

Code of Ethics

Annex to the Organisation, Management and Control Model of Mediberg S.r.l. Unipersonale

Calcinato, 29 October 2020

1. CODE OF ETHICS.....	10
1.1. PREAMBLE	10
1.2. REFERENCE LEGISLATION	10
1.3. CODE OF ETHICS AND MODEL	10
1.4. ADOPTION AND UPDATING.....	11
1.5. RECIPIENTS.....	12
1.5.1. <i>Contractual value of the rules and principles of the Code of Ethics</i>	12
1.6. COMMUNICATION, DISSEMINATION, TRAINING	13
1.7. REPORTING TO THE SUPERVISORY BODY	13
1.8. DISCIPLINARY SYSTEM.....	13
2. ETHICAL PRINCIPLES OF REFERENCE OF MEDIBERG S.R.L. UNIPERSONALE	16
2.1. PREMISE.....	16
2.2. PROTECTION OF LEGALITY, INTEGRITY, HONESTY, FAIRNESS, LOYALTY, FAIRNESS, AND OBJECTIVITY	16
2.3. PROTECTION OF TRANSPARENCY AND CONFIDENTIALITY IN INFORMATION.....	17
2.4. PROTECTION OF THE PERSON.....	18
2.4.1. <i>Protection of company personnel</i>	18
2.4.1.1. <i>Selection of company personnel</i>	18
2.4.1.2. <i>Enhancement of company personnel</i>	19
2.4.1.3. <i>Health and safety of company personnel</i>	19
2.4.2. <i>Protection of Customers' patients</i>	19
2.5. PROTECTION OF FREE COMPETITION, THE ENVIRONMENT AND THE COMMUNITY.....	20
3. RULES AND STANDARDS OF BEHAVIOUR FOR COMPANY STAFF	21
3.1. PREMISE.....	21
3.2. COMPANY INFORMATION, ASSETS AND IT TOOLS.....	21
3.3. SAFETY, HEALTH, ENVIRONMENT	23
3.4. CONFLICTS OF INTEREST	24
3.5. TRANSPARENCY IN THE MANAGEMENT OF THE COMPANY.....	25
3.6. RELATIONS WITH POLITICAL AND TRADE UNION ORGANISATIONS	27
3.7. RELATIONS WITH THE PUBLIC ADMINISTRATION (PA)	27
3.8. COMMERCIAL RELATIONS: CORPORATE GIFTS AND GADGETS, DONATIONS, SPONSORSHIPS, CLINICAL TRIALS, EVENTS, ENTERTAINMENT EXPENSES.....	28
3.9. RELATIONS WITH SUPPLIERS OF GOODS AND/OR SERVICES	29
3.10. RELATIONS WITH CUSTOMERS.....	30
3.11. RELATIONS WITH COMPETITORS	32
3.12. RELATIONS WITH THE MASS MEDIA	32

4. RULES AND STANDARDS OF CONDUCT FOR AGENTS.....	33
5. RULES AND STANDARDS OF CONDUCT FOR SUPPLIERS OF GOODS AND/OR SERVICES, DISTRIBUTORS, PARTNERSHIPS, CUSTOMERS	33

Mission

The experience and technical skills gained over the years as an Italian manufacturer of medical devices are the key to our constant striving for product innovation and improvement.

With this, and through technical-scientific dialogue with industrial partners all over the world, we aim to establish ourselves on the market as a serious and reliable partner, indispensable for maintaining a high quality standard of health services.

This is why we design and manufacture state-of-the-art medical devices from the point of view of performance standards without ever compromising a level of customisation able to best enhance the skills and abilities of care workers, in the final interest of the health industry.

Values

At the heart of our work lies:

- a passion for people and confidence in their abilities;
- an awareness of our history as an Italian company built over the years with inventiveness, courage and sacrifice;
- the desire to always combine the patient's interest with the creation of wealth for ourselves and our stakeholders;
- respect for commitments undertaken with Customers and suppliers, which for us are synonymous with a lifestyle even before any contractual obligations occur;
- making the most of the company's human capital in the knowledge that this is where our lasting competitive advantage lies;
- openness to the world and to innovation;
- attention to detail as a manifestation of this ideal relationship.

We are committed every single day to exceeding our limits, to learning more about markets, the needs of health care professionals, the evolution of science and technology, and to transforming challenges into opportunities, thus fuelling our desire to know and improve ourselves.

Vision

Health systems and, with them, the world of medical devices are constantly evolving and even those who, like us, have been operating as a manufacturing company for years, can only acquire a greater market share by accepting the challenge of flexibility and continuous improvement of products and processes.

By accepting this challenge, we want to ensure optimal medical devices for public and private health over time, designed and manufactured with excellence for quality, stability, safety, and appropriateness for their intended use.

We want to be considered by the market, before suppliers, as a reference partner in our sector for the quality of our solutions and be chosen because we stand out from the rest in terms of Customer service, in product care, in the ability to respond promptly to new requests that come to us from the market.

We wish to, and are able to, contribute to building a world in which health care professionals and patients are empowered to use the best medical devices at affordable and sustainable costs for every place of care.

GLOSSARY

Agent: Mediberg S.r.l. Unipersonale collaborator; natural or legal person linked to the Company with an agency contract pursuant to art. 1742 and following of the Italian Civil Code.

Company: Mediberg S.r.l. Unipersonale

NCLA: National Collective Labour Agreements stipulated by the most representative trade unions for employees currently in force and applied by the Company.

Code of Ethics: adopted by the Company pursuant to Legislative Decree no. 231/01, is a document with which the Company sets out the set of rights, duties and responsibilities of the Company with respect to all the subjects with which it enters into a relationship for the achievement of its corporate purpose. The Code of Ethics aims to establish ethical "standards" of reference and rules of conduct that the Recipients of the Code must respect in their relations with the Company for the purpose of preventing and repressing illegal conduct.

Disciplinary code pursuant to the NCLA: document through which the Company regulates its disciplinary power as an Employer, and is embodied in the Company's right to adopt specific sanctions against the employee who fails to comply with their obligations.

Collaborator: interns, project workers, temporary workers, agency workers.

Consultant: a person who works in favour of the Company by virtue of a contractual relationship (by way of example and not exhaustive, Lawyer, Accountant, Labour Consultant, Company Doctor). While being a service provider, for the purposes of this document, the consultant will be cited as a particular and separate supplier.

Legislative Decree 231/01 or Decree: the Legislative Decree No. 231 of 8 June 2001, relating to the *"Discipline of the administrative liability of legal persons, companies and associations, even without legal personality"* and subsequent amendments and additions. The discipline envisaged by the Decree is also applied to transnational offences governed by Law 146/2006. Consequently, any reference to the regulation of the offences under the Decree is also applicable to transnational offences.

