

# **EAGLE PICTURES S.P.A.**

## **MODEL OF ORGANIZATION, MANAGEMENT AND CONTROL LEGISLATIVE DECREE NO. 231/2001**

### **CODE OF ETHICS**

Approved by the Board of Directors with resolution dated January 31<sup>st</sup>, 2024

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## PREAMBLE

EAGLE PICTURES S.P.A. (hereinafter also referred to as "EAGLE PICTURES" or the "COMPANY") aligns its business activities with the values of legality, integrity, reliability, transparency, people-centricity, quality and honesty.

This document, called the **Code of Ethics** (hereinafter also referred to as the "CODE"), outlines the general principles that the COMPANY adheres to and the rules of conduct it follows in carrying out its activities and in any interactions with third parties, in any capacity.

In particular, the principles and values expressed in the CODE are not merely of moral significance but permeate the entire activity of EAGLE PICTURES, complementing the rules of diligence required at various levels by all Recipients. The rules contained in the CODE must be followed by all individuals who, for any reason, interact with the COMPANY; compliance with these principles is essential for the proper functioning, reliability, and reputation of EAGLE PICTURES, factors that represent invaluable assets within the civil and economic context in which it operates.

The internal regulations allow the COMPANY to protect its prestige and credibility, as they ensure that its actions comply with Italian and international regulations, as well as with the principles of integrity, fairness, and good faith, while respecting the interests of all third parties that come into contact with it.

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The CODE was approved and adopted by a resolution of the Board of Directors on January 31<sup>st</sup>, 2024.

## **CHAPTER 1 - INTRODUCTION**

SUMMARY: **1.1.** Mission of EAGLE PICTURES; **1.2.** Recipients and scope of application of the Code of Ethics; **1.3.** Dissemination of the Code of Ethics and training.

### **1.1. Mission of EAGLE PICTURES S.p.A.**

EAGLE PICTURES is an Italian joint-stock company based in Milan, whose corporate purpose includes the trade, production, distribution and promotion, also through intermediaries, of cinematic, television and musical works.

### **1.2. Recipients and scope of application of the Code of Ethics**

The principles, values and rules of conduct and behavior outlined in the CODE apply to all those who, directly or indirectly, operate with or for the COMPANY, even on an occasional basis.

In particular, EAGLE PICTURES requires compliance with the CODE from all individuals defined collectively as the "Recipients," which include:

- a) The shareholders of EAGLE PICTURES;
- b) the members of the Corporate Bodies (directors and auditors), as well as any individual in a senior position who exercises, even in practice, functions of representation, administration, management and control of the COMPANY;
- c) all employees and all collaborators, including occasional ones, of the COMPANY, including workers with para-subordinate contracts such as project collaborators, interns and temporary workers;
- d) the consultants, the suppliers, the business partners and any other third parties who, for any reason, collaborate or carry out their activities in the name of and/or on behalf of, or otherwise in favor of, the COMPANY by virtue of a specific mandate or other contractual relationship.

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The Recipients are required to align their behaviors and actions with the principles and values expressed in the CODE. In particular, the provisions of the CODE complement the rules of diligence, governed by the Civil Code and sector regulations, imposed on the Recipients by the employment, mandate, or service relationship with the COMPANY, as an essential part of the obligations assumed towards it. Conversely, the belief that one is acting in favor of or in the interest of the COMPANY cannot, in any way, justify, even partially, the adoption of behaviors and conduct that are contrary to the principles of the CODE.

The provisions of the CODE take precedence over any internal company regulations contained in instructions, regulations, protocols, or procedures that may be in conflict.

### **1.3. Dissemination of the Code of Ethics and training**

The CODE is widely disseminated to all Recipients through specific communication activities.

The Head of Human Resources, in coordination with each Area Manager, promotes awareness of the rules and principles outlined in the CODE among all employees, ensuring their correct interpretation and understanding.

The CODE is made available through publication on the COMPANY's website and intranet, as well as by posting it at the COMPANY headquarters and local units in a place accessible to all personnel. A digital copy is provided to all Recipients at the time of establishing a relationship with EAGLE PICTURES, or in any case, in the event of significant modifications and/or additions. All contractual relationships with the COMPANY include specific clauses containing the explicit commitment to comply with the values expressed in the CODE.

EAGLE PICTURES periodically monitors the level of dissemination of the CODE and its actual compliance by all Recipients, taking appropriate corrective actions if deemed necessary. The Head of Human Resources verifies the effective implementation of the CODE, including through specific training initiatives, and serves as the main point of contact for addressing any interpretative or practical doubts regarding the principles contained therein.

