

A photograph of a warehouse aisle. In the foreground, a forklift is carrying a pallet loaded with several blue plastic crates. The forklift operator is visible from the back. The aisle is lined with high industrial shelving units filled with cardboard boxes. The floor is polished and reflects the overhead lights. The background shows the aisle receding into the distance.

Nice

Code of Ethics Nice S.p.A.

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1. Premises

Nice S.p.A. (hereinafter, the “Company”), in the course of its activities and business operations, adopts as guiding principles the respect of the laws and regulations of the countries in which it operates, within a framework of legality, integrity, fairness, transparency, confidentiality, prudence, and respect for human dignity.

The Company also aims to reconcile the pursuit of market competitiveness with professional fairness, and to promote, with a view to social responsibility and environmental protection, the proper and responsible use of resources.

The objectives of production growth and market share expansion, as well as strengthening the Company’s ability to create value, are pursued by ensuring structures and processes with adequate standards of decision-making and operational security. These standards are instrumental to the development of new business, to the efficiency of selection and business management mechanisms, and to the quality of risk management and measurement systems.

The ethical principles set forth in this Code of Ethics are relevant for the prevention of offenses under Italian Legislative Decree 231/2001 and constitute an essential element of the preventive control system.

2. Purpose

This Code of Ethics aims to define and formalize the ethical values in which the Company identifies itself, so that such values constitute the foundation of the corporate culture and the standard of conduct for anyone operating in the interest or on behalf of the Company in the conduct of business and corporate activities.

The Code of Ethics and the Principles contained therein indicate, for anyone acting in the interest or on behalf of the Company, the behaviors to adopt and those prohibited, formalizing the standard of diligence required in the performance of activities. In this sense, the Code of Ethics and the Principles established herein also serve as reference and closing rules: where an activity, act, or transaction is not governed by procedures, work instructions, or other preventive protocols, the Recipients (as described in Chapter 3) must adopt behaviors consistent with the Principles.

3. Structure of the Code of Ethics and Scope of Application

The Code of Ethics (hereinafter, the “Code”) consists of the following sections:

- General Ethical Principles;
- The application of Ethical Principles towards Company stakeholders;

- The application of Ethical Principles towards third parties;
- Compliance with Ethical Principles.

This Code sets out the rights, duties, and responsibilities of the Company towards its stakeholders (employees, suppliers, customers, partners, Public Administration, shareholders, etc.).

Compliance with the Code of Ethics is required from:

- Corporate Bodies, which must ensure that all decisions and actions comply with the Code, disseminate knowledge of it, and promote its sharing by employees and third parties acting in the interest or on behalf of the Company; moreover, they must constitute, through their behavior, a reference model for all Recipients.
- Employees, who must act in compliance with the Code and report any violations to the Supervisory Body;
- Suppliers of goods and services, who must be duly informed of the rules of conduct contained in the Code and comply with them for the entire duration of their contractual relationship with the Company;
- Partners in commercial relations or entrepreneurial initiatives (including agents, resellers, installers, etc.);
- Companies belonging to the Nice Group;
- Clients.

The above-mentioned parties, who are required to comply with the Code, are hereinafter referred to as the "Recipients."

4. General Ethical Principles

4.1 Legality

Recipients are required to comply with the laws and regulations in force in the countries where they operate. They are also required to comply with Company regulations, as these represent the implementation of legal obligations.

Recipients must be aware of applicable laws and the corresponding behaviors. Should any doubts arise on how to proceed, they must contact the Company's Supervisory Body, which will provide adequate guidance.

The Company ensures training programs and continuous awareness initiatives on issues relating to legality and the Code of Ethics.

To guarantee compliance with this Principle, the Company has adapted its organizational, management, and control model to the parameters and requirements set forth in Articles 6 and 7 of Legislative Decree 231/2001.

4.2 Fairness

Recipients are required to comply with the deontological, professional, and technical rules applicable to the activities carried out in the interest or on behalf of the Company. They are also required to comply with Company regulations, as these formalize the expected conduct and the implementation of professional and ethical obligations.

