



CODE OF ETHICS

ASSUT EUROPE S.P.A.

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SUMMARY

FOREWORD	3
MISSION	3
1. PURPOSE	3
1.1 THE CODE OF ETHICS AND ITS ENTRY INTO FORCE	4
1.2 RECIPIENTS OF THE CODE OF ETHICS	4
1.3 OBLIGATIONS OF THE RECIPIENTS	5
1.4 ADDITIONAL OBLIGATIONS FOR THOSE RESPONSIBLE FOR COMPANY FUNCTIONS	5
1.5 VALIDITY OF THE CODE IN RELATION TO THIRD PARTIES	5
1.6 RELATIONS WITH STAKEHOLDERS	5
2. ETHICAL PRINCIPLES	6
2.1. COMPLIANCE WITH LAWS AND REGULATIONS	6
2.2. RESPECT FOR HUMAN RIGHTS	6
2.3. INTEGRITY AND FAIRNESS AND PROTECTION OF THE MARKET AND COMPETITION	6
2.4. PROTECTION OF INDUSTRIAL PROPERTY	7
2.5. HONESTY	7
2.6. SUSTAINABILITY	7
2.7. CONFLICT OF INTEREST	7
2.8. GIFTS AND DONATIONS	8
2.9. REJECTION OF ALL DISCRIMINATION AND EQUAL OPPORTUNITIES	8
2.10. CORRECT USE OF TECHNOLOGIES AND THE IT SYSTEM	9
2.11. CONFIDENTIALITY – PROTECTION OF PRIVACY	9
2.12. PROTECTION OF INDIVIDUAL PERSONALITY	9
2.13. VALUE OF HUMAN RESOURCES AND WORK. SAFETY AT WORK	10
2.14. ASSIGNMENT OF PROFESSIONAL TASKS	10
2.15. TRANSPARENCY AND COMPLETENESS OF INFORMATION	11
2.16. RELATIONS WITH SUPPLIERS	11
2.17. RELATIONS WITH CUSTOMERS AND PRIVATE CLIENTS	12
2.18. ENVIRONMENTAL PROTECTION	12
2.19. PROTECTION OF CULTURAL AND LANDSCAPE HERITAGE	13
2.20. REJECTION OF ALL FORMS OF TERRORISM	13
2.21. RELATIONS WITH INTERNATIONAL OPERATORS	13
2.22. RELATIONS WITH THE PUBLIC ADMINISTRATION	13
2.23. RELATIONS WITH HEALTHCARE PROFESSIONALS	14
2.24. CLINICAL STUDIES	14
2.25. ORGANISATION/SPONSORSHIP OF CONFERENCE EVENTS	14
2.26. RELATIONS WITH POLITICAL AND TRADE UNION ORGANISATIONS	14
2.27. BOARD OF DIRECTORS	14
2.28. RELATIONS WITH SUPERVISORY AND CONTROL BODIES	15
2.29. RELATIONS WITH THE MEDIA	15
2.30. RELATIONS WITH THE JUDICIAL AUTHORITIES	15
2.31. BEHAVIOUR THAT MAY DAMAGE THE COMPANY'S	15
2.32. USE OF NARCOTIC SUBSTANCES AND PROHIBITION OF SMOKING AND ALCOHOL ABUSE	15
2.33. PROHIBITION ON POSSESSION OF CHILD PORNOGRAPHY	15
2.34. USE OF COMPANY ASSETS	16
2.35. TAX COMPLIANCE	16
2.36. MONEY LAUNDERING	16
3. IMPLEMENTATION AND MANAGEMENT OF WHISTLEBLOWING	16

INTRODUCTION

Assut Europe S.p.A. (hereinafter referred to as "Assut Europe" or the "Company" or "the Firm" or "the Entity") is a company operating in the healthcare sector and is involved in the production, assembly, sterilisation and, in general, any and all processing of products for medicine, surgery, veterinary medicine, diagnostics in general and the manufacture of surgical sutures. It also deals with the sterilisation of its own and third-party products, as well as other products, the preliminary sterilisation of hospital waste prior to disposal and its collection.

The Company, which has always been aware of the importance of corporate values, together with the professional principles of fairness and loyalty, as well as transparent competition in the market by all those operating in it, has deemed it appropriate to improve its *governance* system. In carrying out its activities, the Company intends to comply not only with the laws and regulations in force in all the countries in which it operates, but also with the high ethical standards and guiding principles set out in this code of ethics (hereinafter, the "**Code of Ethics 231**" or "Code").

This Code forms an integral part of the Organisation, Management and Control Model originally adopted by the Company in September 2016 (hereinafter, the "Model" or "MOG") pursuant to Legislative Decree No. 231 of 8 June 2001 (hereinafter, the "Decree") and updated on 12 May 2017. It contains the ethical principles that the Company considers fundamental in the conduct of its business and the rules of conduct that all those acting on behalf of the Company must comply with.

Consequently, anyone who works for the Company or collaborates with it or, for any reason, has relations with the Company itself, must comply with the principles and provisions contained in this Code, as well as in other behavioural *policies* adopted by the Company.

The Company will monitor, including through the Supervisory Body pursuant to Legislative Decree 231/2001 (hereinafter also referred to as the "SB"), to ensure effective compliance with the Code, providing adequate information, prevention and control tools and guaranteeing the transparency of conduct, intervening, where necessary, to sanction any actions that are not in line with the principles and rules of conduct of the Code.