## CHAPTER 2 - GENERAL PRINCIPLES

**SUMMARY:** **2.1.** Legality; **2.2.** Impartiality and equity; **2.3.** Integrity; **2.4.** Respect for workers; **2.5.** Cooperation, development and empowerment of human resources; **2.6.** Freedom of association and collective bargaining; **2.7.** Protection of health and workplace safety; **2.8.** Protection of the environment and public safety; **2.9.** Accuracy and transparency in accounting; **2.10.** Anti-money laundering and management of financial flows; **2.11.** Tax compliance; **2.12.** Protection of corporate assets; **2.13.** Conflict of interest; **2.14.** Prevention of corruption; **2.15.** Fair competition; **2.16.** Confidentiality of information; **2.17.** Clarity in communication; **2.18.** Intellectual and industrial property; **2.19.** Fight against organized crime and terrorism.

The business activities of EAGLE PICTURES adhere to the principles and values stated herein, and all Recipients are required to comply with them. The principles of the CODE must be regarded as having primary value over any other company guidelines and are therefore non-negotiable.

### 2.1. Legality

EAGLE PICTURES requires all Recipients to comply with current regulations and, where applicable, professional ethical standards. Any violations, even if allegedly committed under the belief of acting in the interest or to the benefit of EAGLE PICTURES, are not tolerated by the COMPANY, without exception.

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### 2.2. Impartiality and equity

In conducting its business, particularly in relationships with its employees and third parties, EAGLE PICTURES does not engage in or tolerate any form of discrimination based on age, gender, marital status, sexual orientation, health status, ethnicity, nationality, socio-economic conditions, political or union opinions or the religious beliefs of its counterpart.

Similarly, these factors cannot serve as the basis for any form of privilege or benefit. The COMPANY rejects any form of nepotism, favoritism, or cronyism; therefore, all selection and evaluation processes - not only for employees but also for collaborators, consultants, suppliers, and partners - are based on predetermined criteria that are as objective and transparent as possible.

### 2.3. Integrity

Every legal relationship maintained by EAGLE PICTURES with any counterpart - whether internal or external, public or private - is guided by principles of fairness, transparency, integrity, and loyalty, from which no deviation is allowed, even if done with the belief of pursuing the COMPANY's interest or securing an advantage for it. Specifically, relationships with clients, consultants, suppliers, and partners are based on a sense of responsibility, clarity, and honesty, with the firm exclusion of making any improper demands of them. Similarly, in dealings with Public Administration, the COMPANY's decision-making processes always adhere to criteria of clarity, transparency and completeness.

## **2.4. Respect for workers**

The COMPANY rejects any form of worker exploitation, prohibiting any behavior that could even remotely be considered as instrumental in placing the worker in a situation of servitude.

Within EAGLE PICTURES, no one is allowed to exploit their role and functions to impose personal favors or any other conduct not contemplated by their relationship with the COMPANY, or otherwise not provided for by the COMPANY's organization, applicable laws, or relevant Collective Bargaining Agreements. As a result, any form of penalty, retaliation, discrimination or disciplinary action against those who refuse such demands is strictly prohibited.

The COMPANY prohibits and punishes, without exception, any form of corporal punishment, physical or moral violence, harassment (even psychological), insult, abuse or any other action that undermines the dignity of the worker, regardless of who commits it. Anyone who believes they have been a victim of such acts should immediately inform the Head of Human Resources and, possibly, their direct supervisor. The COMPANY protects those who report harassment, abuse, or violence of any kind, as well as those who report such incidents, from any retaliatory or discriminatory actions.

The COMPANY rejects child labor, underage labor, irregular employment or "off-the-books" work: every employment or collaboration relationship, of any kind, must be properly regulated within the framework of a legitimate contract.

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The recruitment and selection of personnel are carried out based on criteria that are as objective as possible and guided by the principles of fairness, transparency, and equal opportunity.

## **2.5. Cooperation, development and empowerment of human resources**

Human resources represent the true added value of EAGLE PICTURES: the COMPANY recognizes the central importance of individual professionalism and the contribution made by each person in the conduct of business activities. At the same time, EAGLE PICTURES encourages and promotes the development of synergies among all employees, encouraging the Corporate Bodies, employees, collaborators, and partners, at both senior and junior levels, to maintain a climate of mutual respect.

EAGLE PICTURES recognizes the value of training, promoting and facilitating – also through specific courses – the acquisition of greater and more specialized skills by its representatives and personnel, whether they are employees or collaborators.

Tasks and functions are assigned considering personal characteristics, skills, aspirations, and the professional profile of each individual; individual remuneration levels are structured differently based on the role, professionalism, level of experience and results achieved. The COMPANY establishes and updates the amount of remuneration according to objective and fair criteria, in compliance with legal regulations and, where applicable, Collective Bargaining Agreements.