Recipients of the Code of Ethics: Shareholders; the Sole Director; the members of the Supervisory Body; employees as defined in the National Collective Labour Agreement applied by the Company (by way of example, blue-collar, clerk, middle manager, manager); Collaborators, such as interns, project workers, temporary workers, agency workers; single agents or multiple agents; Distributors, Consultants and Suppliers.

Recipients of the Model: the Shareholders; the Sole Director; the members of the Supervisory Body; employees as defined in the National Collective Labour Agreement applied by the Company (by way of example, blue-collar, clerk, middle manager, manager); Collaborators, such as interns, project workers, temporary workers, agency workers; single agents or multiple agents.

Employees: all employees of the Company (blue-collar workers, clerks, executives, managers).

Distributor: Customer of the Company who, by virtue of a contract with the same, distributes the products of Mediberg S.r.l. Unipersonale.

Suppliers of goods and services: contractual counterparties of Mediberg S.r.l. Unipersonale, both natural and legal persons with which the Company enters into any form of contractually regulated collaboration and intended to cooperate with the Company in the context of sensitive activities.

Confidential information: any information relating to initiatives, commitments, agreements, projects, negotiations, accounting and statistical data, etc. not known to the public and that, if disclosed, could, even if only potentially, prejudice the direct and/or indirect interests of the Company or its Customers.

Law 146/2006: Law 146 of 16 March 2006 (Ratification and execution of the United Nations Convention and Protocols against transnational organised crime, adopted by the General Assembly on 15 November 2000 and 31 May 2001).

Confindustria Guidelines: Confindustria guidelines for the construction of organisation, management and control models pursuant to Legislative Decree 231/2001.

Model: Organisation, Management and Control Model required by Legislative Decree 231 of 8 June 2001 and subsequent amendments and additions.

SB: Supervisory Body provided for by Legislative Decree 231/2001, with the task of supervising compliance with the model and updating it.

Corporate Bodies: Sole Director, Shareholders' Meeting, Supervisory Body.

Company personnel: employees including managers, internal and external Collaborators and members of the Corporate Bodies.

Public Administration (PA) and Supervisory Authority: Judicial Authorities, National and Foreign Institutions and Public Administrations [by way of example only: Consob, Bank of Italy, Antitrust, Borsa Italiana, Privacy Guarantor and other Italian and foreign supervisory authorities]. In addition to any public body, Public Administration must also be understood as any independent administrative agency, person, natural or legal, acting as a public official or in charge of a public service or as a member of a body of the European Communities or an official of Foreign state.

Crime, criminal offence, incriminating offence or predicate offence: the offences under Legislative Decree 231/01 and any additions and amendments, as well as the transnational offences indicated in Law 146 of 16 March 2006.

Administrative Liability: administrative liability to which the Company may be subject in the event of the commission of one of the offences provided for by the Decree or by Law 146/06. If ascertained, this liability entails the application of sanctions provided for by Legislative Decree 231/01.

Third Parties: contractual counterparties of the Company, both natural and legal persons, with whom the Company enters into any form of contractually regulated collaboration, and intended to cooperate with the company [by way of example and not limited to: Collaborators, Suppliers; Consultants (consultancy firms, lawyers, etc.); other Third Parties who have contractual relationships with the Company (e.g. outsourcing companies, administration companies and temporary employees, etc.)].

Entertainment expenses : expenses for breakfasts and refreshments, for forms of reception and hospitality, such as business lunches, dinners or expenses for food, accommodation and transport, towards one or a group of persons (for example, Suppliers, Customers, Public Official, Public Service Officer, etc.).

Standards: Set of general behaviours with which the Company and its members must comply.

Stakeholders: indicates those persons directly or indirectly involved in the activity of Mediberg S.r.l. Unipersonale who have some interest in relation to the decisions, strategic initiatives and possible actions carried out by the Company itself.

Therefore, the Stakeholders may include, by way of example only: Employees, Customers, Shareholders, Citizens, Collaborators in any capacity, Suppliers, Commercial Partners, Municipal, provincial and national institutions, Trade Associations, Environmental Associations and, more generally, anyone who has an interest in the Company's activities, both nationally and internationally.

Company: Mediberg S.r.l. Unipersonale

Workers' Statute: Law No.300 of 30 May 1970.

1. Code of Ethics

1.1. Preamble

The Code of Ethics - which can be defined as the Constitutional Charter of Mediberg S.r.l. Unipersonale containing the ethical principles on which the Company bases its business - provides principles and rules of conduct, in some cases apparently obvious, with which Mediberg S.r.l. Unipersonale and the Recipients of this document must comply, rules that the Company deems essential to observe and enforce in order to guarantee a solid business ethic..

1.2. Reference legislation

The Code of Ethics is part of the broader framework outlined in our legal system by Legislative Decree 231/2001. In fact, on 8 June 2001, the Italian legislator issued Legislative Decree No.231 of 8 June 2001 containing the *"Discipline of the administrative liability of legal persons, companies and associations, even without legal personality"*.

The Decree, with its additions and amendments, introduced an unprecedented form of criminal liability for the companies called to be personally liable and, therefore, in their "own" capacity, if crimes are committed "in their interest or to their advantage", unless, among other conditions, they have:

- adopted and effectively implemented a suitable Organisation, Management and Control Model;
- appointed, within them, a control body called the Supervisory Body.

For the adoption of an Organisation, Management and Control Model compliant with the Decree, the law also requires, for an adequate and effective Model, the development of specific organisational protocols. These protocols are aimed at ensuring an efficient system for controlling the legality:

- of the activities managed by the Companies;
- of the conduct, seen as actions or omissions, carried out by the people who, working inside or outside the companies themselves, act to achieve their business objectives.

The adoption of a Code of Ethics is important as part of these protocols.

1.3. Code of Ethics and Model

The Code of Ethics is the document adopted by Mediberg S.r.l. Unipersonale, which expresses the commitments, principles and ethical responsibilities of the Company in the conduct of business and company activities and defines the lines of conduct that must be adopted by the Recipients of this document.

The Code of Ethics, consequently:

- identifies the principles to which Mediberg S.r.l. Unipersonale, in relations with Stakeholders, bestows an ethical value in order to guide its activity and that of the Recipients towards a path of legality, efficiency, transparency, competence, integrity and fairness;
- recommends, promotes or prohibits certain behaviours that the Recipients must uphold in relation to Mediberg S.r.l. Unipersonale, beyond and regardless of the provisions of the law.

The Mediberg S.r.l. Unipersonale Model is the document with which the Company has built a structured and organic system of procedures and controls, to be carried out also in a preventive manner (ex ante control), aimed at preventing the commission of the various types of offences contemplated by the Decree. It complies with the provisions contained in the Code of Ethics, which is an integral part of it as a prevention protocol.

