



# THE CODE OF ETHICS



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## **1. PART ONE**

The ESA engineering Code of Ethics





PASSION LED US HERE

## Who we are

ESA engineering is an **international multi-disciplinary consultancy firm** providing a full range of services: MEP Design, Design Management, Tech. arch. Engineering, Project & Construction Management and further advice in various areas of expertise such as Acoustic and Lighting Design, Fire Strategy Design, BIM Design, & Structural Design for residential, commercial or industrial buildings. Our professionals are here to assist you during every building project phase, from planning to actual design and subsequent maintenance phases, **with particular attention to sustainability**.

Over the years, our international development strategy has led ESA engineering to open several operating offices abroad. With offices in **Italy**, the **UK**, the **France**, the **US** and The **Middle East**, we are able to apply our knowledge and expertise to a wide range of projects around the world. Thanks to our methodology, we add value to each project and are widely known for our **quality-oriented approach**. We are convinced that the use of a methodology aimed at sustainability is part of this value.

Throughout our history, we have experienced exponential growth and today ESA engineering is a laboratory of ideas projected towards the future. **Our continuous attention to innovation and research**, combined with the excellence of our staff, create the conditions for sustaining this dream, accompanied by the desire to continue to grow and improve every day.



## The Code of Ethics

This Code of Ethics is based on compliance with legal regulations and the adoption of ethically appropriate conduct by all those who operate, in any capacity, for ESA engineering. The Code of Ethics of ESA engineering defines the principles of legality, fairness, and responsibility that must be respected by all those who work for the Company in any capacity, even after the termination of the relationship established. It constitutes an integral part of the Corporate Management System and of the Model 231, representing an essential reference for the internal control system and for the pursuit of an ethically responsible business model.

The challenges of **sustainable development**, the continuous improvement of our customers' satisfaction and the development of skills and the professional growth of human resources; all these underline the importance of clearly defining values and responsibilities which ESA engineering acknowledges, accepts, shares and assumes through the drafting of this Code of Ethics. With our Code of Ethics, we intend to:

- **Define ethical values and principles** related to our business and to our relationships with customers, suppliers, employees, collaborators, public institutions, the public sector and any other person involved in the company's business. Complying with the principles of the Code of Ethics is a fundamental prerequisite for the reputation, reliability and success of ESA engineering.
- **Formalise our commitment to behave on the basis of the ethical principles** of fairness and equality, protection of people and the environment, transparency, honesty, respect and pursuit of excellence.

In writing the **Code of Ethics**, the **Company Policy** and **Sustainability Policy**, ESA engineering has adopted the founding principles of the following tools and / or documents recognized nationally and internationally:

The "Universal Declaration of Human Rights" adopted by UN; The United Nations Convention on the Rights of the Child; "Conventions and recommendations" issued by the International Labor Organization (ILO); The 10 principles of the UN Global Compact and the related Sustainable Development Goals (SDGs); "D.Lgs. 231/2001" - Code of Ethics relating to corporate administrative responsibility and subsequent additions; "OECD Decalogue on Ethics in Finance" statement on fairness, integrity and transparency in the management of companies.



## Recipients

At ESA engineering, we carry out our activities in compliance with national and supranational standards, as well as internationally recognised best practices, according to a conduct based on principles of honesty and integrity. Compliance with the Code of Ethics by **directors, management and employees and collaborators**, even occasional ones as well as **all the persons who work in Italy and abroad for the achievement of the Company's objectives** is of utmost importance to us. Knowing the Code of Ethics is also a fundamental requirement for establishing and maintaining collaborative relationships with third parties.

The principles expressed in the Code of Ethics constitute the base of values which unites the whole ESA engineering team and represent the minimum compulsory platform that must guide everyone's behaviour. Adherence to the principles of the Code of Ethics leaves room for each person's personal expressions and characteristics.

# Values



## Creativity

We see the future as a source of opportunity and confidently contribute to the realisation of the future we want, putting into play skills, means and open-mindedness. We guarantee continuity to our project, ensuring that it always remains in line with the times, or if possible, one step ahead.



