



***Deenova Srl***

***Code of Ethics***

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## 1. FOREWORD

Deenova S.r.l. (hereinafter also “DEENOVA” or “Company”) is a company providing advanced Healthcare services which develops, implements and manages systems and technologies for the traceability and management of medication and single-use medical devices in hospitals.

The Company, by virtue of a decision of the Board of Directors dated 22 March 2019, adopted this Code of Ethics (hereinafter also “Code”) in order to clearly and transparently define the values that underlie its activities.

The Code contains the ethical principles, the corporate values and the conduct rules of which top management, employees, consultants, associates, agents, suppliers, business *partners* and everyone who operates in the name and on behalf of the Company (hereinafter “Recipients”) must be aware and with which they must comply.

The principles and the provisions of this Code lay down the general obligations of diligence, integrity and loyalty which shall characterise work and behaviour in the relations with society and in the workplace.

The Code of Ethics is enhanced in purport and importance by the recognition of the liability of companies for the commission of the criminal acts and administrative offences as defined by (It.) Legislative Decree no. 231 of 8 June 2001.

## **2. ETHICAL PRINCIPLES AND VALUES**

### **2.1 Lawfulness**

The activity of DEENOVA is based on the essential principle of compliance with the laws and regulations in force in all Countries in which it operates.

Each Recipient, therefore, undertakes to diligently acquire the necessary knowledge of the legal and regulatory rules that apply to the performance of their duties, as in force at any given time, and to comply with the principles contained therein. No conduct that violates the aforementioned precepts will be tolerated, nor may the failure to be adequately aware thereof be justified in any way.

The Company will not initiate or pursue any relation with whomever does not intend to comply with this principle.

### **2.2 Integrity**

In relations with third parties, the Company undertakes to act fairly and transparently, avoiding misleading information and conduct that may take advantage of the weakness and lack of knowledge of others.

Each Recipient, therefore, in performing their duties, must conduct themselves with moral integrity and transparency and comply with the values of honesty and good faith.

### **2.3 Loyalty**

Relationships between the Recipients and outsiders must be characterised by the utmost loyalty, which means keeping one's word, delivering on promises and stipulations, acting responsibly in safeguarding and enhancing the value of corporate assets, and acting in good faith in all activities and decisions.

### **2.4 Dignity and Equality**

The Company respects the fundamental rights of people, protecting their moral integrity and guaranteeing equal opportunities.

No behaviour is tolerated in internal and external relations that discriminates against political and trade union opinions, religion, race, nationality, age, sex, sexual orientation, state of health and, in general, any personal human quality.

Moreover, the Company forbids propaganda or instigation and incitement, committed in such a way as to constitute a concrete risk of dissemination, founded in whole or in part on denying, grossly trivialising or condoning the Holocaust or genocide, crimes against humanity, and war crimes.

In the management of hierarchical relations, the Company requires that authority be exercised equitably, forbidding all conduct that may, in any way, damage the associate's personal dignity and professionalism. Lastly, the Company undertakes to guarantee respect of *privacy*, especially with regard to information pertaining to the private life and opinions of each one of its employees and, more in general, of the persons who interact therewith.

## **2.5 Professionalism**

Recipients carry out their activity with the professionalism required by the nature of the tasks and functions performed, making every effort to reach the goals they have been assigned and taking on the responsibilities involved in their duties. Recipients diligently perform the activities needed for them to be kept well informed and up to date. Mutual collaboration between the persons involved, in any capacity, in a common project or production process is an essential principle for the Company.

The quality and efficiency of the company's organisation and the reputation of DEENOVA depend to a significant degree from the conduct of each Recipient who must, therefore, contribute with their conduct to safeguarding these values.

## **2.6 Transparency**

All actions and relations with third parties must be carried out guaranteeing correct, complete, uniform, transparent and prompt information, to allow the third parties to make decisions based on fact.

## **2.7 Protection of Privacy and confidential information**

All information obtained by the Recipients in the context of their employment and collaboration relation is owned by DEENOVA. The term "Company proprietary information" includes:

- personal data of the Recipients and third parties. The term "personal data" is deemed to include all information relating to a natural person or legal entity, organisation or association, identified or identifiable, also indirectly, through reference to any other information, including personal identification numbers;
- confidential information. The term "confidential information" is deemed to include all confidential information pertaining to the Company which, if divulged in an unauthorised or involuntary manner, could cause damage thereto. Confidential information includes but is not limited to knowledge of a design, a proposal, an initiative, a negotiation, an understanding, a commitment, an agreement, a fact or an act, even if future or uncertain, that pertains to the activities of Deenova S.r.l. and that is not in the public domain.