The COMPANY does not engage in any type of economic or commercial relationship with those who do not provide adequate protection for the personal integrity of their workers.



All employment and/or collaboration relationships, as well as economic and commercial relationships, are duly regulated by a written contract (or letter of appointment), through which the parties involved are fully informed of their rights and duties towards the COMPANY.

## **2.6. Freedom of association and collective bargaining**

The COMPANY's personnel are guaranteed, without distinctions or limitations beyond those strictly provided by law, the right to association, union membership and collective bargaining. The exercise of these rights cannot be subject to retaliation, discrimination or penalties, nor can it be hindered or obstructed in any way, except for the limitations specifically provided by law.

EAGLE PICTURES recognizes and safeguards the activities carried out by workers' representatives, ensuring that such functions can be performed without any undue influence.

In the event of a violation of these rights, the COMPANY requires that a prompt report be made to the Head of Human Resources and to the hierarchical superiors, so that all appropriate actions can be taken to ensure their full enjoyment.

## **2.7. Protection of health and workplace safety**

The COMPANY places the highest priority on the protection of the health and psycho-physical integrity of the Recipients, ensuring the identification and elimination of all risks, or at least the management and control of risks when exclusion is not possible. No one working on behalf of EAGLE PICTURES is exposed to unnecessary risks to their health or safety.

The COMPANY devotes all appropriate and necessary resources to ensure that the work environments, as well as all properties managed by the COMPANY in the course of its activities, are safe and healthy.

EAGLE PICTURES ensures that a strong safety culture is disseminated and rooted within the organization, including through specific training programs, in order to provide all Recipients with full awareness of the risks associated with their respective work activities. The COMPANY requires Recipients to actively participate in the prevention of health and safety risks by adopting responsible behaviors at all times and by collaborating - through reports, suggestions and proposals - to improve hygiene and safety conditions in the workplace.

The adoption of reckless behaviors is never in the interest of the COMPANY, and the erroneous belief that one is acting in its favor can never justify engaging in careless conduct.

EAGLE PICTURES carefully identifies those responsible for safety and emergency management in the workplace according to objective criteria of professionalism and experience, selecting individuals, both internal and external to the COMPANY, who ensure the highest service quality standards.

In general, EAGLE PICTURES requires all its representatives (both senior and subordinate, particularly employees) to take care of their own health and safety, as well as that of others

present in the workplace, in accordance with their functions, roles, training, and provided resources.

## **2.8. Protection of the environment and public safety**

In pursuing its corporate objectives, EAGLE PICTURES ensures the least possible impact on environmental matrices, adhering to the principles of precaution and prevention. It promotes the adoption of a significant culture and environmental awareness, actively contributing to the safeguarding of the environment as a primary asset.

The COMPANY consistently ensures that its business activities do not create situations that pose a danger to public safety; to this end, the company headquarters, as well as all properties managed by the COMPANY, are equipped with all necessary systems, equipment, and signals to prevent disasters (such as significant damage events capable of harming an indeterminate number of people), accidents, and illnesses. These measures are subjected to regular checks, in terms of effectiveness and efficiency, to assess the need for replacement or updates.

In carrying out their activities on behalf of the COMPANY, Recipients must refrain from engaging in behaviors that unduly harm the environment. Any event that could potentially harm environmental matrices must be promptly reported to the relevant company functions so they can inform the appropriate authorities; furthermore, any event damaging to the environment must be promptly addressed, where possible, through appropriate safety measures to contain its harmful impact, preventing both the worsening of any already caused harmful consequences and the production of further detrimental effect.

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## **2.9. Accuracy and transparency in accounting**

EAGLE PICTURES ensures that management facts are represented with accuracy, completeness, and clarity in the accounting records. Every operation and transaction must be authorized by the relevant functions and supported by adequate documentation, before being correctly recorded and filed. In particular, it must always be possible to reconstruct who proposed the operation, who authorized it (evaluating its legality, appropriateness, and adequacy), who executed it, and finally, who supervised the related process. The recording must ensure that the archive is maintained in a way that prevents any subsequent modifications unless properly documented.

Regarding the accounting records, they must be prepared in accordance with accounting principles - both national and international - of fairness, transparency, prudence, completeness and accuracy. In particular, the execution of estimates must always be carried out correctly and using prudent criteria, and therefore entrusted to individuals - whether internal or external - who possess adequate technical and accounting skills.

The COMPANY encourages anyone who is aware of any omissions, errors, or falsifications in the accounting records or registrations to promptly inform the Board of Statutory Auditors.

The activity of control or auditing, which belongs to the shareholders, corporate bodies or other entitled individuals (e.g., legal auditor), must not be obstructed, delayed or hindered in any way.

