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## INTRODUCTION

With this Code of Ethics, the Management intends to remember the fundamental ethical values to which the Company Siem Nova Srl is inspired and to which all the employees and collaborators will have to follow in carrying out the tasks and the functions entrusted to them. The ethical principles contained in this Code apply to both employees and collaborators of the Company linked by any ongoing or occasional contractual relationship with the same, henceforth referred to as "Recipients". Everyone's commitment is essential to ensure that the Company's activities are carried out in compliance with the law, in a framework of fair competition, honesty, integrity, fairness and good faith, in compliance with the legitimate interests of the clients, employees, business partners. It is therefore appropriate to reiterate to all those who work in the Company or who work for the achievement of the Company's objectives, the importance of observing and enforcing these principles within their own functions and responsibilities. In no way can the conviction of acting for the benefit of the Company justify the adoption of behavior in contrast with these principles. Compliance with the provisions of the Code must be considered an essential part of the contractual obligations of the employees and collaborators of the Company pursuant to and for the purposes of the law.

## 1. GENERAL PRINCIPLES

The Company Management is obliged to observe the contents of the Code in proposing and implementing projects, actions and investments useful to increase the economic value of the company and the well-being of its employees in the long term. As per social object, the company performs the function of production, marketing, distribution and with the relative certification of medical devices, including those for veterinary medicine, used in public and private health facilities, and has among its clients private and public entities. It is primarily for managers to promote the values and principles contained in the Code, taking responsibility towards inside and outside and strengthening trust, cohesion and group spirit. Siem Nova Srl demands from the Recipients of the Code the rigorous application of the ethical principles of legality and ethics-behavior.

### Principles of legality

The behavior of the Recipients of the Code must first comply with the laws in force in the State in which the Recipients themselves operate. Siem Nova Srl operates and wants to operate in the absolute respect of these rules: the directors and employees of Siem Nova Srl, as well as those who interact with it in various ways, are required, within their respective competences, to know and observe the laws, the equivalent acts and the state, regional and local regulations and in particular the company law rules with specific attention to the regulation of accounting records and financial statements, the rules on the protection of personal data, health and hygiene and safety at work in particular following the changes made by the Legislative Decree 81/2008.

### Ethical-behavior principles

All the work activities of those operating for Siem Nova Srl must be carried out with professional commitment, moral rigor and managerial correctness, also in order to protect the company's image. All Recipients, and those who work with Siem Nova Srl, are required, in the performance of their duties, to align with the following ethical-behavioral principles:

- a) **Honesty**, the Recipients must be aware of the ethical meaning of their actions, must not pursue personal or business profit to the detriment of the laws in force and the rules outlined here, or even perform actions that, according to the common sense of conscience, contrast with honesty;
- b) **Transparency**, means execution of one's duties through a regime of full intelligibility of the work by anyone; every action performed by the Recipients and by those who maintain relations with Siem Nova Srl must be fully reconstructible and easily recognizable in all its steps, so that all relationships are comprehensible and the respective acts justifiable.
- c) **Diligence**, or fulfillment of one's duties with diligent care and scrupulous attention and accuracy;
- d) **Protection** and enhancement of the person, or respect for each individual, enhancement of their respective capabilities, establishment of mechanisms of trust and empowerment of individuals, designed to make the Recipients solidary and common corporate mission;
- e) **Equity**, or behavioral regime inspired by the common sense of substantial justice;
- f) **Equality**, or uniformity of treatment and social relationship towards each interlocutor, regardless of differences in age, sex, race, physical handicap, religion, business status, economic power, social influence;
- g) **Impartiality**, that is to say, to operate and judge objective and equitable, without favoritism for any of the parties involved, be they public or private, linked with the Recipient from friendship or enmity, kinship or affinity;
- h) **Confidentiality**, or scrupulous abstention from the disclosure of any corporate and personal data, in compliance with all the regulations in force regarding privacy D.lg. 196/2003; the collection and processing of data is strictly reserved for the corporate bodies appointed for this purpose and must be strictly carried out according to company regulations.
- i) Protection of health, ie compliance with all regulations in force concerning accident prevention and prevention of occupational diseases, as well as scrupulous attention to hygiene and personal and workplace conditions;
- j) **Environmental protection**, ie compliance with all current regulations on the environment and pollution, as well as scrupulous attention to any conduct that, even minimal, offends the common sense of environmental education; implementation of programs for the separate collection of waste and recycling of reusable material; reduction of all forms of pollution, be it environmental, acoustic, radio-electric or of any kind.