The Company guarantees, in compliance with the provisions of the law, the confidentiality of the information it holds. The use of confidential data for purposes other than those for which they were disclosed

is absolutely forbidden, except if expressly authorised and, in any case, in strictest compliance with the legislation on *privacy* in force and with internal corporate rules.

The protection of the information and data contained or stored in the IT media must be guaranteed by the adoption of safety measures suitable for this purpose. The Company also respects the principles of equal access and transparency in the divulgation of confidential information, in full compliance with the law and without altering the regular course of stock markets.

## **2.8 Absence of conflicts of interest**

In all its activities, the Company endeavours to avoid conflicts of interest, whether real or potential. The Recipients pursue the Company's goals and general interest.

By way of non-limiting example, there is a conflict of interest in the case of:

- sharing in profits and losses (evident or hidden) in activities of suppliers, customers, competitors;
- exploitation of the Recipients' own functional position in the pursuance of interests in conflict with those of the Company;
- the use of information acquired during the performance of work activities for the Recipients' own advantage or for that of third parties in conflict with the interests of the Company;
- assumption of corporate posts or pursuance of work activities, of any kind, with customers, suppliers, competitors and third parties in general in conflict with the interests of DEENOVA.

All situations such as to potentially generate a conflict of interest or, however, to compromise the Recipient's ability to take decisions in the best interest of the Company, must be immediately notified by the Recipient to their superior or contact person, who will inform the Supervisory Body and together they will evaluate, in the interest of the Company and on a case-by-case basis, the actual presence of a conflict of interest, resulting in the Recipient's obligation to refrain from performing actions connected or related to such situation or accepting the conflict situation duly regulated with appropriate contractual arrangements.

The Recipients shall comply with the decisions taken by the Company on such matters.

## **2.9 Protection of workers' health and workplace safety**

DEENOVA considers the protection of the workers' health and safety to be of primary importance and its objective therefore is not only to comply with all applicable laws but also to constantly put in place measures aiming to continually improve work conditions.

The Company, therefore, complies with the regulatory framework in force on occupational health and safety and all Recipients must

perform their activities with the greatest care, in strict compliance with all safety and prevention measures set forth, to avoid all possible risks to themselves, their associates and colleagues, and to society. In particular, all provisions of the Consolidated Law on Safety ((It.) Legislative Decree of 9 April 2008, no. 81) and of all other laws and regulations that apply to DEENOVA must be complied with.

The Recipients are obliged to follow the instructions and obey the orders issued by persons to whom the Company has delegated compliance with safety obligations.

In order to implement its workplace safety policy, the Company takes care to continuously implement programs for the education and sensitisation of personnel on topics pertaining to safety.

## **2.10 Protection of the environment**

DEENOVA is committed to safeguarding the environment. For this purpose, it directs all its choices in order to guarantee compatibility between economic initiative and environmental needs, not just in compliance with the regulatory framework in force, but also taking into account the progress made by scientific research and the best practices on the matter.

The Company pursues and sets goals and programmes to improve its position with regard to the environment; specifically, these goals and programmes envisage the following:

- commitment to full compliance with all legal provisions on the environment that apply to the activities performed;
- support of the use of materials that are not harmful to the environment;
- commitment to the reduction of waste.

To implement its environmental policy, the Company raises personnel awareness of topics relating to the environment and promotes their accountability in supporting corporate activities aiming to protect the environment, contributing to the furtherance of these goals.

## **2.11 Protection of trademarks, patents and intellectual property rights**

DEENOVA expressly forbids all conduct aimed at altering, counterfeiting, using trademarks or distinctive marks and domestic or foreign designs and models.

DEENOVA also condemns all conduct aimed at introducing in Italy and in the countries in which it operates industrial products with altered or counterfeited trademarks or other distinctive marks, and the marketing of products with trademarks or distinctive marks misleading as to the origin, provenance or quality of the product. Equally, the Company does

not tolerate the manufacture, marketing, distribution or simple use of objects and goods produced encroaching on or violating industrial property rights.