In this respect:

- the Code of Ethics represents a tool adopted autonomously and is susceptible to application on a general level by the Company in order to express the principles of "corporate ethics" recognised as its own and which it requires everyone to comply with;
- the Model, although inspired by the principles of the Code of Ethics, responds instead to specific provisions contained in the Decree, aimed at preventing the commission of particular types of offences (for facts which, apparently committed to the advantage of the company, may involve administrative liability under the provisions of the same Decree) and apply to the subjects identified as recipients of the model.

The Code of Ethics conforms to the principles indicated in the *"Confindustria guidelines for the construction of organisation, management and control models pursuant to Legislative Decree 231/2001"*.

1.4. Adoption and updating

The Code of Ethics is adopted by resolution of the Sole Director of the Company.

Far from being considered an unchangeable document, this document should be read as an instrument susceptible to subsequent amendments and additions according to changes inside and outside the Company, as well as the experiences acquired by the same over time. All this in order to ensure full consistency between the values upheld as fundamental principles of the Company and the conduct to be followed in accordance with the provisions of this Code.

1.5. Recipients

Given the purpose of ensuring that the Company's business is carried out according to "ethical" rules, principles and values, this Code is binding for:

- The Shareholders;
- the Sole Director;
- the members of the Supervisory Body;
- employees as defined in the National Collective Labour Agreement applied by the Company (by way of example, blue-collar, clerk, middle manager, manager);
- Collaborators, such as interns, project workers, temporary workers, agency workers;
- single agents or multiple agents;
- Distributors;
- Consultants;
- Suppliers of goods and/or services.

Indicated, for the purposes of this document, as Recipients.

1.5.1. *Contractual value of the rules and principles of the Code of Ethics*

With regard to Employees (blue-collar workers, employees, executives, managers), compliance with the Code of Ethics is an essential part of the contractual obligations to which the Company Employee is bound pursuant to and for the purposes of the provisions of the Italian Civil Code (Arts. 2104, 2105 of the Italian Civil Code).

The principles and contents of this Code of Ethics therefore constitute exemplary specifications of the obligations of diligence, loyalty, impartiality imposed by law for Employees and which qualify the correct performance of work and behaviour in general in relation to Mediberg S.r.l. Unipersonale.

With regard to the remaining Recipients, compliance with the Code of Ethics is an essential part of the legal relationship established with the Company. In fact, they are subject to compliance with this document by means of specific contractual clauses which constitute real contractual obligations also in accordance with the principle of good faith in the execution of the contract.

In this case, non-compliance with the Code of Ethics is a breach of contractual obligations with Mediberg S.r.l. Unipersonale and could lead to the termination of the contract due to the negligence of the Recipient, without prejudice, even in this case, to the Company's right to compensation for any damage suffered as a result of the Recipient's default.

1.6. Communication, dissemination, training

The Company undertakes to guarantee timely internal and external dissemination of the Code of Ethics through adequate communication and dissemination, so that the values and principles contained therein can be made known and applied and that individual initiative cannot lead to behaviour that is inconsistent with the reputation that the Company pursues.

That said, the Code of Ethics is:

- in electronic format, published on the Mediberg S.r.l. Unipersonale website and accessible to anyone, both in a specific section of the Company Intranet for internal use and accessible, with the exception of agents and production and warehouse personnel, to employees;
- in paper format, delivered to Recipients at the time of appointment, hiring or starting the relationship with the Company;
- in paper format, affixed in the workplace in the manner prescribed by art. 7 of the Workers' Statute.

With regard to the Members of the Corporate Bodies and company personnel, the Company shall insert, within the annual training plan, initiatives aimed at promoting knowledge of the values and rules of conduct referred to in the Code of Ethics.

1.7. Reporting to the Supervisory Body

Recipients of the Code of Ethics are obliged to report any instructions received that conflict with the law, employment contracts, internal regulations or this Code of Ethics. Failure to comply with the reporting obligation is expressly sanctioned.

Any violation of the principles and provisions contained in this Code of Ethics must be promptly reported by the Recipients, preferably in non-anonymous form, to the Company's Supervisory Body.

Mediberg S.r.l. Unipersonale does not tolerate any type of retaliation, discrimination and penalisation for reports that have been made in good faith, without prejudice to legal obligations and the protection of the rights of those accused erroneously and/or in bad faith.

Contact with the SB can take place by any means, either by sending a letter by ordinary post or by e-mail addressed to the e-mail address specifically set up and reserved for the SB.

1.8. Disciplinary System

All Recipients are required to observe and, to the extent of their responsibility, to enforce the principles contained in the Code of Ethics. Under no circumstances does the claim of acting in the interest of Mediberg S.r.l. Unipersonale justify the adoption of behaviours in contrast with those set out in this document.

Types of penalties

Penalties for workers, clerks and executives

The commission of offences by an employee is sanctioned, depending on the seriousness of the offence, with the disciplinary measures provided for by the sanctioning system referred to in the NCLA for the chemical and pharmaceutical industry pursuant to art. 50 *Disciplinary Provisions* and following. Specifically, the following measures can be imposed:

- sanctioning measures:
 - verbal warning or reprimand;
 - written warning;
 - fine not exceeding three hours' pay;
 - suspension from service and salary for a period not exceeding 3 days;
 - dismissal for significant non-fulfilment of the employee's contractual obligations (justified reason);
 - dismissal for a shortcoming so serious as to not allow the continuation, even provisional, of the relationship (just cause)
- precautionary measures:
 - suspension from service until the disciplinary measure is imposed, in the event that the alleged infringement is serious enough to lead to dismissal.

The employee removed from the service retains, for the period of suspension, the right to the entire salary and the period itself is considered active service for any other effect provided for by the National Labour Contract of the category to which they belong.

Penalties for Managers

The commission of offences by the Managers, depending on the seriousness of the facts, may entail not only expulsive sanctions, but also, based on the jurisprudential interpretations on the matter, conservative sanctions borrowed from those applicable to other employees. In particular, the following measures may be imposed in compliance with the procedures provided for by art. 7 of the Workers' Statute and any special referable rules:

- sanctioning measures:
 - verbal warning or reprimand;
 - written warning;
 - fine not exceeding three hours' pay;
 - suspension from service and salary for a period not exceeding 3 days;

- dismissal for significant non-fulfilment of the employee's contractual obligations (justified reason);
- dismissal for a shortcoming so serious as to not allow the continuation, even provisional, of the relationship (just cause)
- precautionary measures:
 - suspension from service until the disciplinary measure is imposed, in the event that the alleged infringement is serious enough to lead to dismissal.

The manager removed from the service retains, for the relative period, the right to the entire salary and the period itself is considered active service for any other effect provided for by the National Labour Contract of the category to which they belong.