To ensure compliance with this Principle, the Company has adapted its organizational, management, and control model to the parameters and requirements set forth in Articles 6 and 7 of Legislative Decree 231/2001, has adopted a quality management system in line with ISO 9001:2008 / 2015 standards, and has adopted this Code of Ethics.

4.3 Integrity

Recipients are required to adopt, in all circumstances, behaviors guided by the highest sense of responsibility and professionalism, in strict compliance with the principle of integrity. This principle translates into consistency between values, decisions, and actions, and into a constant commitment to transparency, fairness, prudence, and respect for individuals.

Recipients must also prevent any situation that could generate conflicts of interest, maintaining exemplary conduct that reflects the highest standards of honesty and duty, both personally and professionally.

4.4 Confidentiality

Recipients must ensure the confidentiality of information obtained in the course of activities carried out in the interest or on behalf of the Company.

They must use Company data and information exclusively within the scope of their professional activities, protect such data and information in compliance with the law and Company regulations, and must not disclose (communicate, disseminate, or publish in any way) information without the Company's written consent.

4.5 Transparency

The Company is committed to ensuring maximum transparency in its activities, in both internal and external communications, and in relationships with all stakeholders. All relevant information must be clear, complete, understandable, truthful, and timely. Transparency is an essential value in building an ethical and responsible corporate culture.

4.6 Prudence

Recipients must base their activities on the principle of prudence, grounded in the awareness that every decision can have significant effects on people's integrity, the protection of assets, and the sustainability of the Company's organization.

They are therefore called upon to adopt a thoughtful and forward-looking approach, orienting their actions toward careful assessment of risks and potential consequences.

4.7 Respect for human dignity

Recipients must respect individuals, acknowledging the value of life, health, and human dignity.

They must treat every person equally, avoiding any form of discrimination, particularly based on religion, gender, age, sexual orientation, racial or ethnic origin.

Management and employers must also safeguard the moral integrity of employees and collaborators, ensuring the right to working conditions that respect human dignity, health, and safety in the workplace.

4.8 Respect and protection of human rights

The Company places respect and protection of human rights at the center of its activities and promotes this principle also in relationships with its partners.

The Company protects individual freedom in all its forms and rejects all forms of discrimination, violence, forced labor, or child labor.

The Company promotes a policy aimed at the concrete implementation of the Universal Declaration of Human Rights, adopted by the United Nations General Assembly on December 10, 1948. This Declaration has direct application in today's labor world and represents the foundation of the Human Rights Principles of the UN Global Compact, the ILO Core Conventions, the OECD Guidelines for Multinational Enterprises, and the principles enshrined in the United Nations Global Compact.

5. Application of Ethical Principles towards Company stakeholders

5.1 Relations with shareholders

Recipients ensure transparency and regular information to shareholders, in compliance with applicable laws and regulations.

The interests of all shareholders are promoted and protected, rejecting any particular or partial interests.

The governing body and delegated persons guarantee truthful, correct, timely, and transparent information to shareholders regarding any action or decision that may affect their investments.

The governing body promotes conscious and informed participation of shareholders in corporate decisions.

Recipients ensure:

- the regular participation of Board Members in meetings;
- the proper functioning of meetings, in compliance with the right of each shareholder to obtain clarifications, express opinions, and submit proposals.

The governing body and delegated persons promote maximum confidentiality regarding information related to extraordinary transactions.

Recipients involved must maintain such information confidential and not misuse it.

5.2 Corporate accounting and tax compliance

Recipients guarantee maximum transparency, reliability, and integrity of information relating to accounting and tax obligations.

Each operation and transaction must be correctly recorded, authorized, verifiable, legitimate, relevant, consistent, and appropriate.

All Company actions and transactions must have adequate documentation, allowing verification at any time of the decision-making, authorization, and implementation process.

For each operation, adequate supporting documentation must exist to allow checks at any time to confirm the characteristics and reasons for the operation and identify who authorized, carried out, recorded, and verified it.

Recipients comply with tax regulations. In case of interpretative doubts, before performing or recording an operation, professional opinions from specialists must be sought.