MISSION

Assut Europe is a company founded in 1991 in Magliano de' Marsi (AQ), where the production headquarters and manufacturing plant are located today, while the administrative headquarters are located in Rome.

The company aims to 'improve the quality of life of patients through the development and marketing of products that guarantee high quality standards, ease of use for operators and sustainability for healthcare institutions'.

Assut Europe is continuously committed to developing innovative products and solutions to improve patients' lives.

Its *vision* is based on *total quality management* and *lean production* principles and is geared towards customer satisfaction through a range of certified, high-quality products, resulting from ongoing research and development for innovation in the service of various surgical specialities.

1. PURPOSE

This Code expresses the Company's ethical commitments and responsibilities in the conduct of its business and corporate activities and regulates the set of rights, duties and responsibilities with which the Company intends to comply in the conduct of its business.

The purpose of this Code is therefore to set out the ethical principles and rules of conduct with which the Company identifies, to which it attributes ethical value, and with which anyone who works for the Company, collaborates with it or has any kind of relationship with it must comply.

1.1 THE CODE OF ETHICS AND ITS ENTRY INTO FORCE

This Code of Ethics was approved by the Board of Directors (hereinafter also referred to as the 'BoD') on 21/06/2023 as a second update and is effective immediately upon its disclosure *erga omnes*.

The approval resolution by the Board of Directors requires compliance and application by any person acting on behalf of the Company or who comes into contact with the Company, and any update, amendment or addition to this Code of Ethics must be approved by the Company's Board of Directors.

In subsequent revisions of the Code, the Board of Directors will take into account the contributions received from the "recipients" of this Code and from the Supervisory Board, as well as regulatory developments and the most established national and international practices, as well as the experience gained in applying the prevention rules.

The Code is shared within the Company by delivering a copy to the recipients by any means and is disseminated as widely as possible, including through publication on the Company's website.

1.2 RECIPIENTS OF THE CODE OF ETHICS

The recipients of this Code are:

- a) the members of the Company's Board of Directors (hereinafter, the "**Board of Directors**") or the Sole Director and those who perform, even de facto, management, administration, direction or control functions in the Company or in one of its autonomous organisational units;
- b) the members of the Board of Statutory Auditors;
- c) those responsible for the statutory audit of the Company's accounts;

(the persons referred to in points a), b) and c) below, collectively, the "**Corporate Bodies**")

- d) the executives;

- e) other employees of the Company;

(the persons referred to in points d) and e) below, collectively, the "Employees")

- f) all those who collaborate with the Company under a quasi-subordinate employment relationship or who, although external to the Company, work directly or indirectly (permanently or temporarily) on behalf of the Company (such as, by way of example but not limited to, temporary workers, agency workers, collaborators in any capacity, attorneys, agents, consultants, suppliers, business partners, etc.)

(hereinafter collectively referred to as "**Third Party Recipients**")

(all the above-mentioned subjects, hereinafter collectively referred to as the "Recipients").

All Recipients are required to comply with and, to the extent of their competence, ensure compliance with the provisions of the Code and the principles contained therein.

Under no circumstances may Recipients engage in conduct that conflicts with the provisions of this Code, justifying such conduct by claiming to be pursuing the interests of the Company.

The Code also applies to the Company's activities abroad and to foreign Recipients.

Compliance with the provisions of the Code is an essential part of the contractual obligations of Employees pursuant to and for the purposes of the provisions of Article 2104 et seq. of the Italian Civil Code.

Violation of the rules of this Code, which is considered by the Company with particular severity, damages, among other things, the relationship of trust established with the Company and may lead to disciplinary action and compensation for damages, without prejudice, for employees, to compliance with the procedures set out in Article 7 of Law No. 300/1970 (Workers' Statute), collective labour agreements and any company regulations adopted by the Company.

1.3 OBLIGATIONS OF RECIPIENTS

This Code is binding on all Recipients at any level of the company organisation.

Recipients are required to be familiar with the provisions contained in the Code or referred to therein, as well as with the applicable laws.

Recipients are also required to:

- a) refrain from conduct contrary to the provisions of this Code and applicable laws;
- b) contact their superiors or the SB for any necessary clarifications on how to apply the Code and/or applicable laws;
- c) report any violation, even if only potential, of the Code to the SB;
- d) cooperate with the SB and Internal Managers, as identified in the Special Sections of the MOG, as well as in the event of any investigations carried out by the Company, the SB or public authorities in relation to alleged violations of the Code.

1.4 ADDITIONAL OBLIGATIONS FOR HEADS OF COMPANY DEPARTMENTS

In addition to the provisions of the previous article, each company function manager is required to:

- a) be an example to their subordinates through their behaviour;
- b) ensure compliance with the Code by their subordinates;
- c) ensure that their subordinates understand that the provisions contained in the Code are an integral part of their work performance;
- d) select employees and collaborators in general who guarantee compliance with the Code;
- e) prevent any form of retaliation within their functions against Recipients who have collaborated to ensure compliance with the Code;
- f) promote and ensure compliance with the Code by Third Party Recipients with whom it operates.

1.5 VALIDITY OF THE CODE WITH REGARD TO THIRD PARTIES

All Company personnel, in accordance with their assigned responsibilities, shall provide adequate information about the commitments and obligations imposed by the Code on Third Party Recipients (suppliers, customers, agents, third parties in general) and shall require compliance with the obligations that directly concern their activities.

