

RR USA, INC.

**ACTION BY UNANIMOUS WRITTEN CONSENT
OF
THE BOARD OF DIRECTORS
IN LIEU OF A MEETING**

December 06, 2023

THE UNDERSIGNED, being all of the members of the Board of Directors (the "Board") of RR USA, Inc., a Pennsylvania corporation (the "Corporation"), in accordance with Section 1727 (b) of Pennsylvania Code, Corporation and Unincorporated Associations, and the Bylaws of the Corporation, hereby take the following actions and adopt the following resolutions by unanimous written consent without a meeting:

WHEREAS, the Corporation is an affiliate of Interpump Group S.p.A. ("Interpump"), an Italian public company; and

WHEREAS, in accordance with applicable laws and regulations, Interpump and its affiliates are required to adopt and maintain a related-party transactions procedure, a code of ethics and a policy for the management of whistleblowing reports; and

WHEREAS, the Board is committed to conducting its business according to the highest standards of ethical conduct; and

WHEREAS, the Board deems desirable and in the best interest of the Corporation and its shareholder to adopt and approve the amended Code of Ethics (the "Code") and the amended Procedure for the Management of Whistleblowing Reports (the "Policy") and, together with the Code, the "Business Conduct Documents") substantially in the form attached to these resolutions, as the same may be amended from time to time.

NOW, THEREFORE, it is hereby

RESOLVED, that the Business Conduct Documents and their form, terms and provisions are hereby approved and adopted in all respects.

RESOLVED, that the Group Internal Audit, Risk & Compliance Department is entrusted with the management of the whistleblowing channels and reporting.

FURTHER RESOLVED, that the officers of the Corporation be, and they hereby are, authorized, directed and empowered to take the following actions:

- (i) To publish the Business Conduct Documents on the Corporation's website and intranet, if any, and create a dedicated webpage for them on the Corporation's website;
- (ii) To distribute the Business Conduct Documents to the Corporation's employees and management using the appropriate forms provided by Interpump;
- (iii) To distribute the Business Conduct Documents to any person that is a party to a contract with the Corporation, including customers, suppliers and business partners, and require them to acknowledge their compliance with the Business Conduct Documents on the appropriate forms provided by Interpump.
- (iv) For other parties that do not have a contract with the Corporation, to request their adherence through the formula of silence/assent, using the appropriate forms provided by Interpump.
- (v) To disseminate the training pill provided by Interpump to all employees.

FURTHER RESOLVED, that whenever the Corporation enters into written agreements with other parties, such parties shall be required to acknowledge and agree to comply with the Business Conduct Documents to in their dealings with the Corporation.

FURTHER RESOLVED, that the proper Officers of the Corporation be, and each hereby is, authorized and directed to implement, and oversee compliance with, and administer the Business Conduct Documents and to take such further action and deliver and execute any and all instruments, certificates and documents as they may deem necessary or appropriate, with the advice of counsel, to fully carry out the purposes and intent of these resolutions.

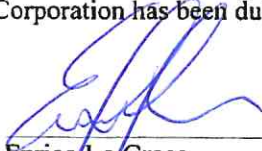
FURTHER RESOLVED, that the execution of this Written Consent by the Board of Directors of the Corporation may be evidenced by way of an electronic transmission of each Director's signature (including signature by facsimile or .pdf), or a photocopy of such electronic transmission, and such electronic signature, or photocopy thereof, shall be deemed to constitute the original signature of such Director to this Written Consent.

FURTHER RESOLVED, that this Action by Written Consent of the Board of Directors of the Corporation may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same Written Consent of the Board of Directors.

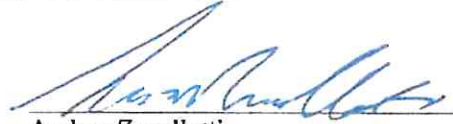
FURTHER RESOLVED, that this Written Consent shall be filed with the minutes of the proceedings of the Directors of the Corporation.

[signature page follows]

IN WITNESS WHEREOF, this Written Consent of the Board of Directors of the Corporation has been duly executed as of the date first written above.



Enrico Lo Greco



Andrea Zanellotti



Mauro Barani