## 2.10. Anti-money laundering and management of financial flows

EAGLE PICTURES conducts its activities in compliance with currency regulations and national and international laws on money laundering prevention, as well as the provisions established by the competent authorities in this matter.

Therefore, when establishing economic, commercial, or financial relationships, or in any case when entering into any contract, the COMPANY conducts a preliminary check - using available information, preferably documentary - on the reputation of the counterparty, unless it is an institutional entity or one whose honorability is a well-known fact. In cases where the counterparty is based in countries with favorable tax regimes, the COMPANY must obtain adequate information to exclude the risk of money laundering or terrorist financing.

The COMPANY prohibits, without exception, the receipt of funds or the purchase of goods that are known, or that there is reasonable cause to believe, to be the proceeds of illegal activities.

EAGLE PICTURES requires that all payments and transfers of funds, by or to the COMPANY, take place solely through authorized intermediaries or in a manner that strictly ensures traceability, in full compliance with applicable currency regulations. The use of cash or other bearer payment methods by the COMPANY is permitted only for modest expenses (e.g., small stationery items, revenue stamps, etc.), and - in any case - for very limited amounts, not exceeding the legal limit. The use of checks that lack the non-transferability clause is excluded.

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Furthermore, all financial transactions must be appropriately authorized by the relevant company functions and then fully recorded in the accounting books and accurately entered in the mandatory records. In particular, payments made must always be directed to the parties specified in the contract, letter of appointment, or order; it is strictly prohibited to make payments - or other transfers of funds - to parties other than those who have performed the contractually agreed services. Similarly, the COMPANY prohibits payments to countries other than those agreed upon in reference to the parties involved; the compensations, or any sums paid for any reason, must be proportionate to the actual activities performed, taking into account market conditions; it is forbidden to proceed with payments exceeding the agreed compensation. Payments must be adequately documented and accompanied by all relevant justifications.

EAGLE PICTURES ensures that any type of grant, contribution, or funding - regardless of its name and received from any institution or entity, public or private - is used in accordance with the purposes for which it was obtained.

## 2.11. Tax compliance

EAGLE PICTURES rejects tax evasion and tax avoidance as methods of self-financing its business activities. Similarly, the COMPANY does not act as a tool for tax evasion for the benefit of shareholders, its Corporate Bodies, related parties or third parties. To this end, the COMPANY prepares its tax returns promptly, with precision and completeness, also with the assistance of specialized external consultants, ensuring the proper fulfillment of its tax obligations.

## 2.12. Protection of corporate assets

Shareholders, Corporate Bodies, executives, subordinates, employees and collaborators contribute to the protection of the integrity of the COMPANY's assets by refraining from carrying out operations that deviate from the corporate purpose or by taking initiatives that diverge from the objectives established by law and the Statute. To this end, they are required to act diligently to protect the COMPANY's assets, safeguarding and preserving the resources entrusted to them, and using them in accordance with the COMPANY's interests.

## 2.13. Conflict of interest

EAGLE PICTURES ensures that business decisions are always made in pursuit of the COMPANY's best interest. To this end, shareholders, Corporate Bodies, employees, and collaborators are required to declare the existence of any specific interests - whether actual or potential - in the execution of a particular operation or the making of a decision.

EAGLE PICTURES has implemented organizational measures suitable for managing situations where an individual's specific interest is in actual conflict with that of the COMPANY. As a last resort, for cases that cannot be otherwise resolved, these measures include the option for the individual involved to abstain from carrying out the related operation or making the corresponding decision.

The Corporate Bodies, employees, consultants, and collaborators of EAGLE PICTURES, before accepting any assignment, must inform the COMPANY of any potential or partial conflict of interest. During their relationship with the COMPANY, they must avoid the emergence of any conflict of interest. In any case, it is strictly forbidden to derive personal advantages or benefits from business opportunities that arise in the course of performing their duties on behalf of the COMPANY.

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Carrying out transactions in favor of affiliated or subsidiary companies, and generally with related parties, is permissible provided that EAGLE PICTURES receives compensatory benefits, whether already achieved or reasonably foreseeable.

## 2.14. Prevention of corruption

EAGLE PICTURES has established a corporate organization capable of effectively preventing any potentially corrupt practices through appropriate safeguards.

To this end, EAGLE PICTURES prohibits the payment, offer or promise of money, gifts or favors to third parties, whether they are public or private entities, regardless of the purpose (even for personal interests or advantages). Likewise, it is strictly forbidden to accept offers or promises of money or any other form of benefit from third parties. On the other hand, it is permissible to offer and/or accept gifts that fall within customary practices of hospitality and courtesy, or are justified by special occasions, provided that they are of modest value.