1.6 RELATIONS WITH STAKEHOLDERS

The term 'stakeholders' refers to all those involved directly or indirectly in the Company's activities who have an interest in and/or are directly or indirectly affected by Assut Europe's activities, decisions and projects. In particular, the Code aims to guide the Company's conduct towards cooperation and trust with stakeholders, establishing a fair and positive climate. The conduct of all Recipients of this Code must therefore be inspired by the utmost fairness, completeness and transparency, as well as legitimacy in both substance and form. The pursuit of a fair and transparent relationship with stakeholders enhances, guarantees and protects the Company's reputation in the market in which it operates.

2. ETHICAL PRINCIPLES OF REFERENCE

The principles listed below represent the fundamental values that Recipients must adhere to in pursuing the company's mission and, in general, in conducting the Company's activities.

2.1. COMPLIANCE WITH LAWS AND REGULATIONS

The Company complies with and enforces, internally, the laws in force in the countries in which it operates, as well as the ethical principles commonly accepted according to international standards in the conduct of business. In pursuing this goal, all Company personnel, both in-house and off-site, must be aware of the ethical value of their actions and must not pursue personal or corporate gain at the expense of compliance with applicable laws and the principles of this Code.

Under no circumstances is it permissible to pursue or realise the Company's interests in violation of the law, nor does the Company approve or justify behaviour aimed at coercing or soliciting anyone to act in violation of the law.

The Company will not initiate or continue any relationship with anyone who does not intend to comply with this principle.

No fraudulent behaviour aimed at corruption or fraudulent violation of internal procedures or the laws of the countries in which Assut Europe operates will be tolerated.

2.2. RESPECT FOR HUMAN RIGHTS

Assut Europe is inspired by the protection and promotion of human rights, which are inalienable and essential prerogatives of human beings and the foundation for the construction of societies based on the principles of equality, solidarity, rejection of war and the protection of civil and political rights, social, economic and cultural rights and so-called third-generation rights (the right to self-determination, peace, development and environmental protection)..

The company is inspired by the United Nations Universal Declaration of Human Rights, the UN Global Compact Human Rights Principles, the ILO Fundamental Conventions, the OECD Guidelines for Multinational Enterprises and the principles enshrined in the United Nations Global Compact.

2.3. INTEGRITY, FAIRNESS AND PROTECTION OF THE MARKET AND COMPETITION

The Company is committed to creating and providing quality products and/or services and to competing in the market according to the principles of fair and free competition and transparency, maintaining proper relations with public, governmental and administrative institutions, citizens and third parties. Recipients are required to operate, in all situations, with integrity, transparency, consistency and fairness, conducting all business relationships with honesty.

In carrying out its activities, the Company undertakes to respect the rights of all parties involved.

It is essential for the Company that the market is characterised by fairness and loyalty on the part of all operators, in the spirit of Article 41 of the Constitution and the relevant national and European provisions.

Effective market freedom, which guarantees opportunities for participation and success through merit and quality services or products, can only be ensured through conduct that complies with the ethical principles of this Code. For this reason, it is necessary to comply with all laws governing the market and to cooperate with the authorities that regulate it, as well as to comply with all requirements designed to prevent forms of market abuse.

2.4. PROTECTION OF INDUSTRIAL PROPERTY

The Company invests in research, aware that new ideas and new patents are fundamental for sustainable industrial development. Where it undertakes to implement new projects involving new patents or trademarks or otherwise subject to protection in favour of third parties, it will comply with the provisions of the legislation protecting industrial property, trademarks and patents.

2.5. HONESTY

Honesty is an essential principle that inspires the Company's activities. The Company is committed to reaching agreements with Recipients that are formulated in a clear and comprehensible manner and that ensure a fair balance of interests between the parties. Recipients must act with an awareness of the ethical significance of their actions and must not pursue the Company's or their own interests in violation of the law.

Assut Europe encourages the reporting of any suspected attempted, certain or presumed acts of corruption through the channels and methods defined, guaranteeing both the conduct of investigations to assess their validity and prepare effective countermeasures, and the protection of the whistleblower from any form of retaliation (see also paragraph 3).

2.6. SUSTAINABILITY

The economic and financial sustainability of the Company is a necessary and essential value to ensure business continuity, as well as the efficiency and effectiveness of its actions, with a view to continuously creating value for *stakeholders*. In any case, the value of sustainability must not in any way induce the Recipients to violate the principles contained in this Code in order to obtain advantageous economic results.

The Company is committed to integrating the principles of environmental sustainability, social responsibility and good governance into every aspect of its business, contributing to the creation of lasting value for the environment, people and the economic system in which it operates.

2.7. CONFLICT OF INTEREST

The Company shall take all necessary measures to prevent and avoid conflicts of interest, meaning both situations in which the Recipient pursues an interest that conflicts with that of the Company and its objectives, and situations in which the Recipients may derive undue advantages from the performance of their activities.

Before taking any action or initiative, Recipients must assess the existence of conflicts of interest, even if only potential, and, if a conflict of interest arises in a transaction, they must notify their line manager or the SB and

refrain from carrying out the transaction. The Company itself ensures that tools are put in place to define the principles and rules for managing the risk arising from conflicts of interest that may arise in the course of Assut Europe's activities in order to guarantee impartiality in decision-making processes.