Outgoing and incoming invoicing must reflect principles of truthfulness; subjectively or objectively false invoices, even partially, are not admissible.

Tax declarations for direct or indirect taxes must be truthful.

Recipients must not destroy, alter, or conceal tax or accounting documentation.

Recipients must not carry out operations aimed at fraudulently evading obligations towards Tax Authorities or social security/insurance institutions.

Recipients who become aware of omissions, falsifications, or negligence must report them to the Supervisory Body.

5.3 Personnel selection and recruitment

Recipients promote compliance with principles of equality and equal opportunity in staff selection and recruitment activities, rejecting any form of favoritism.

The evaluation of candidates is based on the match between their profiles and business needs, in compliance with equal opportunities.

Requested information is strictly related to verifying professional and psychological/aptitude aspects, respecting privacy and personal opinions.

The function responsible for selection, within the limits of available information, adopts appropriate measures to avoid favoritism, nepotism, or clientelism during recruitment.

5.4 Formalization of the employment relationship

Employment relationships are formalized with regular contracts, rejecting any form of irregular employment, including with regard to the stay of foreign citizens in the country.

Recipients promote maximum collaboration and transparency towards new hires, so they are fully aware of their assigned duties.

Recipients reject illegal intermediation and any form of exploitation or abuse of workers.

5.5 Safety, health protection, and working conditions

Recipients guarantee working conditions that safeguard the physical and psychological integrity of people, providing workplaces that comply with current health and safety regulations.

Recipients ensure, communicate, and make known the fundamental principles and criteria according to which decisions at all levels regarding health and safety at work are taken.

These principles include:

- a) eliminating risks and, where not possible, minimizing them in relation to available knowledge and technological progress;
- b) assessing all risks that cannot be eliminated;
- c) reducing risks at the source;
- d) adapting work to people, especially in workplace design and equipment/methods selection, to reduce monotony and repetitive tasks and mitigate their effects on health;
- e) considering technical progress;
- f) replacing dangerous with non-dangerous or less dangerous activities;
- g) planning prevention through a consistent approach that integrates technology, work organization, conditions, social relations, and environmental factors;
- h) giving priority to collective protection measures over individual ones;
- i) providing adequate instructions to workers.

These principles are applied by the Company—and those managing workplace safety on its behalf—to take necessary measures for the protection of workers' safety and health, including risk prevention, information and training, and the organization and provision of adequate resources.

All Recipients must comply with these principles, particularly when making decisions, choices, and during implementation.

5.6 Environmental protection

The Company recognizes environmental protection as a primary value in its business, from daily operations to strategic choices. Investment and business decisions are guided by respect for the environment, compliance with regulations, and the adoption of preventive measures to avoid or minimize environmental impact.

Specifically, the main preventive measures adopted by the Company include compliance with current environmental regulations and adoption of a management system aligned with UNI EN ISO 14001:2004 standards.

Recipients commit to:

- a) adopting measures to limit and, where possible, eliminate the negative environmental impact of business activities, not only when the risk of damage is proven (principle of prevention), but also when it is uncertain whether and to what extent business activities may expose the environment to risks (principle of precaution);
- b) prioritizing preventive measures rather than corrective ones after damage has occurred;
- c) scheduling constant monitoring of scientific progress and regulatory evolution in environmental matters;
- d) promoting training and dissemination of the Code's principles among all individuals operating in the Company, ensuring compliance especially when making and implementing decisions.

Recipients are expected to actively collaborate in environmental management and continuous improvement of environmental protection, in line with Company policy.

5.7 Sustainability

The Company recognizes sustainability as a fundamental principle for managing its activities, adopting a development model that balances economic growth, social responsibility, and environmental protection.

Recipients are required to adopt responsible behaviors aimed at minimizing the environmental impact of activities, ensuring the protection of workers' health and safety, and promoting a fair and inclusive professional environment.

The Company is committed to integrating sustainability principles into decision-making processes, raising awareness among Recipients on these issues, and promoting concrete initiatives to reduce environmental impact, ensure safe working conditions, and foster inclusion within the organization.