## Excellence

We aim to be a lasting reference point on the market. With our work, we want to preserve the passion and the quality that have always distinguished Italian creations around over time. We operate according to the principle of transparency, which is based on the truthfulness, accuracy and completeness of information.



## Integrity and trust

For ESA engineering, correctness, honesty, fairness and impartiality of conduct within and outside the company constitute a common way of feeling and acting. In sharing these principles, we establish long-lasting relationships with customers and suppliers, based on competence, loyalty, good faith, professionalism and efficiency, in order to reach mutual benefit and sustainable growth of the value created.



## Compliance with laws

Our business is conducted in compliance with EU, national and international regulations and we reject corruption, since it is an illegal practice. In fact, we believe that compliance with applicable laws and regulations in the national territory and abroad is an essential principle.



## Environmental Protection

We are aware of the risks associated with climate change and pollution. For this reason, attention to the environment plays a central role in our values, behaviours and habits. We are aware of the impact that our actions will have on the future of the next generations: *we work today for future generations.*



## Responsibility

We perform our work and our tasks with professional commitment, diligence, efficiency and fairness, making the best use of the tools and time available and assuming the responsibilities connected with our commitments.



## Team-work

By working together, we broaden our perspectives. We support the contamination of knowledge, which creates innovation. Diversified skills allow to analyse a matter from multiple points of view, enabling the development multiple ideas in order to find unexpected solutions.



## Flexibility and adaptation

We work in a wide range of situations with continuity and effectiveness, responsibly addressing changes in contexts, activities or processes involving us.



## Training

A continuous training process safeguards our competitiveness within the market, acquiring new knowledge and skills, filling possible internal gaps, enhancing and discovering new talents.



## Travelling

We travel for work between one city and another, as well as between one continent and another. In travelling, we discover a valid opportunity to broaden our horizons, to know different realities, to forge profitable relationships.



## Resilience

Resilient people can be recognised in case of failure: while they seem to be shattered, in reality something endures. This something is enough to make them stand up again. Failures and difficulties are part of our job, but we have the energy to continue walking steadily along our way.



## Curiosity

For us at ESA engineering, an important value the willingness to learn. Studying topics in more depth, checking how others have solved problems similar to those we encounter allows us to grow every day.



## Multiculturalism and integration

Productive and commercial relations with different countries, languages and legislative systems are not always easy. We are committed to manage confrontation, while respecting cultures, needs and values, since we consider multiculturalism a great opportunity for growth, work, innovation, integration.



## Multidisciplinary

A multidisciplinary culture enables us to have an open vision, to face complex challenges with confidence, as well as to plan novelties and effective solutions.



## **2. PART TWO**

Everyday ethics in professional life



## Protection of the Work Environment and Relations with Employees

We acknowledge the **centrality of human resources**, and strongly believe that the main factor of our success over time is the professional contribution of the people who work there, in a framework of **loyalty and mutual trust**. We support a personnel management policy which pays attention to all actions that can contribute to creating better living conditions for all ESA people, in a personal and family context, with an atmosphere of mutual solidarity.

We believe that merit-based **professional competence, honesty and correctness of conduct and good faith** is considered a privileged foundation for the adoption of any decision concerning career and any other aspect relating to the employee and the collaborator, avoiding favouritism, nepotism and forms of clientelism and discrimination. The evaluation of the personnel to be hired is carried out on the basis of the correspondence of the candidates' profiles with respect to the company needs and based on merit, **safeguarding equal opportunities** for all the interested parties and avoiding any form of discrimination. The information requested is strictly connected to the verification of the aspects envisaged by the professional and psycho-aptitude profile, respecting the candidate's private life and opinions. In the same way, we proceed with the identification and selection of collaborators and consultants with absolute **impartiality, autonomy and independence of judgement. The protection of the physical integrity of Employees is of primary importance.** ESA engineering guarantees a healthy, safe and efficient work environment in compliance with current regulations and its own **Health and Safety Management Policy**.