Recipients must conform their activities to the principles of fairness and integrity, refraining from acting in situations of conflict of interest in the context of their activities within the Company. Members of the governing bodies are also required to behave in accordance with this Code of Ethics, the principles of autonomy, independence and compliance with the guidelines provided by the Company in their relations with public institutions and any private entity. The control bodies are required to participate assiduously and knowledgeably in the company's activities; together with the recipients, they are required to make confidential use of the information they become aware of for reasons of office and may not use their position to obtain direct or indirect personal advantages. All communication activities must comply with the laws and practices of conduct and must be aimed at safeguarding price-sensitive information and trade secrets.

2.8. GIFTS AND DONATIONS

No form of gift, received or given, is permitted that could even be interpreted as exceeding normal commercial or courtesy practices, or in any case aimed at obtaining favourable treatment in the conduct of any activity connected with the Company. In particular, any form of gift to Italian and foreign public officials, auditors, directors of Assut Europe and its subsidiaries, statutory auditors or their family members that could influence their independence of judgement or induce them to secure any advantage is prohibited.

This rule, which does not allow for exceptions even in countries where offering valuable gifts to business partners is customary, applies to both promised or offered gifts and those received; it should be noted that a gift is defined as any type of benefit (free participation in conferences and events, promise of a job offer, etc.). In any case, the Company refrains from practices that are not permitted by law, commercial customs or the codes of ethics – if known – of the companies or entities with which it has relations.

Gifts and acts of commercial courtesy or hospitality are permitted only if they are of modest value and in any case such as not to compromise the reputation of either party; in general, their value must not exceed €100.00 (one hundred euros). They must always be duly authorised by the department manager, who shall notify the Company's internal control functions in advance.

Gifts and benefits offered but not accepted, which exceed the modest value, must be reported to allow for an adequate assessment by the department manager, who, in accordance with the established procedures, will inform the Supervisory Body.

2.9. REJECTION OF ALL DISCRIMINATION AND EQUAL OPPORTUNITIES

The Company bases its actions and relations with its stakeholders on the rejection of all forms of discrimination based on age, gender, race, nationality, health status, disability, sexual orientation, political opinions or religious beliefs. It is therefore committed to promoting an organisational approach based on understanding, respect and appreciation of the differences of each person within the company, with a view to sharing and broadening points of view and developing the skills, talent and physical and intellectual energies of each of them.

It assesses personnel to be hired by taking into account the suitability of candidates' profiles for the positions to be filled and the company's needs, in accordance with equal opportunities.

2.10. CORRECT USE OF TECHNOLOGIES AND THE IT SYSTEM

The use of the IT network must always be aimed at the development of Assut Europe. In this sense, it is forbidden to use IT and communication systems in a way that is not in the interests of the Company and that does not respect people and their dignity.

Without prejudice to the provisions of Article 15 of the Constitution, Assut Europe undertakes to provide and install support for reporting anomalies, alterations and the presence of viruses or access to prohibited or unauthorised sites.

Assut Europe prohibits access to sites whose content may in any way harm human dignity or violate the law, and prohibits the use of unlicensed software, as well as the *downloading* and duplication of files or programmes in violation of copyright.

With regard to computer applications, all employees and collaborators are therefore required to:

- scrupulously comply with company security policies in order not to violate copyright laws and not to compromise the functionality and protection of IT systems;
- comply with company policies and regulations relating to IT security. In particular, personal passwords and access codes to company databases must be kept safe and not disclosed to unauthorised third parties;
- not to alter the functioning of a computer system for the purpose of falsifying data, information or documents to the detriment of public institutions or private individuals;
- refrain from using IT tools for threatening or abusive purposes, or from using vulgar language, or from making inappropriate comments that may cause offence to individuals and/or damage the company's image.

Assut Europe reserves the right to prevent the misuse of its assets and infrastructure, without prejudice to compliance with the provisions of applicable laws (in particular, the law on *privacy* and the workers' statute).

Personal computers (desktop or mobile) and related programmes and/or applications entrusted to employees or collaborators are work tools and therefore must be used exclusively for the performance of their duties and work activities.

2.11. CONFIDENTIALITY – PROTECTION OF PRIVACY

The Company ensures the confidentiality of the information in its possession and ensures that the acquisition, processing and storage of the personal information and data of the Recipients and of all subjects with whom the Company operates is carried out in accordance with specific procedures that guarantee compliance with the provisions of the law and, in particular, Legislative Decree no. 196/2003 and the subsequent Regulation (EU) no. 2016/679 – GDPR.

Recipients are required to use confidential information for lawful purposes related to the performance of their duties.

2.12. PROTECTION OF INDIVIDUAL PERSONALITY

The Company protects individual freedom in all its forms and rejects any act or fact aimed at limiting personal freedom, as well as any form of prostitution and/or pornography.

Assut Europe requires that internal and external working relationships do not give rise to harassment, understood as:

- unjustified interference in the performance of others' work;
- creation of an intimidating and hostile working environment towards an individual or groups of workers;

- hindering individual job prospects for reasons of personal competitiveness.

Furthermore, the Company does not tolerate sexual harassment, understood as:

- proposals for interpersonal relationships that are unwelcome to the recipient;
- subordinating events relevant to the employee's working life to sexual favours.