The protection of intellectual property rights is deemed to be of fundamental importance; therefore, all abusive distribution, reproduction, use, sale, for any purpose or use and by any means is forbidden.

## **2.12 Protection of competition**

**Deenova Srl** acknowledges that honest and fair competition is a fundamental factor for the growth of the undertaking and of the market and manages its activities promoting competition based on the innovation, quality and performance of its products. The investee companies, the departments and all employees of **Deenova Srl** must eschew unfair commercial practices; under no circumstances does a belief that they are acting in the interest of **Deenova Srl** justify conduct that is at variance with these principles.

DEENOVA complies with the principles and laws aimed at protecting competition in the markets in which it operates and refrains from all conduct that may distort competition. DEENOVA condemns all conduct aimed at committing offences, and expressly forbids all forms of agreement - either with company employees or with third parties

- that in any way aim to pursue unlawful goals.

The Company condemns all conduct by anyone acting on its behalf that consists in promising or offering, directly or indirectly, money or other benefits to third parties, which could procure an undue benefit or advantage to the Company.

The Recipients are therefore obliged to conduct themselves in compliance with these principles and, should they have any doubts, to ask for the advice of the competent company Departments.

### **3. RULES OF CONDUCT**

#### **3.1 Relations with customers**

DEENOVA uses constant innovation as a foundation for the products and services it offers, with the aim of anticipating the needs of its customers and of fulfilling their requests with an immediate and professional response, with conduct that is based on fairness, courtesy and maximum levels of collaboration. Moreover, the Company aspires to meet the best and legitimate expectations of its customers by providing them with quality products that comply with the rules aiming to protect competition and the market.

In their relations with customers, all Recipients must operate within the laws, rules and regulations in force and always respect the commitments and obligations assumed towards customers.

When dealing with customers, the Recipients must adopt behaviours that are based on efficiency, collaboration and courtesy, providing accurate, full and truthful information to allow customers to make decisions based on fact. For this purpose, the Company undertakes not to use misleading or untruthful advertising media and to endeavour to guarantee that all advertising, commercial and other communications are truthful.

The Company further undertakes to acknowledge suggestions and complaints by clients by using appropriate and punctual communication systems.

#### **3.2 Relations with suppliers, consultants, associates and business partners**

DEENOVA enters into relations with suppliers, consultants, associates and business *partners* exclusively based on criteria of trust, quality, competitiveness, professionalism and compliance with the rules.

In developing initiatives therewith, the Recipients are required to:

- establish relations exclusively with subjects who have a good reputation, who are only involved in lawful activities and whose corporate ethics are comparable to those of the Company. For this purpose, the Recipients involved in the management of relations with suppliers, consultants, associates and business *partners* must check in advance the information available thereon;
- guarantee that no third country workers under the legal minimum age of employment, without a residence permit or with a(n) expired/revoked/cancelled residence permit or subjected to particularly exploitative working conditions (for example, exposed to situations of grave risk) are selected and recruited;
- guarantee that no exploited personnel <sup>1</sup>(as the term is defined by the regulatory

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<sup>1</sup> The term "exploitation" shall mean labour exploitation as defined in (It.) Law 199/2016, i.e.:

framework in force) is used, hired or employed;

- guarantee the transparency of agreements and avoid signing secret pacts or agreements that violate the law;
- Establish relations exclusively with subjects that comply with the regulatory framework on the health and safety of employees and with the principles of environmental protection.

In particular and with regard to the selection of suppliers of goods and services, of consultants and associates, DEENOVA guarantees that such activities are solely based on objective parameters of quality, convenience, price, ability, efficiency that allow the establishment of a relation with such subjects that is based on trust. The Company will evaluate the choices, entering into relations based on full respect of the counterparty and aiming to protect its own image, refraining in any case from exploiting its own position as major partner.

The Company requires its suppliers to guarantee that the materials or products supplied do not result from previous unlawful activities, exploitative forms of (child) labour, activities aiming to finance terrorism.

In line with these principles, DEENOVA ensures that its contracts with suppliers, consultants, associates contain clauses that oblige them to comply with the laws and to become familiar with and comply with the principles laid down by this Code of Ethics. DEENOVA will not collaborate in any way with whomever does not accept these terms and conditions.