ESA engineering is committed to ensuring and maintaining a safe and healthy working environment for all its personnel. In carrying out their activities, everyone is required to act in compliance with the principles of fairness, good faith, transparency, and loyalty, both in internal relations with colleagues and in dealings with all external parties with whom they interact. Each Employee must contribute to its realization and maintenance. The Company undertakes to guarantee that all its activities are carried out in compliance with the national laws in force and applicable to its sector of activity, as well as the provisions contained in the official international documents and their interpretations (ILO regulations).

In particular, ESA engineering intends to comply with the following requirements:

- Child labor: not to take advantage of or encourage the use of child labor;
- Forced work: not to take advantage of or encourage the use of forced work. It is forbidden to employ personnel against one's will and to resort to any form of work under the threat of punishment;
- Health and Safety: guaranteeing a safe and healthy workplace for all employees;
- Freedom of association and right to collective bargaining: respect the right of workers to join and form trade unions and collective bargaining;
- Discrimination: Do not discriminate of any kind. Respect for the freedom and dignity of employees;
- Working hours: working in compliance with the laws and the national labor contract applied and with the agreements with the trade unions;
- Salary: ensure compliance with the legal minimum salary levels;

We are committed to protecting the **moral integrity** of our employees and collaborators and to ensuring the right to **working conditions that respect the dignity of the person**. Everyone's collaboration is necessary in order to maintain an atmosphere of mutual respect for each person's dignity, honour and reputation. **We reject any form of discrimination** based on sex, race, religion, sexual orientation, age, state of health, economic conditions, political and / or trade union membership of our employees, collaborators, consultants or professionals.



It is our primary duty and that of our employees and collaborators to protect the psychophysical integrity of the workers and to ensure the social security, contributions and insurance treatment provided for by the regulations and employment contracts in force.

We do not admit any form of exclusion and/or persecution (“mobbing”), exploitation or harassment of any nature, for work or personal reasons, by anyone working within the Company, regardless of the level of responsibility or role. We require from all the people who work in ESA engineering the **net refusal of any act of physical or psychological violence**, of any discriminatory or harmful attitude to the person, of his beliefs and preferences.

ESA engineering people must **act loyally**, avoid any behaviour that may damage ESA engineering assets, company management, the relationship with interested parties and the image of ESA engineering. The decisions taken by each one must be based on the principles of sound and prudent management, carefully evaluating potential risks, aware that personal choices contribute considerably to the achievement of positive corporate results.

Each employee and collaborator is required to work diligently to protect company assets, preventing their fraudulent or improper use. The use of corporate tools by all subjects operating in ESA engineering must be functional and exclusive to the performance of work activities or to the purposes authorised by the internal roles.

People are the most valuable asset of any organization. In this logic, the protection of workers’ health and safety assumes an absolute priority: for this reason ESA engineering has defined and implemented a series of preventive and protective measures in order to eliminate (when possible) or reduce the exposure of our workers to the risks connected to one’s work, with the aim of eliminating accidents and occupational diseases.



### **Reasonable use of social networks and personal websites**

We encourage staff to act as Company ambassadors. However, only persons duly authorized for this purpose can communicate on behalf of ESA engineering.

Talking about ESA is allowed, but not on behalf of ESA.

Each employee represents the Company's professional values in the public and private spheres, including social networks and personal websites. For this reason we are obliged to act with integrity and professional discernment when we express our opinions on matters that are directly or indirectly connected to ESA in order to preserve the image and reputation of the Company. We must ensure that there is no confusion between our personal views and interests and those of ESA.

For this reason, employees who act with their identity or whose identity is associated with social networks and discussion forums in their workplace must specify that their actions are personal actions that do not reflect the image or position of ESA engineering on the topics covered.



## Confidentiality and Protection of Privacy

**We ensure the confidentiality of the data in our possession.** Customers entrust us with their confidential information; therefore, we must take all necessary measures aiming at keeping them confidential. Therefore, the information acquired in performing our activities must remain strictly confidential and appropriately protected and cannot be used, communicated or disclosed, both internally and externally, in compliance with current legislation and company procedures.

Each employee and collaborator must follow the **confidentiality obligations** imposed in relation to company secrets and confidential information (contracts, deeds, reports, notes, studies, drawings, photographs, software, etc.) and, in particular, comply with the confidentiality clauses requested by customers and other counter parties.