- k) **Protection of industrial property:** that is of all national and community laws concerning the protection of industrial property and in particular the Legislative Decree n. 30 of 2005.
- l) **Protection of copyright:** The company guarantees and respects copyright in its principles and precepts provided for by Law 633/1941 and subsequent amendments and additions.

## 2. BEHAVIOUR RULES

In order to allow a rigorous application of the principles set out, this Code intends to identify the areas of application of the same, focusing on the main kinds of working relationships that the Recipients will have to entertain. In general, Siem Nova Srl demands from all those who operate within it the respect of the personality and the dignity of each individual, avoiding the creation of situations in which people may find themselves in a situation of embarrassment; discrimination against abuses of all kinds; training appropriate to the position that each one covers; the definition of roles, responsibilities, proxies and availability of information to enable everyone to take the decisions that are in the interest of the company and in compliance with the rules to which it conforms; a prudent, balanced and objective exercise of its powers in the exercise of their respective functions; a correct and confidential use of both personal and company data.

## 3. CONFLICT OF INTEREST

In order to avoid the occurrence of conflicts of interest, every operation and activity must be undertaken solely and exclusively in the interests of the Company and in a lawful, transparent and correct manner.

With regard to conflicts of interest, no employee or lender of the work of Siem Nova Srl can perform activities in favor of competition, take on the status of consultant of a competing company, or lend its professional activity to competitors.

No one will be able to use company assets or provide services that are provided by Siem Nova Srl without being previously authorized by the competent company function; no one can perform, during his / her working hours, other activities that are not congruent with his / her own tasks or organizational responsibilities, or use the company assets other than the aforesaid tasks; nobody can accept money, favors, utilities from people or companies that are or intend to enter into business relations with Siem Nova Srl

All Recipients must avoid any situation and refrain from any activity that may oppose a personal interest to those of the company or that could interfere and hinder the ability to assume, in an impartial and objective manner, decisions in the interest of Siem Nova Srl

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## 4. RELATIONSHIPS BETWEEN PERSONS

### 4.1 Relationships between employees

Siem Nova Srl employees are bound to the full and constant respect of the principles of moral legitimacy and ethical-behavioral principles; all indiscriminately must observe and apply the principles of diligence, honesty and equality, promoting collaboration and mutual solidarity, encouraging the creation of a working environment suitable for the protection of the person and of the worker from both a professional and a relational point of view; are required to use the resources and brands Siem Nova Srl within the limits allowed by the tasks that they are called to fulfill, without ever abusing them; finally, they are called to comply with all the provisions set forth in the Collective Contract that concerns them, as well as with all the trade union regulations concerning the behavior to be held between fellow employees.

### 4.2 Extra-corporate relations

Siem Nova Srl. is a company that maintains relations with third parties on a daily basis, whether they are suppliers, customers or individuals. In general, the Recipients are required, in the aforementioned business relationships with third parties, to conduct an ethical behavior respectful of the laws, based on the utmost transparency, clarity, correctness, efficiency and equity as defined by the Code

### 4.3 Relations with suppliers

The selection of suppliers must take place exclusively on the basis of objective parameters such as quality, convenience, price, capacity and efficiency. In relations with suppliers, donations, gifts, direct or indirect benefits, gifts, courtesy and hospitality are forbidden to obtain favorable treatment. Any gift made on personal initiative or drawing on own or social funds, but not previously used for this purpose, is prohibited, only Siem Nova Srl has the power to decide the company policy on the subject of gifts and allocate the related resources with the unavoidable burden of documentation of the expenses made. In any case, those who work in Siem Nova Srl cannot receive donations, gifts, benefits both direct and indirect, gifts, acts of courtesy and hospitality from suppliers.