Penalties for the Sole Director

The commission of infringements by the Sole Director is sanctioned with the liability action and/or the revocation action carried out in the cases and according to the procedures set out in the current Statute or, if not provided for in the statutory text, pursuant to art. 2476 of the Italian Civil Code.

Penalties for members of the Supervisory Body

The commission of infringements by a member of the Supervisory Body is sanctioned with the revocation action carried out in the cases and according to the procedures provided for in the Model General Part.

Furthermore, sanctions are applied according to the provisions for the category to which the member of the Body belongs as an internal or external member of the Company.

Penalties for shareholders

The commission of infringements by Shareholders is punished with the sanction of the exclusion of the Shareholder in the cases and according to the procedures set out in the current Statute.

Penalties for Collaborators, Agents, Distributors, Consultants and Suppliers of goods and/or services

The commission of infringements by Third Parties may result, according to the seriousness of the facts and in accordance with the provisions of the specific contractual relationship, in the termination of the relative contract, without prejudice to the right to request compensation for damages that have occurred as a result of such behaviours, including the damages caused by the application by the judge of the measures provided for by Legislative Decree 231/2001, if the violation causes financial damage to the Company or exposes it to an objective risk of the damage itself.

2. ETHICAL PRINCIPLES OF REFERENCE OF Mediberg S.r.l. Unipersonale

2.1. Premise

In the pursuit of its corporate purpose and in carrying out its business, Mediberg S.r.l. Unipersonale complies with the principles of:

- legality, integrity, honesty, correctness, loyalty, fairness, objectivity;
- transparency and confidentiality of information;
- respect for people;
- responsibility in the prudent use of corporate, environmental and social assets and resources.

The purpose of this paragraph is to illustrate the general principles to which Mediberg S.r.l. Unipersonale conforms in relations with Stakeholders and, therefore, represents the commitments that the Company undertakes in conducting its business as indicated in the Articles of Association.

2.2. Protection of legality, integrity, honesty, fairness, loyalty, fairness, and objectivity

Mediberg S.r.l. Unipersonale undertakes to conduct its business in compliance with international, community, national, regional, provincial and municipal regulations, rejecting extortion and corruption, scamming and fraud, incorrect use of public resources, false communication of corporate data and any illegal practice in general and also making the utmost effort, to the extent of its competence, to implement initiatives aimed at combating crime, money laundering and terrorism. That said, Mediberg S.r.l. Unipersonale:

- rejects any form of criminal organisation (in particular, Mafia-type associations), of a national and transnational nature. To this end, the Company does not establish any relationship of a working, collaborative or commercial nature with subjects, whether they are natural or legal persons, directly or indirectly involved in criminal organisations or, in any case, linked by ties of kinship and/or affinity with exponents of known criminal organisations, nor does it indirectly finance or, in any case, facilitate any activity referable to such organisations;
- imposes maximum transparency in commercial transactions and prepares:
 - adequate controls in combating any form of money laundering, receiving stolen goods and financing of national and international terrorism or other criminal activities;

and, in particular,

- preventive checks on potential Collaborators, Customers, and Distributors. Suppliers and Commercial Partners, also operating at an international level;
- marks relations with Public Institutions, Political Organisations and Trade Unions with correct dialectic, without any discrimination or difference in treatment, in order to foster a climate of mutual trust and a solid dialogue in the search for a correct and ideally collaborative system of relations;
- does not make contributions, direct or indirect, to finance political parties, movements, committees and political and trade union organisations, or their representatives or candidates, except those due on the basis of specific legal provisions;
- does not finance associations or sponsor events or congresses that have political propaganda as their purpose.

2.3. Protection of transparency and confidentiality in information

The Company undertakes to:

- consider confidentiality as the cornerstone of the exercise of its corporate activity, fundamental for the reputation of the Company and the trust that Customers place in it. Therefore, it is expressly forbidden to communicate, disseminate or make improper use of data, information or confidential news concerning Customers or third parties in general, with whom the Company maintains, or will maintain, business relations. Personal data may be disclosed only to those who actually need to know them for the exercise of their specific functions;
- disseminate truthful, complete, transparent and understandable information, in order to allow the recipients of such communications to make informed decisions regarding the relations to be maintained with the Company itself or in which it is involved.

The Company is responsible for the information and promotional actions carried out on its services, even if these activities are prepared and/or carried out by third parties. Promotional and marketing activities must be coordinated at the highest corporate level, with the exclusion of any personal initiative that is not part of a carefully planned approach. The contents of the information provided to third parties must always be documented, truthful and not misleading. Exaggerated statements, universal and hyperbolic statements and comparisons that cannot be demonstrated and lack an evident objective basis are not permitted.

2.4. Protection of the person

One of the Company's essential values is to protect the safety of the person, their freedom and their individual personality. It therefore rejects any activity that could lead to injury to the individual's safety, such as female genital mutilation as well as any exploitation or subjugation of the individual and any form of financing that could favour or fuel such conduct.

Furthermore, the Company condemns any conduct aimed at the illegal entry of a foreigner into the territory of the Italian State or into another State of which the person is not a citizen or does not have the right of permanent residence, in order to make a profit, even indirect.

The Company also attaches primary importance to the protection of minors and the repression of exploitative behaviours of any kind towards them.

Furthermore, the Company undertakes:

- to avoid any form of discrimination, in particular based on race, nationality, sex, age, physical disability, sexual orientation, political or trade union opinion, philosophical orientation or religious convictions;
- to not tolerate sexual harassment and physical or psychological harassment, in any form and context they occur;
- to listen to the requests of company personnel, Customers and suppliers without any preconception or behaviour aimed exclusively at the defence of one's position and work;
- to promote the freedom to disagree, overcoming hierarchical and bureaucratic constraints;
- to show sensitivity and respect towards others, refraining from any behaviour that could be considered offensive.

2.4.1. Protection of company personnel

The Company, recognising personnel as a fundamental and indispensable factor for business development, considers it important to establish and maintain relationships based on mutual trust with Employees and Collaborators.

2.4.1.1. Selection of company personnel

At the time of hiring or establishing a collaboration relationship, candidates are evaluated based on how well they fit the profiles required by the Company, also assessing the professional and aptitude characteristics that can be usefully developed within the organisation.

Personnel are hired solely on the basis of regular employment contracts, as no form of irregular work is tolerated. The candidate is made aware of all the features of the employment relationship.

2.4.1.2. Enhancement of company personnel

The Company is committed to developing the aptitudes and potential of its personnel in the performance of their roles, so that the individuals' skills and legitimate aspirations can be fully realised in the context of achieving the company's objectives.

The Company is committed to offering the same job opportunities and professional growth to all Employees and Collaborators based on their skills and professional qualifications, without any discrimination, as well as any form of nepotism or favouritism. Therefore, the Company requires that no harassment of any kind occur in internal and external working relationships, such as the creation of a hostile work environment towards individuals or groups of individuals, unjustified interference with the work of others or the creation of obstacles and impediments to the professional prospects of others.