5.8 Professional growth

The Company promotes the professional development of collaborators through targeted tools and training plans, encouraging continuous improvement of technical, managerial, and transversal skills. Access to training is guaranteed based on equity and consistency with professional paths.

Valuing people is considered a strategic factor, in line with corporate objectives and the evolution of the technological, regulatory, and sustainability context.

5.9 Gestione e utilizzo dei beni e della finanza aziendali e di terzi

Company assets must be used for work purposes and in a safe manner.

It is forbidden to use Company assets as a means of exchange to obtain unlawful favors from private individuals or public officials.

The Company's assets and financial resources must be used exclusively to pursue the corporate purpose, in compliance with applicable laws.

It is prohibited to spend, employ, or invest money deriving from unlawful acts. In case of suspicion or doubt, Recipients must report the matter to the Supervisory Body.

5.10 Conflict of interest

Recipients are required to conduct business according to the highest ethical standards of behavior and are expected to make every effort in the best interest of the Company.

To prevent conflicts of interest, Recipients must avoid external activities that may negatively affect their independent and objective judgment, interfere with the effectiveness and accuracy of their duties, or conflict with the Company's business interests.

6. Application of Ethical Principles towards third parties

6.1 Conduct towards suppliers

Supplier selection and procurement processes are based on principles of legality, fairness, and transparency.

Supplier selection is carried out according to objective and impartial criteria regarding quality, innovation level, cost, additional services compared to those offered, and compliance with Nice's environmental and social sustainability principles. Under no circumstances may supplier choice be influenced by the ability to sway third parties unlawfully.

Suppliers must comply with all applicable national and international laws, regulations, and industry standards, including local laws and regulations in every country where operations are conducted or services are provided.

Violation of the principles of legality, fairness, and confidentiality constitutes valid grounds for terminating relationships with suppliers.

Suppliers must ensure working conditions for their employees that respect fundamental human rights, international conventions, and applicable laws. Specifically:

- child labor is strictly prohibited and deemed unacceptable. The minimum age of production workers must not be below the legal minimum age in each country;
- exploitation of child or adult labor, forced labor, physical or psychological abuse, or corporal punishment is absolutely unacceptable and will result in the immediate termination of any relationship between the supplier and Nice.

Recipients must not offer, promise, or provide improper payments—whether monetary or otherwise—or favors, gratuities, or inappropriate entertainment to supplier personnel to obtain undue advantages. Likewise, suppliers are required to avoid any conduct aimed at influencing Nice's personnel to secure or retain supply or obtain additional benefits.

If Recipients receive proposals of benefits from a supplier to favor their activity, they must immediately suspend the relationship and report the incident to the Supervisory Body.

6.2 Conduct in the assignment of professional tasks

The Company adopts criteria for awarding professional assignments inspired by principles of legality, competence, cost-effectiveness, transparency, and fairness.

All fees and/or payments made to those assigned professional tasks must be properly documented, consistent, and proportionate to the activity performed, taking market conditions into account.

Under no circumstances may the selection of a professional be based on their ability to unlawfully influence third parties.

6.3 Conduct towards consumers and customers

The Company is committed to ensuring relationships with customers and consumers based on transparency, fairness, and respect. Commercial communications must be clear, truthful, and

complete.

Products and services offered must meet quality, safety, and regulatory compliance standards, with the aim of satisfying customers' technical and operational needs.

The Company protects data confidentiality and handles any report or complaint with seriousness. It promotes reliable and sustainable solutions, fostering responsible innovation.

6.4 Conduct towards Public Administration and Public Institutions

In dealings with Public Administration and Public Institutions, Recipients promote lawful and correct relationships, ensuring maximum transparency, and reject any form of promise or offer of payments or goods to promote or favor any interest or advantage.

Acts of corruption include unlawful payments or benefits made directly by Italian entities or their employees, as well as through individuals acting on their behalf, both in Italy and abroad.