2.13. VALUE OF HUMAN RESOURCES AND WORK. SAFETY AT WORK

The Company recognises the value of human resources as a fundamental factor for its development. In particular, the Company:

- promotes the value of *human capital* in order to improve and increase the assets and value of the skills possessed by each employee;
- guarantees the health, safety and physical and moral integrity of its employees, collaborators and consultants, as well as working conditions that respect individual dignity and safe and healthy working environments, in compliance with applicable regulations;
- rejects all forms of irregular work;
- in the management of relationships involving hierarchical relationships, the Company undertakes to ensure that authority is exercised fairly and correctly, avoiding any abuse.

The protection of health and safety at work is a primary objective of the Company, also in accordance with the provisions of Legislative Decree 81/2008.

In line with this objective, the Recipients, and in particular the Employees, and all those involved in tasks relating to health and safety at work (employer, competent doctor, prevention and protection service manager, and workers' safety representatives) shall collaborate, within the scope of their respective functions and responsibilities, to eliminate or progressively reduce risks at source and improve working conditions by adhering to the principles set out below, in particular when decisions or choices have to be made and, subsequently, when they have to be implemented.

The fundamental principles and criteria on which decisions of all kinds and at all levels are based in the field of occupational safety, including occupational risk prevention, information and training activities, as well as the provision of the necessary organisation and resources, are as follows:

- avoid risks;
- assessing risks that cannot be avoided;
- combating risks at source;
- reduce the use of chemical, biological and physical agents where possible;
- adapting work, in particular the design of workplaces, the choice of work equipment and work and production methods, in particular to reduce monotonous and repetitive work and to reduce the effects of such work on health, also in the light of ergonomic criteria;
- take into account the highest level of technical development;
- replace what is dangerous with what is not dangerous or less dangerous;
- plan prevention, aiming for a coherent whole that integrates technology, work organisation, working conditions, social relations and the influence of factors in the working environment;
- give priority to collective protection measures over individual protection measures;
- ensure that collective and individual protection measures are adapted to the best technical standards in view of the company's activities;
- provide information, training, learning and verification of the training levels of employees;
- carry out adequate health checks;
- provide adequate instructions to workers.

2.14. ASSIGNMENT OF PROFESSIONAL TASKS

When assigning professional tasks, the Company is guided by the principles of cost-effectiveness, transparency and fairness and assesses the moral and ethical integrity of its consultants, paying them remuneration that is proportionate to the work performed and adequately documented.

2.15. TRANSPARENCY AND COMPLETENESS OF INFORMATION

The Company undertakes to provide all parties with whom it operates with complete, transparent, comprehensible and accurate information. In accordance with the principle of transparency, every operation and transaction must be correctly recorded, formally authorised, verifiable, legitimate, consistent and appropriate.

Each operation must be supported by adequate documentation so that the characteristics and reasons for the operation and the authorisation process for the operation itself can be checked at any time.

Within the limits permitted by law, the Company guarantees its shareholders, the persons responsible for auditing the Company's accounts and other control bodies, as well as the Supervisory Board, access to data, documentation and any information useful for the performance of their duties.

With regard to accounting information, the company requires all its employees or persons involved in accounting processes to be fully and thoroughly dedicated to ensuring that the management events and transactions carried out in the course of all its activities are represented in the accounts correctly and in a timely manner.

Each accounting transaction must therefore be supported by appropriate documentation certifying the activity carried out so as to allow:

- easy accounting recording;
- the identification of the origin and/or formation of the documents;
- the accounting and mathematical reconstruction of transactions.

It is the responsibility of every employee or person involved in the preparation of the financial statements and explanatory notes to ensure that the accounting documentation complies with the above principles and is easily traceable and organised according to logical criteria. The law requires the application of the principles of transparency, fairness and truthfulness in financial statements and corporate communications, and Assut Europe guarantees the adoption of these principles by its employees or collaborators, also in order to safeguard the trust that must be placed by anyone who receives them in the truthfulness of all the information contained in these documents. In particular, employees and/or consultants responsible for preparing year-end accounting balances are required to formally check or promote the checking of all accounting operations leading up to the production of these balances, also in order to reduce the possibility of interpretative errors.

2.16. RELATIONS WITH SUPPLIERS

The Company bases its relations with its suppliers and subcontractors on principles of transparency, fairness, professionalism, efficiency, honesty and reliability.

When selecting its suppliers and subcontractors, the Company will take into consideration economic convenience, technical capacity, reliability, quality of materials, the supplier's compliance with the quality procedures adopted or to be adopted by the Company, their credentials, as well as the ability of suppliers and subcontractors to ensure compliance with the law and, in particular, with labour regulations, as well as with the Code of Ethics and Model 231. The Company will periodically monitor the suppliers' continued compliance with the above requirements.

Each selection procedure must be carried out under the most competitive conditions possible, and any exceptions to this principle must be authorised and justified in accordance with current legislation. In procurement, supply and, in general, the provision of goods and/or services and external collaboration (including consultants, agents, etc.), personnel (or external parties) responsible for procurement and personnel responsible for contract management (or external parties) are required to formally comply with the provisions contained in the relevant regulations, as well as with the provisions of the Code of Ethics and the Code of Conduct. etc.), the personnel (or external parties) responsible for procurement and the personnel responsible for contract management (or external parties) are required to formally adhere not only to the provisions contained in the Model, but also to the principles and rules of conduct contained in the company procedures and regulations that have been or are being issued, as well as in the applicable legislation.