DEENOVA also uses contractual clauses that grant it the right to adopt all suitable measures (including the termination of the contract) in case the supplier, in performing activities in the name and/or on behalf of DEENOVA, violates the provisions of the law or of this Code.

### **3.3 Relations with agents/Brokers**

DEENOVA establishes relations with agents/brokers only if they are able, professional, honest and morally sound.

For this purpose, Recipients that are involved in the management of relations with the agents must comply with the internal procedures for the identification and management of the relations therewith, checking in advance the information available on such subjects, in order to only select subjects who are respectable and who are only involved in lawful activities and guaranteeing the transparency of the agreements, refraining from signing secret pacts or agreements that violate the law.

In line with these principles, DEENOVA ensures that its contracts with its agents contain clauses that oblige them to comply with the laws and the principles laid down by this Code of Ethics. DEENOVA will not collaborate with whomever does not accept these terms and conditions.

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- repeated payment of wages in clear violation of the levels fixed by national or local collective agreements stipulated by the most representative trade unions in the country, or anyway disproportionate to the quantity and quality of performed work;
  - repeated violation of regulations concerning working hours, rest periods, weekly rest, compulsory leave, holidays;
  - violation of occupational health and safety rules and regulations;
  - subjecting workers to degrading working conditions, surveillance methods or accommodation
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### **3.4 Relations with employees**

DEENOVA constantly places the greatest attention on making the best use of human resources. For this purpose, it deems that meritocracy, professional skills, honesty, and fair conduct are essential requirements for the adoption of all decisions concerning the career of employees and all other matters concerning them.

In particular and in the context of personnel selection and recruitment - which is performed in compliance with the aforementioned principles, internal procedures, equal opportunities, the Consolidated Law on immigration, and without any discrimination, based on transparency, ability and individual potential - DEENOVA endeavours to guarantee that the profiles of the resources acquired correspond to the actual needs of the company, eschewing favouritism and preferential treatment of any kind.

Remuneration is determined solely based on assessments pertaining to education, specific professional skills, experience acquired, proven merit, and the achievement of the goals assigned. The mere proposal of remuneration increases, other advantages or career advancements, as a compensation for activities not complying with the law, the Code and in-house provisions and regulations is forbidden, even only in terms of competence.

In developing human resources, DEENOVA undertakes to create and maintain the necessary conditions so that the abilities, skills, knowledge of employees can grow further, to guarantee that the company's goals are efficiently achieved. For this reason, the Company's policy aims to recognise merit and comply with equal opportunities.

Moreover, the Company undertakes to protect the physical and mental health of its employees, respecting their personalities, forbidding any form of harassment - psychological, physical, sexual - by executives, other employees, associates, suppliers, or visitors. The term "harassment" shall mean all forms of intimidation or threat (also non verbal, or arising from more than one behaviours aiming to intimidate by being repeated over time or because they are performed by more than one persons) that prevent employees from performing their functions in peace, or abuse by hierarchical superiors of their authority. In particular, the company forbids any and all forms of bullying, in accordance with the interpretation of the concept at any given time by the case law prevalent in Italy and/or in the country in which the Company happens to operate.

Lastly, the Company does not tolerate the use of personnel under exploitative conditions (as defined by the regulatory framework in force) and the use of illegally staying third-country nationals.

Any reprisals against those who oppose, complain or report the aforementioned behaviours are forbidden.

Lastly, DEENOVA undertakes to oppose all forms of discrimination. As a result of this commitment, no employee may discriminate against another employee or business partner based on their ethnic origin, culture, religion, age, disability, race, gender, or sexual orientation.

### **3.5 Relations with Public Institutions and Officials**

The Company's relations with national, EU and international public institutions and with public officials or persons in charge of a public service, i.e. bodies, representatives, proxies, exponents, members, employees, consultants, officials or civil servants of the public administration, (financial) public bodies, local, national or international public bodies or Companies (hereinafter also referred to as "Public Officials"), must be conducted by all Recipients with the maximum transparency and integrity, refraining from conduct that may create the impression that they wish to unduly influence the decisions of the counterparty or request favourable treatment.

The relations with the aforementioned subjects in the name and on behalf of DEENOVA may only be managed by those departments that have been tasked therewith and expressly and regularly authorised, in strictest compliance with legal and regulatory provisions, and may in no way compromise the Company's integrity and reputation nor harm the autonomy of the Public Officials or their impartial judgement.