The Company is committed to training all personnel and to encouraging their participation in refresher courses and training programmes, so that individuals' skills and legitimate aspirations can be realised in conjunction with the achievement of corporate objectives.

2.4.1.3. Health and safety of company personnel

Safeguarding the moral and physical integrity of the Employee and the Collaborator is a necessary condition for work.

Consequently, the Company strives to protect the health and safety of company personnel and also undertakes to consolidate and disseminate the culture of safety, making personnel aware of all risks.

To this end, it promotes responsible and safe behaviour and adopts all the safety measures required to guarantee a safe and healthy working environment, in full compliance with current legislation on prevention and protection.

2.4.2. *Protection of Customers' patients*

The Company's activity is aimed at satisfying the health and care needs of its Customers' patients, ensuring that the services provided to Customers offer the highest possible degree of effectiveness and quality. It is, in fact, a priority of Mediberg S.r.l. Unipersonale to take care of patients:

- by responding in a professional, timely and appropriate manner to the needs of Customers and also ensuring the right to confidentiality of information on patients of which the Company becomes aware;
- identifying the best methods and the best tools available to best fulfil the duties of comprehensive and understandable information towards Customers.

2.5. Protection of free competition, the environment and the community

The Company's activities are carried out:

- in pursuit of corporate interests with correct and loyal behaviour, recognising competition as a positive stimulus for constantly improving the quality of the services offered to Customers, basing its commercial behaviour on the principles of loyalty and correctness.

In relations with public Customers, Mediberg S.r.l. Unipersonale establishes relations with subjects qualified as Public Officials (hereinafter, also PO) or Public Service Officers (hereinafter, also PSO) with the utmost transparency and fairness, in strict compliance with the laws and regulations in force, with the principles established in the Code of Ethics and the Model, in order to ensure the absolute legitimacy of the Company's work. Relations with a PO or PSO - reserved for the Company Departments responsible for this and authorised by the Company - shall be carried out by preserving, in the relations with them, a fair framework of mutual independence, avoiding any action or attitude that may be interpreted as an attempt to improperly influence their decision making;

- inspired by the principles of sound and prudent management, in order to be a solid, reliable, transparent company, open to innovations, interpreting the ever new needs of Customers, attentive to the needs of Shareholders, interested in the best development and use of human resources and more efficient corporate organisation;
- intending to ensure that its activities are fully compatible with the surrounding territory and environment. To this end, it undertakes to carry out company activities in total respect of the environment, understood in the broadest sense, in particular:
 - considering the environmental impact of new activities and new production processes;
 - using natural resources responsibly and consciously by implementing a series of specific initiatives to improve the use of limited resources such as energy, water;
 - developing a relationship of constructive collaboration, based on maximum transparency and trust, both internally and with the external community and institutions, in the management of environmental problems;
 - maintaining high levels of safety and environmental protection through the implementation of effective management systems.

It also undertakes to apply the legislation on environmental protection; respect for the environment is also implemented through a careful assessment of the impact of its activity, ensuring projects are compatible with the protection of the environment in which they are carried out.

3. RULES AND STANDARDS OF BEHAVIOUR FOR COMPANY STAFF

3.1. Premise

The purpose of this section is to prescribe specific rules of conduct, i.e. an action or an omission, respectively, in relation to obligations to do or not to do (prohibitions) imposed by the Company, which company personnel must uphold in relation to Mediberg S.r.l. Unipersonale, as well as beyond and independently of the provisions of the law.

The behaviour of company personnel in pursuing the objectives and in completing each operation must be inspired by the principles of honesty, transparency, loyalty, integrity and correctness, in compliance with company policies, as well as the laws and regulations in force.

The conviction of acting for the benefit or in the interest of Mediberg S.r.l. Unipersonale cannot, in any way, justify conduct in contrast with the principles laid down by this Code of Ethics, the generalised observance of which is of fundamental importance for the proper functioning and prestige of the Company.

3.2. Company information, assets and IT tools

The information, data, and knowledge acquired, processed and managed by company personnel in their work must remain strictly confidential and suitably protected and cannot be used, communicated or disclosed, both inside and outside the Company, if not in compliance with company regulations and procedures. Confidential information is, by way of example and not limited to: business, strategic, accounting and commercial plans; projects and investments; data relating to personnel, Customers, suppliers; company performance and productivity parameters; corporate agreements, commercial agreements and contracts, corporate documents; know-how relating to the production, development and marketing of medical devices; company databases.

The Company's assets and IT tools must be used by company personnel exclusively for the performance of their work activities. In no case is it permitted to use company assets and, in particular, IT and network resources for purposes contrary to mandatory provisions of law, public order or morality, as well as to commit or induce the commission of offences. Company personnel are required to use them, with due care and diligence, through responsible behaviour; this in order to protect the assets and IT tools owned by Mediberg S.r.l. Unipersonale. That said, the aforementioned individuals are responsible for the protection and use of the assets and resources entrusted to them for the performance of their duties and have the duty to promptly inform the relevant departments of any threats or harmful events. In particular, company personnel are required to:

- always work in compliance with the safety standards provided for by the law

and internal regulations issued by the Company for the purpose of using the company's assets or IT tools; this in order to prevent possible damage to things, people or the environment;

- work, as far as possible, in order to reduce the risk of theft, damage or other threats to the assets and resources assigned or present, promptly informing the senior management and/or the Supervisory Body in the event of anomalous situations;
- not to use the IT tools made available by the Company to procure, use, distribute, disclose or advertise pornographic material or to distribute or disclose news or information aimed at sexual solicitation or exploitation.

Since the Company considers the protection of others' work to be mandatory principles, company personnel are prohibited from:

- storing protected intellectual works on their personal computer or removable devices provided by the Company, as well as upload them to the company network;
- storing abusive copies of software subject to protection on removable devices provided by the Company;
- downloading unauthorised copies of protected software using the corporate network;
- installing unauthorised copies of protected software on devices and on the corporate network;
- using others' work in the design and delivery of training courses or in advertising marketing.
- unlawfully reproducing, transferring to another medium, distributing, communicating, presenting or demonstrating in public the contents of a database, or unlawfully extracting or reusing, distributing, installing, selling, renting the same or the data contained therein;
- intruding without authorisation into a computer or electronic system internal or external to the Company protected by security measures or remain there against the will of others
- procuring, reproducing, disseminating, communicating or illegally delivering codes, keywords or other means that could be used to access a computer or telematic system, protected by security measures or in any case provide indications or instructions suitable for the aforementioned purpose, in order to procure profit for either themselves or others or to harm others;
- disseminating, communicating or delivering a computer programme, even created by others, having the purpose or effect of damaging an IT or telematic system, the data or programmes contained therein or pertinent to it, or the interruption, total or partial, or the alteration of its functioning;
- fraudulently intercepting any type of communication coming from outside or

inside the Company, relating to an IT or telematic system or between multiple systems, or preventing it, interrupting it, or finally revealing, by any means of disclosure to the public, in whole or in part, the content;