The COMPANY permits acts of commercial courtesy, such as gifts and hospitality, provided they are always of modest value and occur with reasonable frequency. In any case, such courtesies must never be tied to obtaining undue advantages - of any kind - for EAGLE PICTURES, nor should they be a form of compensation for previously obtained advantages.

In particular, representation expenses are permitted as long as they are ordinary and reasonable, not compromising the reputation or integrity of the parties involved, nor interpretable as intended to secure improper favors. Such expenses must always be specifically authorized by the relevant corporate functions and thoroughly documented.

The COMPANY allows donations and acts of generosity to be carried out solely through authorized intermediaries and only for purposes of high social value or scientific research, subject to prior approval from the relevant corporate functions; in any case, the recipient of the donation must have proven integrity and the act of generosity must be accompanied by detailed supporting documentation and accurately accounted for.

### **2.15. Fair competition**

EAGLE PICTURES pursues its corporate objectives by adhering to the principles of loyalty and fairness in competition, rejecting any form of abuse, collusion or oppression. The COMPANY does not tolerate any conduct from the Recipients that is deemed improper, abusive, or illegal and aimed at harming its competitors, or in any way obtaining undue advantages at their expense; the mistaken belief that one is acting in the interest of the COMPANY can never justify such behavior.

### **2.16. Confidentiality of information**

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While the COMPANY ensures maximum clarity and transparency in its business activities, the Recipients must maintain the confidentiality of information and data related to EAGLE PICTURES that are not in the public domain and that they have become aware of due to their relationship with the COMPANY. Recipients may use such information only to perform the functions or activities for which it was communicated, avoiding its dissemination without specific authorization from the COMPANY, except to fulfill any legal obligations.

EAGLE PICTURES safeguards the confidentiality of data, news and information obtained during its activities, ensuring that such processing is carried out in accordance with legal provisions and only for purposes specifically related to business activities, and, where required by law, with the prior consent of the data subject.

### **2.17. Clarity in communication**

The communication activity, in all its forms, carried out by the COMPANY must:

- comply with current regulations as well as the rules of good professional conduct;
- be clear, timely, complete and authentic, with full transparency regarding the source;
- respect intellectual and industrial property.

EAGLE PICTURES ensures that all communications, both internal and external, are drafted clearly and precisely, in accordance with the principles of truthfulness, timeliness and moderation in presentation. Conversely, it prohibits the communication or dissemination of false, misleading or otherwise deceptive news, data, or information that could mislead or confuse the recipients.

In protecting the right to information of various stakeholders as well as third parties, EAGLE PICTURES must first strike a necessary balance with the right/duty of confidentiality and - in any case - ensure the safeguarding of trade secrets and industrial property.

The COMPANY stipulates that relations with the media - specifically, the press, television and other mass communication channels - are to be managed exclusively by the designated corporate functions or individuals specifically delegated by them. Consequently, all external communications, press releases, and statements made by the COMPANY must be authorized in advance according to the relevant corporate procedures. Unauthorized employees and collaborators must refrain from making statements, even if solicited from outside.

### **2.18. Intellectual and industrial property**

EAGLE PICTURES ensures at all times that the works it produces, distributes, promotes and markets in any way do not infringe upon the intellectual and industrial property rights of third parties.

To this end, the COMPANY conducts constant and stringent checks: (a) first, it requires its suppliers to provide appropriate guarantees regarding the authorship of the works supplied; (b) second, it verifies that internally produced works do not infringe upon the intellectual and industrial property rights of third parties. In this regard, the production, distribution, promotion or marketing of works that violate the intellectual property rights of third parties is strictly prohibited and cannot, under any circumstances, be considered in line with the interests of the COMPANY, nor can it be justified by the - mistaken - belief that one is acting in favor of EAGLE PICTURES.

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### **2.19. Fight against organized crime and terrorism**

The COMPANY does not maintain any relationship, whether direct or indirect or through intermediaries, with individuals or entities that are known or reasonably suspected to be part of or provide support, in any form, to criminal, subversive, or terrorist organizations of any kind.

This includes criminal organizations and associations, including those of a mafia nature, those engaged in trafficking and exploitation of human beings or child labor, drug trafficking, as well as committing acts of violence for terrorist purposes.

## CHAPTER 3 – CONDUCT PRINCIPLES

SUMMARY: **3.1.** Relationships with personnel; **3.1.1.** Abuse of alcoholic substances or use of drugs; **3.1.2.** Diligence and good faith; **3.1.3.** Company assets and IT tools; **3.1.4.** Privacy protection; **3.2.** Relationships with collaborators and consultants; **3.3.** Relationships with related parties; **3.4.** Relationships with clients; **3.5.** Relationships with business counterparts; **3.6.** Relationships with suppliers; **3.7.** Relationships with Public Administration; **3.8.** Relationships with political parties and labor organizations; **3.9.** Relationships with other stakeholders.