For this purpose, the Recipients undertake not to give or promise, directly or through intermediaries, sums of money or other equivalent payments to Public Officials, nor to use other forms of contributions which, in the guise of professional assignments, consultancy services, advertising or other, serve the same purpose of influencing their activities in the performance of their duties.

Moreover, the Recipients undertake to fully collaborate with Public Officials on the occasion of possible inspections, promptly providing clear, transparent and truthful information.

Whenever it deems it appropriate, the Company may support programmes put in place by public bodies to benefit society and the activities of foundations and associations, always in compliance with the regulatory frameworks in force and the principles of the Code.

### **3.6 Relations with Political Parties and Trade Unions**

DEENOVA does not contribute in any form, directly or indirectly, to trade unions or political parties, nor to their representatives or candidates if not in the form and in the manner envisaged by the regulatory frameworks in force, and bases its relations therewith on principles of fairness and collaboration in the interest of the Company and its employees.

### **3.7 Management of donations, gifts and other benefits**

The Recipients are forbidden from offering, paying, promising or granting to third parties or from receiving from third parties, directly or indirectly, including on festive occasions, any gifts, benefits or other advantages, also in the form of sums of money, goods or services.

In particular, [the Recipients] are forbidden from giving or promising money or other benefits

to third parties (for example, directors, general managers, executives, statutory auditors, persons subject to their management or supervision, etc.) so that they perform or omit actions, in violation of the obligations inherent to their office or the obligations of loyalty.

Only benefits of a low value are allowed, that can be directly ascribed to normal business courtesy and that can, in no way, lead the other party or external, disinterested parties, to gain the impression that the aim of such benefits is to concede or acquire unfair advantage, or give the impression of unlawfulness or immorality. In any case, such benefits must always be offered in compliance with the rules set forth by the corporate procedures and adequately documented.

### **3.8 Management of corporate communications and accounting records**

Bookkeeping is performed based on generally accepted accounting principles and systematically records the events deriving from the management of the Company.

Accounting records are kept in accordance with the principles of transparency, truthfulness, completeness, clarity, precision, accuracy and compliance with the regulatory framework in force. All transactions must be supported by adequate documentation, which facilitates easy bookkeeping, the reconstruction of the transaction, and the identification of any responsibility.

Similarly, DEENOVA emphasises that the financial statements must reflect the economic, net worth or financial situation of the company and of the Group truthfully, clearly and fully.

The Recipients are obliged to collaborate towards the correct and prompt recording in the books of all management activities and to ensure that the affairs of the company are correctly and promptly presented, so that the accounting and administrative system can achieve its goals. The Recipients are obliged to promptly report the existence of errors or omissions in the bookkeeping process of the affairs of the company and any conduct that does not comply with the provisions of this paragraph.

### **3.9 Management of extraordinary transactions**

The directors and the heads of the departments involved in various capacities in the fulfilment of obligations related to extraordinary transactions (such as, for example, distribution of profits and reserves, equity transactions, transactions on own shares or on those of the subsidiaries and/or investees, mergers, demergers, and transformations) must act honestly, fairly and transparently and in full compliance with the provisions of the (It.) Civil Code that aim to protect - inter alia - the interests of the Company's minority shareholders and creditors.

In preparing documents/reports relating to the aforementioned transactions, the Recipients must constantly guarantee that information is truthful, complete and transparent, and that the data and information are processed with the utmost accuracy.

### **3.10 Relations with the Statutory Auditors and Chartered Accountants**

The Company's relations with the Statutory Auditors and Chartered Accountants are based on maximum diligence, professionalism, transparency, collaboration, availability and on full respect for their institutional role; their orders and any requests must be executed promptly and with care.

Data and documents are supplied to them in a punctual manner and in clear, objective and comprehensible language so as to provide accurate, complete and truthful information, avoiding and in all cases reporting, in the appropriate form and manner, any instances of conflict of interest.

The Recipients are strictly forbidden from preventing or impeding the performance of the control or audit activities which the law reserves for the shareholders, other corporate bodies, or the auditing firm.

### **3.11 Anti-Money Laundering**

The Company performs its activity in full compliance with the anti-money laundering regulatory framework in force and the decrees issued by the competent Italian and foreign Authorities and, for this purpose, undertakes not to engage in suspicious transactions in terms of fairness and transparency in all Countries in which it operates.