- installing, outside of the cases provided for by law, equipment designed to intercept, prevent or interrupt communications relating to an IT or telematic system or between multiple systems;
- destroying, damaging, deleting, altering or suppressing the information, data or computer programmes of others; or performing acts aimed at committing such conduct on the information, data or computer programmes used by the State or other public body or pertinent to them, or in any case of public utility; or again by destroying, deteriorating, deleting, altering or suppressing the information, data or computer programmes of others, or by introducing or transmitting data, information or programmes, destroying, damaging, rendering, in whole or in part, the computer or telematic systems of others unusable or seriously obstructing their functioning; the latter behaviours are also forbidden when they are aimed at destroying, damaging, rendering, in whole or in part, computer or telematic systems of public utility unusable or seriously obstructing their functioning.

3.3. Safety, Health, Environment

In terms of health and safety at work, company personnel are required to:

- observe the provisions and instructions given by the Employer, by the Managers and Supervisors, for the purposes of collective and individual protection;
- correctly use the assets and IT tools provided by Mediberg S.r.l. Unipersonale as indicated in section 4.2.1 of this document;
- immediately report to the Employer, the Manager or the Supervisor any shortcomings of the aforementioned means, as well as any dangerous situation of which they become aware, working, in case of urgency and according to their own competences, to eliminate or reduce the serious or imminent dangerous situation, informing the workers' safety representatives;
- not carry out operations or manoeuvres on their own initiative that are not within their competence or that could compromise their own safety or that of other workers;
- participate in education and training programs organised by the employer;
- undergo the health checks required by current legislation or otherwise ordered by the competent doctor.

In terms of environmental protection, company personnel, in respect of future generations, are called upon to develop an "environmental sensitivity": therefore, by

reason of their role and methods of collaboration with the Company, in the context of environmental protection, they are required to:

- respect and enforce the provisions and instructions given by the Company for the purposes of compliance with current environmental regulations;
- use the appropriate spaces for the collection and management of waste and material to be disposed of; follow and comply with the guidance given by the Company in the use and maintenance of work equipment;
- report any shortcomings that could compromise compliance with the provisions issued by the Company on environmental matters;
- not carry out operations on their own initiative or behave in such a way that is not within their competence or that may compromise environmental safety.

3.4. Conflicts of interest

Company personnel must avoid any personal situation or activity that could lead to conflicts of interest, even potential, with the company or that could interfere with the ability to make impartial decisions, in the best interest of the Company. Company personnel must actively notify their hierarchical manager of any possible conflict of interest, apparent or real, and collaborate with the manager to manage these conflicts in a documented and transparent manner.

In particular, the members of the Corporate Bodies must maintain a position of freedom of judgement, integrity and impartiality, avoiding that decisions are taken or activities are carried out, not merely operational, in situations, even if only potential or apparent, of conflict of interest. Any activity that conflicts with the correct fulfilment of one's duties or that could harm the interests and image of the Company must be avoided.

In the event that the conflict of interest involves the Sole Director, a Shareholder or a member of the SB, they must refrain from exercising their decision-making role and delegate this role to other company supervisors.

Furthermore, the members of the Corporate Bodies are required to:

- behave with autonomy, independence, and fairness with public institutions, private individuals, economic associations, political forces, as well as with any other national and international entity;
- ensure assiduous and informed participation in the meetings and activities of the Corporate Bodies;
- make confidential use of the information they are aware of for office reasons, avoiding using their position to obtain personal advantages, both direct and indirect.

3.5. Transparency in the management of the Company

In managing the documentation drawn up or received by the Company, company personnel are prohibited from:

- forging or altering or cooperating with a Public Official or a Public Service Officer in forging or altering certificates or administrative authorisations contained in an electronic document, or forging or altering the conditions required for their validity;
- cooperating with a Public Official or a Public Service Officer in forming and issuing a copy in legal form on an electronic document of a non-existent public or private document or a copy other than the original;
- forging or cooperating with a Public Official or Public Service Officer in forging a certificate;
- falsely attesting, orally or in writing, to a Public Official in a public document, in the form of an electronic document, facts of which the document is intended to prove the truth;
- writing or allowing false information to be written in the records, in the form of an electronic document, subject to inspection by the Public Safety Authority or in notifications, in the form of an electronic document, to the same Authority, concerning industrial or commercial operations;
- forming in whole or in part false private documents, in the form of an electronic document, or altering true private documents, using them or letting others use them;
- destroying, suppressing, concealing, in whole or in part, a true private deed or public document, in the form of an electronic document;
- illegally using the corporate digital signature or, in any case, in violation of the internal regulations governing its use.

The company personnel entrusted with the task of keeping accounting records are required to act so that all documents, aimed at illustrating the management situation of the Company, are drawn up with the utmost care and in compliance with the laws and regulations in force; this in order to guarantee their accuracy and truthfulness.

For this purpose:

- the accounting records must be based on precise and verifiable information and be fully compliant with the internal procedures issued by Mediberg S.r.l. Unipersonale on accounting;
- each document must allow the relative operation to be reconstructed and must be accompanied by adequate documentation. In fact, all actions concerning the business activity must be evident from adequate records that allow checks and controls to be made on the decision, authorisation and execution process.

- each record must be accurate, complete, truthful and transparent;
- in the case of economic and equity elements based on valuations, records must be made in compliance with the criteria of reasonableness and congruity, clearly illustrating in the related documentation the criteria that guided the determination of the value of the asset;
- it is forbidden to represent or transmit false, incomplete or, in any case, data that does not correspond to reality, on the economic, equity and financial situation of the company, for the preparation of financial statements, reports or other corporate communications and corporate information in general;
- it is forbidden to omit data and information imposed by the law on the economic, equity and financial situation of the company.

Furthermore, it is the sole responsibility of the Sole Director and the Shareholders to protect the integrity of the share capital, in compliance with the laws in force in order not to damage the guarantees of creditors and third parties in general; that said, it is prohibited, in particular to:

- return contributions to shareholders or release them from the obligation to make them outside the cases permitted by law;
- distribute profits (or advances on profits) not actually earned or destined by law to reserves, and distribute reserves (even if not constituted with profits) which cannot by law be distributed;
- purchase or subscribe shares of Mediberg S.r.l. Unipersonale outside the cases provided for by law, damaging the integrity of the share capital or reserves that cannot be distributed by law;
- carry out reductions of the share capital, mergers or demergers in violation of the provisions of the law to protect creditors;
- carry out fictitious formations or increases in share capital;
- distribute the corporate assets among the shareholders - in the liquidation phase - before the payment of the corporate creditors or the setting aside of the sums necessary to settle these debts;
- prevent or hinder, by concealing documents or in any other fraudulent way, the performance of the control or auditing of corporate management by the Board of Statutory Auditors or the Auditor;
- carry out, during shareholders' meetings, simulated or fraudulent acts aimed at altering the regular procedure for forming the will of the shareholders' meeting.