Assut Europe undertakes to promote, within the scope of its procurement activities, compliance with worker protection and safety conditions, attention to the quality of goods, services and performance, respect for the environment and the pursuit of energy savings. Contracts with suppliers from countries at risk, as defined by recognised organisations, will include contractual clauses requiring the supplier to comply with specific social obligations (e.g. measures to ensure that workers' fundamental rights are respected, the principles of equal treatment and non-discrimination, the protection of child labour) and the possibility of carrying out checks at the production units or operational sites of the supplier company in order to verify compliance with these requirements.

Compliance with the contractual conditions is assessed by the competent company personnel (or external personnel authorised for this purpose) in an objective manner and must be documented in writing.

Suppliers are asked, through a specific contractual declaration, to accept the provisions contained in this Code of Ethics and in the Model and to undertake to comply with them. This declaration is signed for acceptance by the owner or legal representative of the company and attached to the documents produced when submitting bids for individual procurement procedures.

2.17. RELATIONS WITH CUSTOMERS AND PRIVATE CLIENTS

The Company's priority is to fully satisfy the needs of its customers and to establish a solid relationship with them based on transparency, fairness, honesty, efficiency and professionalism.

Contracts and communications with customers must be:

- clear and simple, formulated in language that is as close as possible to that normally used by the interlocutors;
- compliant with current regulations, without resorting to evasive, aggressive or otherwise unfair practices;
- complete, so as not to overlook any element relevant to the customer's decision;

Assut Europe is committed to ensuring that the required quality and safety standards are met and to periodically monitoring the quality of the services provided, with a view to continuous improvement.

Assut Europe undertakes to always respond in a clear, timely, accurate and detailed manner to comments, requests and complaints from customers for their protection, and also undertakes to ensure that the customer can make use of appropriate and diversified communication channels, and to ensure careful monitoring of these, in order to facilitate effective and mutual interaction between the customer and the company.

2.18. ENVIRONMENTAL PROTECTION

The Company recognises the great importance of environmental protection and, for this reason, contributes to the sustainable development of the territory and the identification of industrial solutions with the lowest environmental impact.

All the Company's activities must be carried out in compliance with applicable environmental laws and regulations.

For Assut Europe, protecting the environment and biodiversity, including a commitment to combating the effects of climate change, is a core value for meeting one of the primary needs of individual citizens and the community as a whole: creating better conditions for the future of the next generations.

2.19. PROTECTION OF CULTURAL AND LANDSCAPE HERITAGE

Assut Europe recognises the value of cultural and landscape heritage as a common good to be protected and passed on to future generations, and is committed to operating with respect for the history, identity and beauty of the local area.

Where the company's activities have an impact on an environment subject to landscape, cultural or artistic restrictions, they must be conducted in full compliance with the relevant technical standards (Code of Cultural Heritage and Landscape), refraining from any behaviour that could in any way destroy, damage, alter, deface or otherwise lead to the improper or illegal use of cultural or landscape heritage.

2.20. REJECTION OF ALL FORMS OF TERRORISM

The Company rejects all forms of terrorism and adopts appropriate measures within the scope of its activities to prevent the risk of involvement, even indirect, in any activity that may have terrorist purposes for any reason. To this end, the Company will not establish any commercial or working relationship with individuals or legal entities involved in acts of terrorism, nor will it finance or otherwise facilitate any activity of individuals who carry out activities for terrorist purposes in any way.

2.21. RELATIONS WITH INTERNATIONAL OPERATORS

The Company undertakes to ensure that all relationships, including those of a commercial nature, with entities operating at an international level are conducted in full compliance with the laws in force.

To this end, the Company undertakes to take all necessary precautions to verify the reliability of such operators, as well as the legitimate origin of the capital and resources used by them in their relations with the Company.

The Company undertakes to cooperate, within the limits permitted, fairly and transparently with public authorities, including foreign authorities, that may request information or carry out investigations into the relationships between the Company and such operators.

2.22. RELATIONS WITH THE PUBLIC ADMINISTRATION

The Company undertakes to conduct its relations with entities belonging to the central or peripheral public administration, supervisory authorities, independent authorities, public service concessionaires, public officials, public service employees, authorities, members and officials of the European Communities, public officials of other foreign states or international public organisations (hereinafter referred to as the "Public Administration").

The Company takes particular precautions in its relations with the Public Administration, particularly with regard to transactions involving: contracts; the procurement of goods and services instrumental to the conclusion of contracts; participation in tenders and bids; requests for authorisations, licences and concessions; requests, management and use of funding or benefits in general, however named, from public sources, both national and EU; checks on the execution of contracts and related plant testing; inspections by the Public Administration; regulatory, administrative and corporate compliance; legal proceedings in which the Public Administration is a party.

Relations with the Public Administration are maintained exclusively through persons appointed for this purpose. It is the responsibility of the SB to monitor these aspects.

2.23. RELATIONS WITH HEALTHCARE PROFESSIONALS

All relations with healthcare professionals must be based on compliance with internal company procedures and current regulations.

The Company prohibits its employees from promising or paying sums of money or other benefits to public officials on a personal basis in order to promote or favour the interests of the Company itself.

2.24. CLINICAL TRIALS

In planning and conducting trials, the Company complies with the principles contained in the relevant regulations. The Company guarantees that clinical trials and all related activities are conducted exclusively for scientific purposes.

The centres entrusted with the trials are chosen in accordance with the following criteria:

- structural suitability;
- presence of qualified personnel.