Personal information will be appropriately protected, under the terms established by law, avoiding improper or unauthorised use, to protect the dignity, the image and the confidentiality of each person, whether internal or external to the Company.

Any investigation of ideas, preferences, personal tastes and, in general, information of employees and collaborators which is not related to the purposes of personnel selection and management of the employment relationship is excluded.



We have always recognized the **value of our employees' data**, whose privacy we respect and protect.

For this purpose, all ESA employees enjoy the following rights:

- Fair and transparent information before data are processed and with prior consent, where relevant;
- Right to object to data processing where there is a legitimate interest;
- Right to access and correct data;
- Access to your data is limited to a small number of people;
- Right to be forgotten after leaving the company, as long as the necessary conditions are met.



## Conflicts of interest

A conflict of interest occurs when an activity or personal interest of an individual employee or collaborator interferes with the fulfilment of the duties and responsibilities of this subject towards ESA engineering. All subjects working with ESA engineering are required to identify and avoid any situation which may interfere, or appears to interfere, with the ability to act in the best interest of ESA engineering.

This entails avoiding any activity, investment or relationship which may affect the **free judgement** in the performance of duties and which may damage the Company in any way. In compliance with the values of good faith, diligence and loyalty, we avoid any activity in which we pursue an interest which contrasts with that of the Company or through which the employee or collaborator personally, on his behalf or on behalf of third parties, takes advantage of business opportunities of the company.

Each employee or collaborator who believes they are in a situation of conflict between their personal interest, whether direct or on behalf of third parties, and the interests of ESA engineering is required to promptly inform Management, without prejudice to the specific provisions set out in the Civil Code.



## Gifts and free gifts

The employee or collaborator working for ESA engineering cannot ask, for himself or for others, gifts or other utilities, nor accept any of these, except for those of modest value or in compliance with normal commercial and courtesy practices, by anyone who has obtained or in any case can benefit from the company's business. Moreover, it is forbidden to offer gifts or other utilities to subjects from whom it can acquire preferential treatments in the conduct of any activity which can be connected to the company. **Illegal benefits cannot be attributed** to public or private customers or suppliers.



## Fair competition

We recognise the value of fair competition as a tool for the efficient allocation of community resources and we are committed not to engage in profiting behaviours that would constitute an abuse of power. Corruption practices, illegitimate favours, collusion are considered unacceptable.

**We promote integrity, fairness and fair competition** between the parties in achieving challenging goals and new goals, committing ourselves to always respect all our interlocutors, including competitors.



## Relationships with our suppliers

Employees and collaborators in charge of dealing with suppliers and service providers must proceed to select the same and the management of the relative relations according to **criteria of impartiality and fairness**, avoiding situations of conflict of interest, even potential, with the same, by reporting to the Company the existence or onset of such situations. Suppliers are required to behave in a manner compliant with national and international laws.

In selecting our suppliers, we take into account, as well as economic convenience, also the technical and economic capacities of our contractors, evaluating their overall reliability in relation to the specific performance to be rendered.

Relations with suppliers, contractors and subcontractors are always governed by specific contracts aimed at achieving maximum clarity and transparency.

Please refer to the **Sustainability Policy** for further information.



## Relationships with our customers

At ESA engineering, we believe it is essential to establish a relationship with customers characterised by **high professionalism** and based on **availability, respect, courtesy**, research and offering maximum collaboration.

Thanks to the flexibility of our structure, combined with the dynamism of our staff, we are able to offer assistance and direct the customer towards the most suitable, unique and personalised solutions.

Our collaborators operating in the name and on behalf of ESA engineering must adopt professional, competent and collaborative behaviour towards the customer, abstaining from practices not allowed by law, commercial uses or ethical codes - if known - of public and private interlocutors with to which it has relations, in Italy and abroad.



## Relationships with the Public Administration

ESA engineering strictly complies with applicable EU, national and company regulations in relations with the Public Administration and with Institutions that carry out activities of public utility or public interest (in substance, in relations of a general public nature).