With regard to active and passive invoicing, this must take place according to principles of truthfulness, correctness and prior information.

The company personnel is required to ensure that each professional service is correctly reported for the purposes of its invoicing over its real duration and

according to its actual development. It must be valued according to the professional tariffs or according to specific agreements concluded with the Customer.

3.6. Relations with political and trade union organisations

Company personnel must refrain from any direct or indirect pressure on politicians. Any relationship with political and trade union organisations and their representatives must be based on legality and maximum transparency, integrity and impartiality, in order to establish a correct dialogue.

3.7. Relations with the Public Administration (PA)

In relations with the PA, company personnel must operate in a clear, rigorous and consistent manner, avoiding collusive attitudes with the Public Administration. It is also required to cooperate fully with the PA, and in any event to avoid hindering its institutional activity.

Consequently, it is forbidden to:

- influence in any way the decisions of representatives of the Public Administration in an improper and/or illegal manner.

In particular, it is forbidden to:

- accept, even indirectly, money, gifts, goods, services, benefits or favours in relation to relationships with Public Officials or Public Service Officers;
- offer or promise, even indirectly, money, gifts - except as subsequently outlined in section 3.9 - goods, services or favours (also in terms of employment opportunities or by means of activities, including commercial ones, directly or indirectly attributable to the PO or PSO) in relation to relationships with Public Officials or Public Service Officers;
- making unjustified entertainment expenses, or not contractually provided for, and for purposes other than the mere promotion of the corporate image;

influence their decisions, in view of more favourable treatment or undue services or for any purpose, including the performance their role;

- mislead the PO or PSO, using contrivance or deception in order to obtain an unfair profit for the Company to the detriment of the State, another public body or the European Union. In particular, compliance with the law and correct commercial practice is recommended in the event of tenders, negotiations, concessions, licenses, etc. and requests for loans, contributions, subsidies and disbursements from the State or other entity belonging to the Public Administration;

- in case of investigations by the Judicial Authority or by the Bodies delegated by the same:
 - exert pressure, of any kind, on the person called to make statements before the judicial authority, in order to induce them not to make statements or to make false statements;
 - help those who have committed a criminal offence to evade the authority's investigations, or to evade their queries;
- use or submit false declarations or documents, or omit information required to obtain contributions, loans or other disbursements of the same type granted or disbursed by the State, by other Public Bodies or by the European Union;
- allocate for different use a loan obtained from the State, or from another public body or from the European Union to favour initiatives aimed at the realisation of the Company's works or activities

In the event of explicit or implicit requests or proposals for benefits of any kind by Public Officials or Public Service Officers, the Recipients who represent the interests and positions of the Company are obliged to:

- suspend all relations with them;
- report the incident to the Supervisory Body.

3.8. Commercial relations: corporate gifts and gadgets, donations, sponsorships, clinical trials, events, entertainment expenses

In the management of commercial relations, Company personnel must comply with the laws in force as well as the Company's internal regulations.

Authorised company personnel may offer gifts and acts of courtesy to Public Officials, Public Service Officers or, in any case, public employees only when, being of modest value, they do not in any way compromise the integrity and independence of the parties and cannot be interpreted as a tool to improperly obtain advantages.

In business relationships with Customers and Suppliers, authorised company personnel are prohibited from giving donations, benefits, services of any other kind, whether direct or indirect, gifts, acts of courtesy and hospitality, unless they are of a nature and value such as not to compromise the image of the Company and cannot be interpreted as aimed at obtaining preferential treatment that is not determined by market rules.

Authorised employees may carry out sponsorship activities, as long as they are lawful and in accordance with the Company's appreciable interests. These activities - which, by way of example, can address the social, environmental, as well as sporting and artistic areas - must concern events that offer guarantees of quality and reliability, as well as be adequately documented.

The Company prohibits company personnel from adhering to donation proposals if there may be a possible personal or corporate conflict of interest (for example, kinship relationships with PA officials who may favour the Company). Authorised employees can make donations (donations of money or equipment, supplies of other material) to recognised associations and foundations as well as to public and non-profit entities, which are duly constituted, provided that they comply with the requirements of the accounting regulations, both civil and fiscal.

In planning and carrying out clinical trials, authorised personnel must comply with the principles set out in the reference regulations. The start of each clinical study must be preceded by an analysis of the expected results and the risks associated with the trial.

It is appropriate for authorised employees to meet with Healthcare Operators to market and promote Mediberg S.r.l. Unipersonale products, to discuss the characteristics of the products, contracts and conditions of sale.

With regard to participation in events, such as congresses, courses, visits to laboratories/production halls by Healthcare Operators, authorised employees must comply with all applicable regulatory provisions. In particular, the participation in Congresses by Mediberg S.r.l. Unipersonale 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. Speakers are chosen on the basis of objective criteria determined in relation to the nature of the event.

In relations with Healthcare Professionals, it is appropriate to pay for occasional hospitality exclusively in the form of meals and small receptions for participating Healthcare Professionals, which encourage the exchange of information. It is also appropriate to pay the reasonable travel expenses of participating Healthcare Professionals if necessary. However, it is not appropriate to pay for the meals, hospitality, travel or lodging of Healthcare Professionals' guests or any other person who does not have a bona fide professional interest in the information shared at the meeting.

3.9. Relations with suppliers of goods and/or services

The Company and the Supplier must work in order to build a collaborative relationship and mutual trust. That said, company personnel are required:

- with regard to the selection of Suppliers, to comply with current laws and the Company's internal regulations; legislation issued for the purpose of regulating and tracing the process of purchasing goods or services and based on compliance with the principles of competition and equality of conditions for bidders, based on objective assessments relating to competitiveness, quality, usefulness and price of the supply.
- regarding the management of the pre-contractual relationship:
 - to inform the Supplier in a correct and timely manner regarding the

characteristics of the activity, the forms and payment times in compliance with the regulations in force as well as the expectations of the counterparty, given the circumstances, the negotiations and the content of the contract;

- to refrain from abusing one's own contractual strength and in any case from exercising undue pressure (including in the form of promises of gifts and other benefits or advantages in future negotiations) to impose off-market conditions, with particular reference to prices and terms of payment, or in any case to induce a supplier to enter into an unfavourable contract
- to refrain from having commercial relations:
 - with subjects who, even indirectly, hinder human development and contribute to violating the fundamental rights of the person (for example by exploiting the use of child labour or illegal labour);
 - in general, with subjects whose involvement in illegal activities is known, or only suspected, in particular related to organised crime, money laundering, terrorism, and, in any case, with people lacking the necessary requisites of seriousness and commercial reliability.