### 4.4 Relations with customers

The approach of customers can only take place exclusively through the advertising channels promoted by Siem Nova Srl. Any form of hoarding of customers that violates competition law and that does not comply with regulatory and legal regulations is prohibited; any other form of customer approach that is implemented in acts contrary to the Code is prohibited. In particular, donations, gifts, benefits, acts of courtesy and hospitality are forbidden in order to influence customer choices. Any gift made on personal initiative or drawing on own or social funds, only Siem Nova Srl has the power to decide the company policy on the subject of gifts and allocate the related resources with the

unavoidable burden of documentation of the expenses made and a transparent report of the same. Who works in Siem Nova Srl cannot receive gifts, benefits, tributes, acts of courtesy and hospitality from customers in order to obtain favorable treatment; nothing is due to the employees of Siem Nova Srl other than their salary, for the services they perform.

Company employees are required to comply with internal procedures for managing relationships with customers, provide accurate and comprehensive information about products and services so that the customer can make informed decisions and adhere to the truth in advertising communications or of another kind.

#### 4.5 Relations with Public Administrations

Relations with public institutions are reserved exclusively for delegated functions.

The relationships that Siem Nova Srl entertains with public officials or with persons in charge of a public service, must be undertaken and managed in absolute and rigorous compliance with the laws and regulations in force and with the principles established in the Code of Ethics.

With particular reference to operations relating to tenders, contracts, authorizations, licenses, concessions, any contact with third parties must take place by the corporate bodies and those expressly delegated to them, in line with corporate strategies and in writing.

Dations, gifts, benefits, acts of courtesy and hospitality are forbidden to influence the choices or even to sensitize their members; use regalia must match the dual requirement of tenuousness and equality.

Any gift made on personal initiative or drawing on own or social funds is forbidden, only Siem Nova Srl has the power to decide the company policy on the subject of gifts and allocate the relative resources, resulting in an unavoidable burden of documentation of expenses and a transparent statement of the same.

Siem Nova Srl refrains from providing any contribution, direct or indirect, in any form, to political parties, committees and movements, to their representatives and candidates, with the exception of what is admitted and foreseen by the laws and regulations in force.

## 5. COMPANY COMMITMENTS

The Company intends to set up a supervisory and control body, with the aim of promoting knowledge and verifying the application of the rules contained in this Code. The Company will thus ensure maximum dissemination of the Code to employees, will carry out checks in order to report any violation of the Code and will assess the facts, with the consequent implementation of corrective measures, in case of ascertained violation.

## 6. CONTROLS AND SANTIONS

The task of overseeing the observance and functioning of the Organization and Management Model adopted by Siem Nova Srl pursuant to Legislative Decree no. 231/01 and subsequent amendments is entrusted to the Supervisory Body, with autonomous powers of initiative, control and establishment of disciplinary action. The Supervisory Body is subject to the laws and the same principles of this Code; works with impartiality, authority, autonomy, continuity, professionalism. The Organism has the interpretation of the Code as its activity, coming to constitute the point of reference to resolve any doubt on the application of the principles expressed therein. Protects employees who report behavior that does not comply with the Code, preserving them from pressures, interference, intimidation and retaliation. Perform periodic checks on the functioning and compliance with the organization model adopted.

The Body operates with wide discretion and with the complete support of the vertices Siem Nova Srl with which it collaborates in absolute independence. This Body is responsible for the punctual and rigorous verification of the information transmitted, in order to promote the imposition of disciplinary sanctions or the activation of mechanisms for contractual termination with the competent corporate function.

The Supervisory Body, once having learned the news of the commission of an offense, must examine the non-manifestly groundlessness by carrying out the appropriate investigations, in compliance with the laws in force concerning labor and trade union law, privacy and personal rights. Having ascertained that the information is not unfounded, the Body has the duty to impose the disciplinary sanctions provided for by the specific organizational and control model folder, or to report the violation to the competent company departments in writing, which will sanction the behavior censored against pursuant to current legislation, regulations and CCNL. In any case, the violation of the principles established in the Code of Ethics and in the procedures provided for by the internal protocols compromises the trust relationship between Siem Nova Srl and its directors, employees, consultants, collaborators, customers, suppliers and business partners. Such violations will therefore always and in any case be prosecuted according to the law.