It is not allowed, directly or indirectly, or through a third party, to offer or promise money, gifts or compensation, in any form, nor to exercise unlawful pressure, nor to promise any object, service or favour to managers, officials or employees of the Public Administration for the purpose of implementing an official act or contrary to the official duties, in order to bring a direct or indirect advantage to the company.



### **3. PART THREE**

ESA engineering and the public sector





## Environmental protection and sustainability

We respect the interests of the general public with the utmost attention and priority and we believe that the environment and nature are fundamental values and patrimony of everyone, which must be protected and defended: for this purpose, we are committed to orient and manage our business with respect of these interests and values.

ESA engineering takes into account our impact on environment and landscape; **we prevent and condemn any form of damage and deterioration of the environment**, with particular attention to the implementation of the legal provisions concerning environment, urban planning and construction, pollution, waste disposal and similar.

We are proud to offer our customers innovative services, in line with the most recent energy consumption and emission reduction requirements. Thanks to our activities, we work with customers to identify the best opportunities, in terms of **optimising existing resources, saving energy** and controlling costs.

We are therefore committed to spread the key messages relating to environmental protection, in order to **strengthen the whole company's adherence to a culture of sustainability**, and to work with suppliers who, in turn, take into consideration the environmental impact of their products and services.



We are proud to offer our customers innovative services, in line with the latest requirements for energy consumption and emission reduction. In our work we collaborate with clients to identify the best opportunities for the **optimization of existing resources, energy saving and cost control**.

We are therefore committed to spreading the key messages relating to environmental protection, to strengthen the adhesion of the whole company to a **culture of sustainability**, and to work with suppliers who in turn take into account the environmental and social impact of their products and services.

ESA engineering contributes to the development of the areas in which it operates also by providing its support and know-how to the implementation of humanitarian, social and environmental protection initiatives.



## Contributions and sponsorships

ESA engineering can adhere to requests for contributions, in particular to requests from non-profit bodies and associations, carrying out activities of cultural or beneficial value.

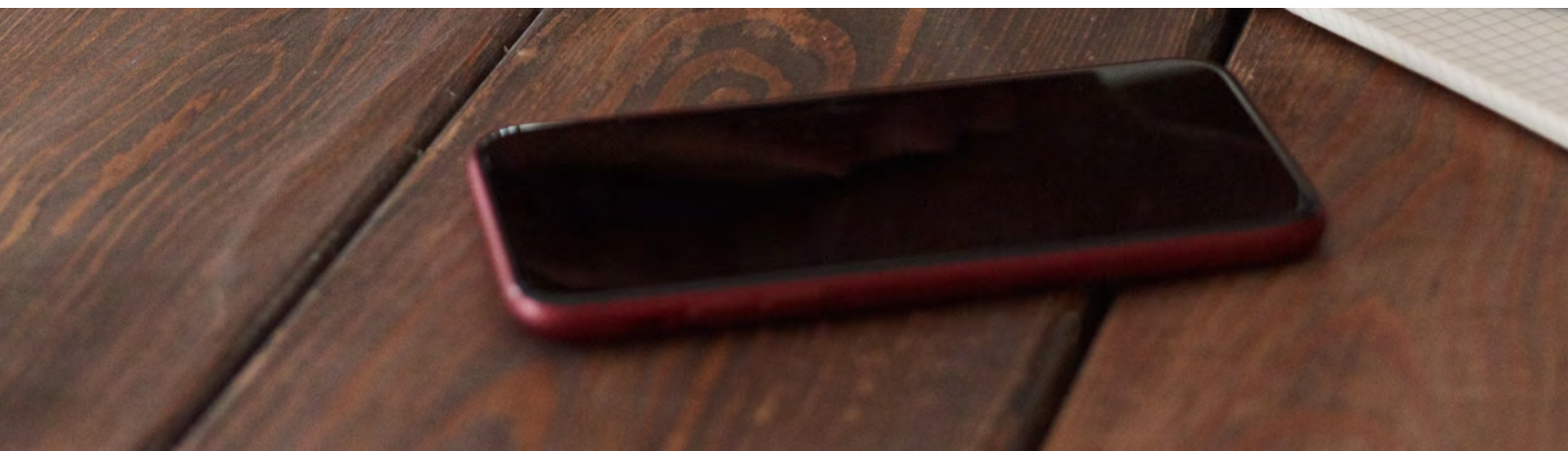
When choosing third parties for sponsorship and partnership initiatives, ESA engineering is committed to promoting activities in line with its mission. Donations must necessarily be addressed to beneficiaries whose purposes do not conflict with the principles of the Code of Ethics.