### 3.1. Relationships with personnel

EAGLE PICTURES' business activities are based on the utmost respect for individuals; the COMPANY is committed to maintaining a dignified work environment at all times, where everyone is treated with respect and has the opportunity to develop their personality and professional skills.

The COMPANY believes in individual merit - rejecting any form of favoritism, nepotism, or cronyism - just as it believes in the added value of teamwork, promoting, also through specific training activities, the acquisition of new specific skills by each person, as well as the enhancement of existing ones.

In particular, while respecting and valuing diversity within its workforce, the COMPANY guarantees all employees equal employment opportunities and fair compensation; salaries and overtime work are regulated in accordance with legal requirements and collective bargaining agreements with representative trade unions.

During the recruitment process, EAGLE PICTURES hires only when the candidate's professional and attitudinal characteristics match the sought profile and are aligned with the COMPANY's actual needs; in the selection phase, EAGLE PICTURES' goal is to secure the best skills available in the labor market. Consequently, the COMPANY thoroughly assesses the candidate's professional and psychological abilities, requesting only the information necessary for this purpose, always respecting his/her privacy and personal opinions.

EAGLE PICTURES promotes a work structure that, while maintaining organizational balance and preserving overall operational efficiency, facilitates the management of maternity/paternity leave and, in general, the care of children and family.

#### 3.1.1. Abuse of alcoholic substances or use of drugs

To ensure that business activities are always carried out in complete safety and to guarantee the protection of the physical and mental well-being of employees and collaborators at all times, EAGLE PICTURES strictly prohibits and penalizes the performance of work under the influence of alcohol, drugs, or any other substance that alters the user's perception of reality; similarly, the consumption (or transfer, in any form) of drugs or the abuse of alcohol in the workplace and during work activities is prohibited and sanctioned.



### **3.1.2. Diligence and good faith**

In carrying out activities on behalf of or for EAGLE PICTURES, personnel must behave with loyalty and integrity, guided by mutual respect and cooperation, always acting in good faith. The COMPANY requires all personnel to fulfill their obligations toward it, ensuring the diligent execution of the tasks assigned.

All COMPANY personnel, without exception, must be familiar with and strictly adhere to the COMPANY's provisions, respecting its instructions and procedures, especially those related to their specific areas of responsibility.

The COMPANY encourages all personnel to contribute to the business with ideas, initiatives and passion.

### **3.1.3. Company assets and IT tools**

The Corporate Bodies, employees, and collaborators are responsible for the COMPANY assets - both tangible and intangible - that have been assigned to them; they are required to operate diligently, using these assets for professional purposes while avoiding any improper or incorrect use.

Each of them is responsible for protecting the resources entrusted to them and has the duty to promptly inform the Head of Human Resources and their direct supervisor in the event of potentially harmful occurrences for the COMPANY.

EAGLE PICTURES respects the intellectual and industrial property of others and prohibits the use of unauthorized databases and software on its computer systems.

The use of EAGLE PICTURES' letterhead is reserved for the COMPANY personnel.

The same principles also apply to external collaborators when they are allowed to use the COMPANY's equipment, resources or assets.

### **3.1.4. Privacy protection**

The COMPANY collects and processes information and data related to its directors, auditors, employees, and collaborators in accordance with the provisions of the regulatory framework concerning privacy (Legislative Decree No. 196 of June 30, 2003, which introduced the "Code regarding the protection of personal data", as amended and supplemented by EU Regulation No. 2016/679, known as "GDPR"). The retention of such data is limited to the time strictly necessary for the purposes of the collection.

The COMPANY promptly informs its personnel regarding:

- a)** the nature of the personal data that will be processed by EAGLE PICTURES or, possibly, by third parties;
- b)** the methods of processing and the retention periods;



- c) the scopes and purposes of any potential communication.

Similarly, EAGLE PICTURES protects the data and information related to commercial counterparts, consultants, suppliers and customers, generated or acquired through its relationships with the COMPANY.

The COMPANY adopts all necessary security measures to prevent improper processing of the collected personal data, as well as to prevent unauthorized access to the archives where such data is stored.

### **3.2. Relationships with collaborators and consultants**

In the identification and selection of collaborators and consultants, the COMPANY bases its business process on maximum transparency, independence, autonomy, loyalty, and impartiality, ensuring equal conditions for all potential contractors. In particular, EAGLE PICTURES does not tolerate any form of coercion nor applies any favoritism, proceeding with the selection solely in the best interest of the COMPANY and based on objective assessments grounded in clear and predetermined criteria.