Recipients are not allowed to offer money, gifts, or other benefits to managers, officials, or employees of Public Administration and Public Institutions, or to their relatives, whether Italian or foreign—except for modest gifts or customary tokens of low value.

It is not permitted to offer or accept any object, service, or benefit to obtain more favorable treatment in dealings with Public Administration

The Company must not be represented, in dealings with Public Administration or Public Institutions, by consultants or third parties in cases where conflicts of interest may arise.

During any negotiation, request, or relationship with Public Administration and Public Institutions, Recipients must not improperly attempt to influence decisions, including those of officials in charge of handling or deciding matters, either in Italy or abroad.

Moreover, the following actions are strictly prohibited (directly or indirectly):

- offering or discussing employment and/or commercial opportunities that could personally benefit public employees;
- offering or providing gifts, even in the form of exclusive corporate promotions or expense-paid trips;
- soliciting or obtaining confidential information that could compromise the integrity or reputation of either party.

If Recipients receive requests or proposals for benefits from public officials, they must immediately suspend the relationship and report the incident to the Supervisory Body.

6.5 Conduct in relations with the media

Recipients conduct their relations with the media according to principles of transparency, fairness, and timeliness.

Relations with the media must be handled exclusively by authorized persons, responsible for managing communications effectively and in accordance with the principles of the Code.

Recipients must comply with applicable provisions governing relations with the media and communications.

6.6 Conduct towards political parties and trade unions

The Company is entirely independent from any political party or trade union.

Accordingly, the governing body and delegated persons do not provide financial contributions in any form to such organizations and do not support events, demonstrations, or congresses for political or trade union propaganda purposes.

6.7 Competitors and the market

The Company guarantees business conducted under competitive conditions, developed in full compliance with regulations protecting fair competition.

7. Il rispetto dei Principi Etici e Sanzioni Disciplinari

7.1 Communication, information, and training activities

This Code of Ethics is shared with all relevant stakeholders through appropriate communication activities.

The dissemination and awareness of this Code of Ethics are overseen by the Company's Chief People Officer.

The Code of Ethics is also published on the Company's official website, making it accessible to all stakeholders.

The culture and principles of the Code of Ethics are promoted through all available internal and external communication tools.

7.2 Corporate Bodies and members of the Supervisory Body

Compliance with the Code of Ethics by the corporate bodies and the Supervisory Body supplements and clarifies the duty of diligence in the performance of the mandate assigned.

Violations of the Code of Ethics and of the protocols of the Organization, Management and Control Model pursuant to Legislative Decree 231/2001 therefore constitute a breach of the obligations deriving from the representative relationship, with the consequent application of sanctions provided for by law.

7.3 Employees

Compliance with the Code of Ethics by employees, collaborators, and professionals acting on behalf of the Company, as well as compliance with any applicable professional codes of conduct, supplements and clarifies obligations of loyalty, fairness, and confidentiality in the performance of employment contracts in good faith.

The Company requires compliance with the Code of Ethics also pursuant to Article 2104 of the Italian Civil Code.

In the event of violations of the Code, applicable professional codes, or the operational protocols of the Organization, Management and Control Model under Legislative Decree 231/2001, the sanctions provided by applicable National Collective Bargaining Agreements (CCNL) will apply. These sanctions are proportionate to the seriousness of the violation and never such as to undermine human dignity.

7.4 Third parties

Compliance with the Code of Ethics and the protocols of the Organization, Management and Control Model pursuant to Legislative Decree 231/2001 by suppliers and affiliates integrates the duty of diligence and good faith in negotiations and execution of contracts with the Company.

Violation of the Code of Ethics and the related protocols referenced in contracts may constitute, depending on the seriousness, just cause for revocation or termination of contracts, with all related legal consequences, including compensation for damages.

8. Reporting

Recipients are required to report any violations of this Code of Ethics through the reporting channels and procedures described in the Whistleblowing Procedure adopted by the Company, which forms an integral part of the Organization, Management and Control Model pursuant to Legislative Decree 231/2001.

Nice S.p.A.

Via Callalta, 1
31046 Oderzo (TV) Italy

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