2.25. ORGANISATION/SPONSORSHIP OF CONFERENCE EVENTS

In organising/sponsoring conference events, the Company complies with the Farindustria Code and all applicable regulations.

The Company's participation in conference events is subject to verification of the scientific nature of the event, the reliability of the organisers, and the presence of a concrete interest for the company.

The choice of conference locations is made on the basis of scientific, logical and organisational reasons.

Speakers are chosen on the basis of objective criteria determined by the Company in relation to the nature of the event.

The Company guarantees 'paid' participation in conferences only to those who play the role of speaker or other prominent role in the conference or seminar. The paid participation of a speaker is governed by company procedures relating to the assignment of professional and consulting assignments.

2.26. RELATIONS WITH POLITICAL AND TRADE UNION ORGANISATIONS

The Company does not make any direct or indirect contributions of any kind to parties, movements, committees, associations or other political or trade union bodies, nor to their representatives or candidates, nor to organisations with which there could be a conflict of interest, except those due and/or permitted under specific regulations.

All relationships must be authorised by the relevant departments, paying particular attention to avoiding situations in which conflicts may arise between the interests of the Company and those of the employee authorised to establish relationships with the political or trade union organisation.

2.27. BOARD OF DIRECTORS

The Board of Directors performs its duties with professionalism, autonomy, independence and responsibility towards the Company, creditors and third parties. In compliance with legal obligations, directors are required to avoid situations in which conflicts of interest may arise and to refrain from taking personal advantage of opportunities related to the performance of their duties. Any director who, in a given transaction, has an interest on his or her own behalf or on behalf of third parties that conflicts with that of the Company, must disclose this to the other directors, specifying its nature, terms, origin and scope.

The Board of Directors undertakes to enforce the values set out in this Code, promoting their acceptance and dissemination, including to third parties.

2.28. RELATIONS WITH SUPERVISORY AND CONTROL BODIES

The control bodies are invited to perform their duties with impartiality, autonomy and independence, in order to ensure effective control.

The Company shall ensure that they have access to the data, documentation and information necessary to carry out their duties.

2.29. RELATIONS WITH THE MEDIA

The Company shall address the press and mass media solely through its statutory bodies and through the internal managers delegated to do so.

These persons shall act with the utmost fairness, openness and transparency, in accordance with the principles contained in this Code, in order to ensure that communication is truthful, non-violent and respectful of the rights and dignity of the individual.

All material produced for institutional, project or promotional purposes must comply with copyright regulations.

2.30. RELATIONS WITH THE JUDICIAL AUTHORITIES

It is forbidden to exert any kind of influence on persons called to make statements before the judicial authorities in order to induce them not to make statements or to make false statements.

It is forbidden to help anyone who has committed a criminal offence to evade investigation by the authorities or to escape prosecution.

2.31. BEHAVIOUR THAT MAY DAMAGE THE COMPANY'S GOOD REPUTATION

Recipients are prohibited from engaging in conduct which, although not criminally punishable, may damage the Company's reputation. Such conduct is considered even more serious if carried out in a position of authority and power recognised for the relationship of collaboration or dependence with the Company. Conduct that contravenes the laws of the countries in which the Company operates is considered extremely serious.

2.32. USE OF NARCOTIC SUBSTANCES AND PROHIBITION OF SMOKING AND ALCOHOL ABUSE

Without prejudice to legal prohibitions, the Company prohibits the use, sale, purchase, transfer, possession or presence in the workplace, in any form, of drugs that are not prescribed medicines and monitors compliance with the ban on smoking in enclosed spaces and in the workplace.

Chronic addiction, when it affects the working environment, will be treated in the same way as the above cases for contractual purposes; the Company undertakes to promote the social measures provided for in this area by employment contracts. Finally, the Company also prohibits alcohol abuse.

2.33. PROHIBITION ON POSSESSION OF CHILD PORNOGRAPHY

It is strictly forbidden to possess, on computer or paper media, on the Company's premises, warehouses, appurtenances, or in any other place that can be traced back to the Company, or to disseminate child pornography through the website, the Company's mailbox or publications edited or promoted by the Company.

2.34. USE OF COMPANY ASSETS

Documents, work tools, equipment, supplies and any other tangible and intangible assets owned by the Company shall be used exclusively for the achievement of institutional purposes, in the manner established by the Company; they may not be used by staff for personal purposes, nor may they be transferred or made available to third parties without the necessary authorisations, and they must be used and stored with the same care as if they were the staff's own property. The assets also include personnel data, organisational charts, financial and accounting data and any other information relating to the Company's activities and employees.

All employees and collaborators are responsible for protecting the resources entrusted to them and have a duty to promptly inform their manager and the Supervisory Body of any events that may be harmful to the Company.

2.35. TAX COMPLIANCE

The Company undertakes to comply fully and transparently with all tax obligations incumbent upon it under current legislation and to cooperate, where required, with the tax authorities.

Tax returns and tax payments are not only mandatory from a legal point of view but also unavoidable in the context of the Company's social responsibility.

The keeping and storage of records in accordance with the law is also essential for the correct determination of taxes. The recipients of this Code must not in any way commit or contribute with others to committing criminal violations of tax legislation and must promptly report any violations to the Supervisory Body.

2.36. MONEY LAUNDERING

The Company and all its employees undertake not to carry out or be involved in activities that involve money laundering (i.e. the acceptance or processing) of proceeds from criminal activities in any form or manner.