In the selection of consultants and collaborators, EAGLE PICTURES values the quality, ethics, know-how, professionalism, experience, and capabilities of the counterpart, as well as its suitability - organizationally as well - for the proper execution of the assignment. Additionally, in order to avoid relationships with individuals potentially involved in illegal activities or lacking the necessary requirements of seriousness, reliability and professionalism, the COMPANY conducts appropriate checks and investigations regarding the identity of the counterpart and the activities carried out.

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As an essential condition for establishing and properly continuing the relationship with the COMPANY, its consultants and collaborators are required to adhere to the provisions of the CODE; likewise, EAGLE PICTURES does not tolerate any behavior contrary to the law or to the fundamental principles of civil coexistence.

Collaborators and consultants must avoid any situation of conflict of interest with the COMPANY; in the event of an actual or even potential conflict, they are required to promptly report the details to the Chief Executive Officer. Unless otherwise indicated with justification by the Chief Executive Officer, collaborators and consultants must also refrain from carrying out activities in which the conflict situation has arisen.

### **3.3. Relationships with related parties**

EAGLE PICTURES ensures that transactions with affiliated/subsidiary/parent companies or with related parties are conducted under normal market conditions and, in any case, to meet the actual needs of the COMPANY.

The existence of a corporate link or control may justify the performance of transactions in favor of affiliated/subsidiary/parent companies or related parties, provided that EAGLE PICTURES benefits from compensatory advantages, either realized or reasonably foreseeable, arising from the link/control itself.

### 3.4. Relationships with clients

EAGLE PICTURES pursues the complete satisfaction of its customers' needs in order to create and strengthen a relationship inspired—throughout its course—by the values of fairness, professionalism, clarity, reliability, and honesty, as outlined in this CODE.

For this reason, the COMPANY firmly prohibits and penalizes any behavior and practice by its personnel that is incorrect or aimed at deceiving customers, even potential ones, even if carried out under the mistaken belief of pursuing the COMPANY's interests. To this end, relationships with customers must adhere to the criteria of simplicity, clarity, transparency, fairness and completeness.

### 3.5. Relationships with business counterparts

EAGLE PICTURES prohibits its personnel from exploiting any hypothetical conditions of information asymmetry with respect to counterparts to their detriment, as well as from taking advantage of any commercial weakness they may have.

The COMPANY diligently strives, also with the assistance of specialized third parties and based on available information, to avoid establishing relationships with individuals potentially involved in illegal activities or, in any case, lacking the necessary requirements of seriousness and commercial reliability.

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Contracts with counterparts must include the obligation for them to be aware of and adhere to the principles and values expressed in the CODE.

### 3.6. Relationships with suppliers

EAGLE PICTURES aims for the highest quality in selecting suppliers and contractors for the procurement of goods and services; the related selection process is conducted with clarity and transparency, properly documented at every stage. The documentation acquired or produced must be correctly archived to ensure that it is always possible - after the fact - to reconstruct the procedure followed and identify any responsibilities. The awarding must occur exclusively based on objective parameters of competence, technical-professional suitability, competitiveness, efficiency, quality, fairness, respectability, reputation and price. Therefore, the COMPANY rejects any favoritism, as well as any form of nepotism or cronyism.

In the selection of suppliers and contractors, the COMPANY conducts appropriate checks to avoid relationships with individuals potentially involved in illegal activities or lacking the necessary requirements of seriousness, reliability, and professionalism. In particular, EAGLE PICTURES refrains from establishing contractual or supply relationships with those who do not ensure the respect of fundamental workers' rights or who adopt business procedures that clearly do not respect the environment and health and safety in the workplace.

EAGLE PICTURES firmly requires that its suppliers and contractors respect the principles outlined in the CODE. To this end, suppliers must familiarize themselves with the CODE and the related contracts must explicitly include the obligation to comply with its principles.

Furthermore, the COMPANY requires suppliers and contractors to apply the principles contained in the CODE to their own subcontractors and suppliers, in order to ensure compliance with the relevant rules throughout the entire supply chain.

EAGLE PICTURES prohibits its Corporate Bodies, top executives, employees and collaborators from exerting any type of pressure or abuse against suppliers, customers, and contractors - even potential ones - aimed at obtaining undue performances or more favorable conditions for the COMPANY; likewise, the COMPANY forbids any form of inducement of suppliers, customer, or contractors to enter into a disadvantageous contract with the prospect of future benefits.

### **3.7. Relationships with Public Administration**

The relationships between the COMPANY and the Public Administration are inspired by the strictest adherence to the applicable laws and regulations.

