUTIONS

1. Relations with the Institutions are reserved only to those functions expressly delegated and must be carried out with the utmost transparency, clarity and fairness.

2. It is strictly forbidden to make or promise payments or compensation, in any form whatsoever, directly or through third parties, to induce, facilitate or remunerate a decision, the performance of an act, official or contrary to official duties, of the Institutions.

3. The persons referred to in Article 1 of this Code, in the event that they receive explicit or implicit requests for benefits of any kind from the Institutions or from natural or legal persons acting in the service or on behalf of the same, shall immediately suspend all relations and inform the Board of Directors in writing.

4. The provisions contained in this Article may not be circumvented by recourse to other forms of aid or contribution, such as sponsorships, appointments, consultancies, advertising or rebates.

4. PART II - REGULATIONS FOR ACTION AND SANCTIONS

ART. 6

REPORTING OBLIGATIONS

1. In the event that any of the persons referred to in Article 1 of this Code becomes aware of illegal or unethical situations or situations that are even potentially precursors to illegal or unethical activities, he/she shall immediately report this in writing to the Board of Directors.

All the aforementioned reports shall be verified without delay by the Board of Directors itself.

2. Failure to comply with the aforementioned duty to provide information is punishable by the Board itself.

ART. 7

USE OF COMPANY TIME AND RESOURCES

1. Ener2Crowd employees may not perform, during working hours, other activities unrelated to or not congruent with their organizational duties or responsibilities.

2. All work tools made available to employees must be used with the utmost care to avoid any damage and their use, including use of the Internet and e-mail, must be for the performance of the company's activities and in compliance with established security procedures. In particular, it is forbidden to duplicate or possess unauthorized copies of computer programs in violation of the relevant license agreements, as well as to use on company premises personal computers containing illegally copied programs.

ART. 8

SANCTIONS

1. In the event of non-compliance with the provisions of this code of ethics or additional specific ethical and deontological indications, the imposition of the penalties provided for in the contract, proportionate and appropriate to the seriousness of the alleged infringements, shall be proposed.

2. Ener2Crowd, in proven cases of non-compliance with the principles of the Code of Ethics that present, in addition, elements of crime, reserves the right to take legal action against the persons involved.

ART. 9

FINAL REGULATION

1. This Code of Ethics has been approved by the Board of Directors of Ener2Crowd S.r.l. SB.
2. The Board of Directors undertakes to make it known to all the subjects mentioned in Article 1, delivering a copy and requesting from them a written declaration of receipt.
3. This Code of Ethics shall enter into force on June 14, 2023.

5. DEFINITIONS

The following is the meaning of the expressions used in this document:

Authority: Judicial Authority, national and foreign Public Institutions and Administrations, Consob, Bank of Italy, Antitrust, Italian Stock Exchange, Italian Foreign Exchange Office, Data Protection Agency and other Italian and foreign Supervisory Authorities.

Code of Ethics: statement of the rights, duties, also moral, and internal and external responsibilities of all persons and Bodies operating in Ener2Crowd, aimed at affirming recognized and shared values and behaviors, also for the purpose of preventing and combating possible crimes in accordance with the Italian Legislative Decree no. 231 of June 8, 2001.

Clients: public or private entities that maintain a contractual relationship with Ener2Crowd.

Corporate Governance: the system adopted by Sigla to safeguard the interests of all investors and other stakeholders, guaranteeing shareholder representation and transparency in management processes.

Addressees: the Corporate Bodies and their members, Management, employees and collaborators, consultants and Promoters, as they are obliged to comply with this Code of Ethics.

Employees: all persons who have an employment relationship with the Company, including managers.

Suppliers: counterparties in the process of purchasing goods and services.

Confidential information: any information related to initiatives, commitments, agreements, projects, negotiations, accounting and statistical data, among others, and not known to the public that, if disclosed, could, even potentially, harm the direct and/or indirect interests of Ener2Crowd.

Stakeholders: all those with an interest in the Company, such as equity holders, managers, employees, customers.

Corporate bodies: Shareholders' Meeting, Board of Directors and President of Ener2Crowd S.r.l. SB.

Values: the values set out in this Code of Ethics, which inspire Ener2Crowd S.r.l. SB.