## 7. USE OF COMPANY FACILITIES AND INSTRUMENT

The employee is obliged to guarantee the utmost respect for the Company's infrastructures, means, instruments and materials, promptly reporting to the Supervisory Body, the possible unequal use of such equipment that it deems others to do.

They belong to these categories, for example: rooms, furnishings and furnishings; operational equipment and equipment such as: company vans, company cars, tools, personal computers, printers, calculating or writing instruments and similar; photocopying, reproduction, printing and collating systems; communication tools such as telephone, fax, e-mail; personal stationery, paper,

stationery for offices, and similar; functionality offered by the company information system such as: processing procedures, software, Internet access and databases and similar; books, newspapers, magazines and publications in general; the personal protective equipment and the machinery to which they are employed. The employee is required to use the company's equipment only for the performance of the job duties to which he is responsible.

It is therefore strictly forbidden for employees to act with company resources for the achievement of private interests or interests or in competition with company activities.

The employee is allowed to use equipment and / or material of the Company outside the structures of the latter only in cases of use for business reasons. In all other cases, express authorization is required.

## 8. CONFIDENTIALITY

The employee is required to comply with all the precepts of the Legislative Decree 196/2003, to maintain the strictest and absolute reserve on all information relating to the Company and / or its employees of which it is aware by virtue of its work activity.

Any information, data or document that employees become aware of during their work performance is of exclusive property of Siem Nova Srl and the employee has the right to use it exclusively during the exercise of his business function.

Without prejudice to the prohibition to divulge information pertaining to the organization and production methods of the company or to use it in such a way as to be detrimental to it, each employee, in particular, must: acquire and process only the data necessary and appropriate for the purposes directly attributable to the function performed; to acquire and process data only within specific procedures; keep the data in a way that prevents unauthorized others from getting to know it; communicate the data themselves in the context of pre-established procedures and / or the explicit authorization of the superiors; make sure that there are no absolute or relative restrictions on the possible disclosure of information concerning third parties related to the Company from a relationship of any kind and, where appropriate, obtain their consent.

## 9. FREE COMPETITION

Without prejudice to compliance with the rules on free competition, all employees are required to act in such a way as to achieve the best results in the competition.

It is against Company policy to have discussions, communications and exchanges of information or agreements with any competitor regarding prices, discounts, promotions, conditions of sale, markets, production costs which have the purpose of restricting or distorting the free competition game.

It is also prohibited any form of agreement, direct or indirect, that is realized or put in place with competitors in order to modify or disturb the trend of public supply tenders, public procurement

procedures or other procedures related to the purchase of goods or services by public administrations.

## 10. ACCOUNTING TRANSPARENCY

Every operation and transaction must be correctly registered, authorized, verifiable, legitimate, coherent and congruous. Accounting transparency is based on the accuracy, completeness and authorization of the basic information for the related accounting records.

Each employee is required to collaborate so that the management facts are represented correctly and promptly in the accounts. For each operation, adequate supporting documentation of the activity carried out is kept, in order to allow accounting registration and accurate reconstruction of the operation. Use of corporate funds for illegal or improper purposes is strictly prohibited. No payments will be made to anyone, not based on appropriately authorized company transactions or the payment of unlawful forms of remuneration. Any negligence, omission or falsification of which employees become aware must be promptly reported to the Supervisory Body.

## 11. HYGIENE AND SAFETY AT WORK.

The company Siem Nova Srl carries out its business activity pursuing the corporate purpose, but in the primary respect of the laws and regulations of the Italian Republic in particular in matters of hygiene and safety at work. For this purpose, the entire executive organization chart of the company is followed by compliance with the laws on the subject and in particular of Legislative Decree no. 81/2008 and subsequent amendments and additions, without prejudice to the general principles already set out above by the present code of ethics.