All Company employees must formally verify in advance the available information (including financial information) on counterparties, suppliers and third parties in general, in order to ascertain their respectability and the legitimacy of their activities before establishing strategic and operational relationships with them.

3. METHODS OF IMPLEMENTATION AND MANAGEMENT OF WHISTLEBLOWING

The implementation of the guidelines set out in the Code of Ethics is expressed in the following operating rules:

- a) The Code of Ethics has been drawn up which, together with the Organisational Model pursuant to Legislative Decree 231, the code of sanctions and the preventive procedures dedicated to more sensitive aspects, contains all the guidelines aimed at preventing prejudicial events with a negative impact; all recipients are required to strictly comply with the contents of the Code of Ethics, the MOG and the procedures within their competence.

Compliance with the rules is part of the contractual obligations of employees pursuant to Articles 2104 and 2106 of the Italian Civil Code; therefore, violation of these rules constitutes a breach of contractual obligations and may result in the application of the penalties provided for;

- b) A Supervisory Body has been established, endowed with independence and full autonomy of action and control. The activities of the SB, characterised by professionalism and impartiality, are aimed at:
- supervising the application and effectiveness of the Company's Code of Ethics and Organisational Model;
 - making decisions regarding violations of the aforementioned documents;
 - preparing suggestions regarding the need to update the OMM or the Code of Ethics following regulatory changes or changes in risk profiles due to a change in the business model and related organisational structure;
 - reporting issues identified in the implementation of the MOG or in the event of its ineffectiveness;
 - conducting field checks and controls;
 - raising awareness among Recipients of training and its effectiveness on topics related to the MOG;

- c) *Whistleblowing*: all Recipients are required to report, verbally or in writing, even anonymously, any non-compliance with or violations of this Code or the MOG; reports must be addressed to the Supervisory Body.

Reports must contain information useful to support the Supervisory Body's investigation and verification activities. If possible, reports should contain the details of the person making the report, in order to allow further information to be obtained directly from them. In any case, reports must be detailed accounts of unlawful conduct, relevant under the law and based on precise and consistent facts;

The Supervisory Body undertakes to ensure the confidentiality of the identity of the whistleblower in accordance with Legislative Decree 24 of 10 March 2023, without prejudice to legal obligations. In particular, in cases where the whistleblower is an employee of the Company or a direct collaborator, they are guaranteed that no retaliation will be taken against them.

However, if the investigation reveals that the report is unfounded and/or that it was made with the sole intention of informing on others, the Company reserves the right to consider disciplinary action against the person responsible.

Reports to the Supervisory Body may be sent either:

- by email to: odv.assut@assuteurope.com ;
- by post, by registered letter marked 'confidential' and addressed to the Supervisory Body;
- in a sealed envelope at the company's two offices, using the post box located in a secluded area away from surveillance cameras.

The Company is committed to improving the reporting system, including by implementing a platform, linked to its website, for sending reports confidentially and, optionally, anonymously.

The Company's website and intranet provide information on how to make such reports to the above recipients. These channels are able to guarantee the confidentiality of the reporter's identity in the management of the report.

In any case, Assut Europe and the Supervisory Body shall endeavour to ensure that those who have made reports are not subject to retaliation, discrimination or, in any case, direct or indirect penalties for reasons directly or indirectly related to the report, thus ensuring the adequate confidentiality of such persons.

The adoption of discriminatory measures against individuals who make reports may be reported to the National Labour Inspectorate, for measures within its competence, not only by the reporting individual but also by the trade union organisation indicated by the same.

Retaliatory or discriminatory dismissal of the reporting person is null and void. Any change in duties pursuant to Article 2103 of the Italian Civil Code, as well as any other retaliatory or discriminatory measure taken against the reporting person, is also null and void.

- d) The contents of the policies and rules set out in this Code of Ethics shall be brought to the attention of the recipients, in particular new employees, through specific communication tools designed to promote awareness of ethical principles and standards.

ANNEX A

Personal commitment to comply with the spirit and letter of the Code of Ethics of Assut Europe S.p.A.

By signing this document, I acknowledge that I have received a copy of this Code of Ethics on
..... and I undertake to comply with the rules contained therein.

I also acknowledge that the Company's ascertainment of conduct that violates one or more ethical rules or internal procedures will result in the imposition of disciplinary sanctions as described in the sanctioning system approved by the company.

Therefore, in case of doubt about the performance of an activity that may involve such violations, I will immediately contact a manager or a person with senior management and coordination responsibilities within the company structures (departments, functions and areas) or the function that oversees company procedures (the function of the company's organisational chart responsible for drafting and verifying internal procedures) or a lawyer belonging to the relevant function of the company.

Received

For acknowledgement of receipt

ANNEX B

Personal commitment to comply with the spirit and letter of the Assut Europe S.p.A. Code of Ethics

(addressed to all those who are not employees but represent Assut Europe as consultants, agents, brokers, interns and other independent collaborators, as well as to all those who enter into contracts with Assut Europe, such as, for example, contracts for works, services, supplies, etc.).

By signing this document, I acknowledge that I have received a copy of this Code of Ethics on and I undertake to comply with the rules contained therein. I also acknowledge that any violation of a rule of this Code of Ethics will result in the *ipso jure* termination of the contract of entered into by me with the company on

Received on

For acknowledgement of receipt