The Recipients are therefor obliged to check in advance the available information on trade counterparties, on suppliers, partners, associates and consultants, in order to ascertain their respectability and the lawfulness of their activity before establishing business relations with them.

The Recipients must refrain from any involvement in transactions that may, also potentially, facilitate the laundering of money originating from unlawful or criminal activities, and act in full compliance with the primary and secondary rules and regulations on anti-money laundering and with the internal control procedures.

### **3.12 Use of company equipment, devices and structures**

The Company's corporate assets shall be used for work, pursuant to the regulatory framework in force.

It is forbidden to use company assets and, in particular, IT and networking resources for personal purposes and for purposes contrary to the law, public order or morality, or to commit or induce the commission of crimes or, in any case, to induce racial intolerance, the exaltation of violence, or the violation of human rights.

In particular with regard to the company's IT tools, it is forbidden to behave in ways that may, in any way, damage, alter, deteriorate or destroy the IT or data transmission systems, IT programs and data of the Company or third parties. All Employees are personally responsible for keeping the aforementioned corporate assets safe, refraining from using them fraudulently or improperly and not disclosing, even to colleagues, their *user ID* and access *password*.

The use of the assets must solely serve the performance of the corporate activities or the purposes that have been authorised by the heads of the company departments concerned. It is forbidden to use the company's IT resources to consult, access and, in general, for all activities pertaining to child pornography sites.

## **4. IMPLEMENTATION OF THE CODE**

The task of supervising the functioning of and compliance with this Code has been entrusted to the Supervisory Body - which has been granted independent initiative and control powers - appointed by the Company's Board of Directors pursuant to the provisions of (It.) Legislative Decree 231/2001.

The Supervisory Body of DEENOVA will have, with regard to the supervision of compliance with and implementation of the Code of Ethics, the powers, tasks and duties laid down in the Organisational Model that has been implemented pursuant to the aforementioned regulatory framework. Without prejudice to compliance with all measures envisaged by the regulatory frameworks or collective bargaining agreements in force and without prejudice to legal obligations, the Supervisory Body has been authorised to receive reports, requests for clarification, complaints, or notifications of potential or actual violations of this Code at the following e-mail address [odv.deenova@gmail.com](mailto:odv.deenova@gmail.com) or at the postal address OdV DEENOVA , Via Vittime della Strada 2 - 29010 Gragnano Trebbiense, Piacenza, Italy.

All Recipients are obliged to report, without delay, all conduct that violates the principles and the rules of conduct as laid down by this Code.

All information received will be managed with the utmost confidentiality, in compliance with the applicable legal provisions. The competent bodies will, therefore, be responsible for guaranteeing the confidentiality of the identity of the person submitting the report, without prejudice to requirements related to the performance of the Supervisory Body's duties, and for safeguarding the person submitting the report from reprisals, undue pressure, harassment and discrimination of any form at the workplace because they reported the violation of the Code's provisions.

## **5. DISCIPLINARY SYSTEM**

### **5.1 Violations of the code of ethics**

Compliance with the rules contained in this Code must be deemed an essential part of the contractual obligations envisaged for the Company's employees pursuant to article 2104 of the (It.) Civil Code; for Agents, Consultants, Associates and other third parties of the Company, compliance with the Code of Ethics is a requirement inserted in the related contracts.

### **5.2 Sanctions**

The Company, through the bodies and departments tasked therewith, envisages the imposition of sanctions proportional to the respective violations of the Code and compliant with the provisions on the regulation of employment relations in force, based on principles of consistency, proportionality, impartiality, and uniformity.

The sanctions for the Company's employees are consistent with the measures indicated in the Collective Bargaining Agreement of reference, as described in detail in the Organisational, Management and Control Model adopted by the Company pursuant to (It.) Legislative Decree 231/2001.

Alternatively, all violations of the provisions of the Code of Ethics by Agents, Consultants, Associates and other third parties from whom the Company requires acceptance of this Code shall be communicated promptly and in writing to the Supervisory Body by anyone who becomes aware thereof.

Such violations shall be punished by the competent bodies based on the internal corporate rules and in accordance with the express provisions of the related contractual clauses, and, in any case, with the application of conventional penalties that may also include the automatic termination of the contract (pursuant to art. 1456 of the (It.) Civil Code), without prejudice to compensation for damage.