Only the business functions specifically assigned to do so - or individuals expressly delegated in writing by them - are authorized to manage relationships of any nature with the Public Administration, unless otherwise required by the same Authority; in dealings with the Public Administration, all personnel of EAGLE PICTURES align their conduct with the standards of loyalty, transparency, fairness and integrity

The CODE refers to the broad notion of Public Administration adopted by the Italian Penal Code, which includes not only the Public Administration of Foreign States but also all those individuals who can be defined as "public officials" based on legislation and current doctrinal and jurisprudential interpretations. The concept of Public Administration includes public officials, individuals and entities entrusted with public service, as well as private individuals subject to public law regulations. Examples of Public Administration include law enforcement agencies, the Revenue Agency, the National Institute of Social Security (INPS), local authorities and the judiciary.

Except in cases expressly permitted by current legislation, and in any case with prior authorization from the relevant business functions, EAGLE PICTURES prohibits the provision of any type of contribution, gift, or donation in favor of public entities and/or officials; likewise, the COMPANY refrains from unduly influencing the decision-making processes of public counterparts, as well as from requesting improper preferential treatment that is not legitimate and determined by market rules. Consequently, EAGLE PICTURES firmly prohibits recipients - in the exercise of their activities on behalf of or for the COMPANY - from giving any form of gift, courtesy, or benefit that exceeds normal commercial practices or courtesies or that could be interpreted as aimed at obtaining undue preferential treatment for the benefit of the COMPANY. Small tokens of courtesy, always of modest value and in accordance with customs, are permitted only on special occasions (e.g. holidays) and must be accurately accounted for.

In the event that the Public Administration conducts inspection, investigation, control or verification activities, the COMPANY requests that recipients provide their fullest cooperation, promptly complying with all legitimate requests and refraining from:

- a) providing - or inducing others to provide - false or misleading information;
- b) altering, concealing or destroying COMPANY documentation;
- c) omitting or delaying the transmission of any requested or due information;
- d) diverting or obstructing the activities of the authorities.

At least two representatives of the COMPANY must be present during inspections, audits, and checks conducted at the EAGLE PICTURES headquarters.

Recipients who receive requests from third parties for gifts, favors, or hospitality that are not in line with the provisions of the CODE must reject them and promptly inform their immediate superior. Likewise, Recipients who receive offers of gifts or benefits that do not align with the principles of the CODE are required to immediately communicate this to their immediate superior.

### **3.8. Relationships with political parties and labor organizations**

The COMPANY does not support in any way nor provide any contributions, even indirectly, to political parties, movements, committees, political and trade union organizations, including foreign ones, nor to their members, candidates, or representatives; on the other hand, it promotes dialogue with trade union organizations and encourages employee membership, without, however, expressing any indication or preference.

EAGLE PICTURES refrains from any conduct that could influence, obstruct or condition the exercise of the right to vote.

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### **3.9. Relationships with other stakeholders**

The processing of information regarding stakeholders is carried out in full respect of the confidentiality and privacy of the individuals concerned, through specific procedures for data protection.

The COMPANY's communication with its stakeholders is characterized by completeness, transparency and clarity, in respect of the right to information and subject to a balance with the right/duty of confidentiality. For this reason, EAGLE PICTURES strictly prohibits the dissemination or disclosure of false, incomplete or misleading news, information, data or comments.

## **CHAPTER 4 - VIOLATIONS**

Respect for the principles and values contained in the Code of Ethics of EAGLE PICTURES is an essential part of the obligations assumed by the Recipients towards the COMPANY.

The violation of the rules set out in the CODE constitutes a disciplinary offense and is subject to sanctioning measures in line with current regulations and any applicable collective bargaining agreements. Employees who violate the rules of the CODE will therefore be subjected to disciplinary proceedings and may be sanctioned in a manner proportionate to the nature and severity of the violations. As for the members of the Corporate Bodies, the violation of the CODE's provisions may constitute just cause for removal.

Finally, regarding external collaborators and consultants, suppliers, and business partners, the violation of the provisions of the CODE may be considered a serious contractual breach, entitling the COMPANY to terminate the related relationship pursuant to Article 1453 of the Italian Civil Code, while always retaining the right to seek compensation for any damages suffered.

## **FINAL PROVISIONS**

The Code of Ethics is adopted by a resolution of the Board of Directors; the Board of Directors is also responsible for updating and modifying the CODE.

The Chief Executive Officer, together with the Head of Human Resources and the heads of the corporate offices, promotes and verifies compliance with the principles set forth in the CODE, committing to provide a correct interpretation and disseminate its contents both internally and externally within the COMPANY.

Recipients are required to report any conduct that may constitute a violation of the principles and rules of the CODE by promptly informing the Head of Human Resources through a written communication - even anonymous, provided it is always adequately substantiated - addressed to the COMPANY's registered office, marked "*Strictly Personal - Confidential to the Head of Human Resources*".