In no way donations, sponsorships and partnership initiatives must be used by recipients for corrupt practices: these activities must not in fact be aimed at obtaining undue advantages from subjects directly or indirectly connected to their beneficiaries.



## 4. PART FOUR

Implementing rules



## Knowing and understanding the Code of Ethics

Every person working for ESA engineering is required to know the principles and contents of the Code of Ethics as well as the reference procedures which regulate the functions and responsibilities covered. Each person working for ESA engineering is obliged to:

- **Refrain from conduct contrary** to these principles;
- Carefully select, according to their competence, their collaborators and direct them towards compliance with the Code;
- Request from third parties with whom ESA engineering enters into relationships confirmation that they have read the Code;
- Report promptly to their superiors any possible cases or requests for violation of the Code.
- Read and adhere to the **Sustainability Policy**.

It is the duty of the Administrative Body to monitor compliance with the rules contained in the Code of Ethics as well as monitor, modify and integrate the forecasts. The principles contained in this Code and placed at the basis of each action and relationship attributable to the Company are made the subject of adequate forms of institutional communication, according to the means which the Administrative Body and the Supervisory Body deems most suitable.

## Consequences of Code Violation

Within ESA engineering, any violation of the Code of Ethics by personnel is not tolerated in any way. Management, at all levels, is required to adopt the disciplinary measures provided for in the event of non-compliance. Any violation of the provisions contained in the **Code of Ethics must be immediately reported** to the Supervisory Body by the recipients of the same. With reference to the sanctions that can be imposed, we specify that they will be applied, based on their seriousness, which may also include the termination of the employment relationship in compliance with the provisions of the current Collective Labour Agreement and that their application must take place according to the procedures provided therein. In the event of violations of internal procedures, of the Company Principles in compliance with Legislative Decree 231/01 and of the Code of Ethics by managers-employees, the Company will evaluate facts and behaviours and will take the appropriate initiatives, taking into account the fact that these violations constitute breach of the obligations deriving from the employment relationship in compliance with article 2104 of the civil code. Violations of the Code of Ethics may also entail liability of a criminal nature. The Company reserves the right to take action to seek compensation for damages against employees who fail to comply with its principles and provisions. Any behaviour in violation of the Code of Ethics by collaborators, consultants or other third parties connected to ESA engineering from a non-employee contractual relationship may determine the termination of the contractual relationship in compliance with art. 1456 of the Civil Code.

## Procedure by which to manage reports of violation

We have adopted a **Procedure by which to manage reports of violation (Whistleblowing)**, including anonymous reports, which defines a process of information flows for receiving, analysing and determining action on alleged irregularities.

Each report is analysed by the Reporting Committee which ensures the necessary requirements of independence, confidentiality and competence.

The Reporting Committee is responsible for promptly informing the company's top management of any assessments and actions deemed necessary.

## Guarantee of anonymity

All the organisational positions of ESA engineering involved in the receipt and processing of reports must guarantee the absolute confidentiality and anonymity of the reporting persons, using for this purpose suitable criteria and communication methods to protect both the honour of the persons mentioned in the reports and the anonymity of the reporting persons, so that the reporting person is not subject to any form of retaliation.

## Channels available to report violations

The following communication channels are foreseen:

- for general reports ordinary mail: E.S.A. engineering Srl – Via Mercalli 10/6, 50019 Sesto Fiorentino (FI) Italia
- for communications addressed to the Supervisory Body, e-mail: [odv@esa-engineering.com](mailto:odv@esa-engineering.com)
- for reports relating to any violations of the code of ethics and/or regarding whistleblowing (Legislative Decree no. 24/2023) online through the dedicated whistleblowing channel:

<https://esa-engineering.wallbreakers.it/>

**ESA** 

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 **engineering**

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