Having said that, in commercial transactions, company personnel, also in compliance with specific company procedures, must pay particular attention to the receipt and spending of coins, banknotes, credit instruments and valuables in general in order to avoid the danger of circulating counterfeit or altered money.

Furthermore, particular attention must be paid to relations involving the receipt or transfer of sums of cash or other benefits. Company personnel are required to:

- check in advance the information available on commercial counterparties in order to ascertain their respectability and the legitimacy of their business before establishing business relationships with these;
- avoid any involvement in operations that could favour, even potentially, the laundering of money deriving from illegal or criminal activities, by acting in full compliance with primary and secondary anti-money laundering legislation and internal control procedures.

3.10. Relations with Customers

Company staff are required to manage relations with Customers with professionalism, competence, correctness, transparency, courtesy and impartiality. In particular, the behaviours they assume towards Customers must always be based on:

- professional respect for the confidentiality of the information acquired during the activity, as well as the current legislation on the protection of personal data;

- provision of care and attention to each Customer or category of Customers, without discrimination;
- independence from any improper conditioning, both internal and external.

In contractual agreements with Customers, the clauses must be formulated in a clear and understandable way, ensuring the maintenance of the condition of equality between the parties.

Furthermore, in starting commercial relations with new Customers and in the management of existing ones, taking into account available information, the following must be avoided:

- entertaining relations with subjects whose involvement in illegal activities is known, or only suspected, and, in any case, with persons lacking the necessary requisites of seriousness and commercial reliability;
- financing illegal activities aimed at the production or marketing of highly polluting or dangerous products for the environment and health;
- entertaining financial relationships with those economic activities which hinder human development and contribute to violating the fundamental rights of the person (for example by exploiting the use of child labour), even if indirectly.

With regard to the Marketing activity carried out by the Company, any disclosure or communication to Customers - even potential ones - regarding the products marketed by the Company, shall be true, complete, correct and compliant with the Consumer Code.

That said, Mediberg S.r.l. Unipersonale does not accept nor justify any form of misleading advertising or promotional activities that are legally or ethically questionable.

With regard to advertising messages, company personnel are required to:

- highlight the qualitative and excellence aspects of the Company;
- determine the relationship between the product/service offered and the real needs of the Customer;
- inform about the characteristics and costs of the product/service offered by Mediberg S.r.l. Unipersonale.

With regard to any complaints lodged by Customers, company personnel must ensure a timely response, aiming to substantially resolve disputes. In fact, for the Company, complaints are an opportunity for improvement, to overcome the conflict and to restore the trust and satisfaction of the Customer. To this end, the Company, in order to systematically listen to the Customer, prepares periodic Customer Satisfaction surveys, as a source of information to identify and verify the improvement objectives of the service level offered by Mediberg S.r.l. Unipersonale.

3.11. Relations with competitors

Since Mediberg S.r.l. Unipersonale sees competition as a positive stimulus to the constant improvement of the quality of the services offered to Customers and bases its commercial behaviour on the principles of loyalty and correctness, it is forbidden for company personnel to:

- forge, alter or use trademarks or distinctive signs, models, designs or patents, national or foreign, of products with reference to which, with ordinary and qualified diligence, it is possible to know the existence of others' industrial or intellectual property rights;
- introduce into Italy, hold for sale, sell or put into circulation products with trademarks or other distinctive marks, national or foreign, which are forged or altered;
- illegally prevent or hinder the operation of a business or perform acts of unfair competition;
- deliver to the Customer a product that does not comply with the contractual conditions or what was agreed or promised or such as to mislead the buyer as to the origin, provenance, technical specifications or other essential characteristics of the product;
- design, build, use, hold for sale, sell or put into circulation products or intellectual works made by usurping industrial or intellectual property titles or in violation of the same, knowing of their existence with ordinary and qualified diligence.

3.12. Relations with the Mass Media

The company personnel entrusted with the task of managing relations with the Mass Media are required to manage relations with the press and with the means of communication and information, respecting the right to information and protection of the market and the interests of Stakeholders.

That said, the dissemination of news relating to Mediberg S.r.l. Unipersonale is the sole responsibility of the subjects expressly delegated to do so, in compliance with the procedures adopted by the Company.

Any request for news from the press or the means of communication and information received by the company personnel of Mediberg S.r.l. Unipersonale must be communicated to the subjects responsible for external communication, before making any commitment to respond to the request.

External communication must follow the principles of truth, correctness, transparency, congruity and must be aimed at encouraging knowledge of company policies and of the Company's programmes and projects. Relations with the Mass Media must be based on compliance with the law, the Code of Ethics and the principles already outlined with reference to relations with public institutions and

commercial relations, and as applicable, with the aim of protecting the image of Company.

4. RULES AND STANDARDS OF CONDUCT FOR AGENTS

The Agent has the right to appoint sub-agents, whose names must be communicated in advance to the Company, so that Mediberg S.r.l. Unipersonale can evaluate their correspondence to the requirements established for external collaborators by Legislative Decree 231/01.

Sub-agents must also sign a declaration in which they declare that they are aware that Mediberg S.r.l. Unipersonale seeks to adopt a behaviour in line with what is expressed in the Decree and the responsibility for the execution of the assignment of the sub-agents and for their remuneration is the sole responsibility of the agent.

The sub-agency contract must be stipulated in writing and the agent must be obliged to send Mediberg S.r.l. Unipersonale, as soon as possible from its signing, a copy of the contract containing only the clauses concerning the relationship between Mediberg S.r.l. Unipersonale and the sub-agent.

The agent undertakes to require sub-agents to comply with the Code of Ethics and the specific procedures prepared by Mediberg S.r.l. Unipersonale in relation to activities at risk of crime, pursuant to Legislative Decree 231/01, by signing the contract.

The rules and standards of conduct provided for in the sections Relations with the Public Administration (PA), Commercial Relations: corporate gifts and gadgets, donations, sponsorships, clinical trials, events, entertainment expenses and Relations with Customers of this document apply to Agents, for their respective competences.

5. RULES AND STANDARDS OF CONDUCT FOR SUPPLIERS OF GOODS AND/OR SERVICES, DISTRIBUTORS, PARTNERSHIPS, CUSTOMERS

In relations with Mediberg S.r.l. Unipersonale, Third Parties, in the fulfilment of contractual services, must comply, for their respective competences, with the principles set out in chapter 2 of this document and must operate in compliance with current legislation and the contract stipulated with Mediberg S.r.l. Unipersonale. Furthermore, these Subjects should be encouraged to carry out their activities following standards of conduct consistent with those indicated in the Code of Ethics.