



231 Organizational Model

231 Organization Model pursuant to Legislative Decree 231/2001



Approved by the Board of Directors on September 30, 2022



ETHICAL CODE

This Ethical Code is an integral part of the Organizational and Management Model adopted by the Company

The company MIAL F.lli Massini Srl (hereinafter MIAL Srl), in order to ensure the behaviour of high ethical value and respect of the Laws, by its employees and collaborators, also in compliance with the provisions of the Legislative Decree of 8 June 2001 no. 231 (Discipline of the administrative responsibility of legal persons, companies and associations even without legal personality, in accordance with article 11 of the law of 29 September 2000, n. 300), has adopted a Code of Ethics in which all the ethical standards, and the relative inspiring principles, with which all employees and collaborators of the company must conform.

Likewise, the company MIAL Srl, sensitive to the need to ensure conditions of correctness and transparency in the conduct of business and corporate activities, has also adopted the Organization and Management Model, also envisaged by Legislative Decree 231 /01. in order to evaluate the risk areas and ensure compliance with the law in all company activities.



Introduction

MIAL Srl is a COMPANY, which has been operating in Umbria since 1977. The company MIAL Srl, in addition to complying with the laws and regulations in force in Italy, guarantees its customers, services and assistance of the highest level, in the daily conduct of its business: these standards, and their inspiring principles, are collected in this code of ethics (hereinafter referred to as the Code).

The Code is a supplementary tool to the rules of conduct dictated by the legislator: mere compliance with the law, although a fundamental condition, is not sufficient for MIAL Srl, which demands that all company decisions and the conduct of its staff are based on ethical and deontological rules, even in cases where they are not codified by law. The term personnel refers to all the people working in MIAL Srl, i.e.: employees, directors, collaborators in various capacities and consultants.

The Code expresses the commitments and ethical responsibilities undertaken by those who, in various capacities, collaborate in the achievement of the objectives of the company MIAL Srl towards shareholders, employees, collaborators, external consultants, suppliers and other subjects. Subjects who, as a whole, are defined as stakeholders, insofar as they are bearers of interests linked to the company's activities. Every person working in the company is required to act in accordance with the provisions of this code of ethics at all times. Particular attention is required of those who, in various ways, hold positions of responsibility both corporate and business in the various areas, as well as the members of the Supervisory Board, who have the task of overseeing compliance with the Code (as well as the functioning of the Organisational Model) and ensuring that it is updated: these individuals are called upon to ensure that the principles adopted are constantly applied and to maintain a behaviour that sets an example to employees, collaborators and consultants.

The Code is available to customers, suppliers and other third parties who interact with the company: in particular, it is brought to the attention of third parties who receive assignments from MIAL Srl, or who have lasting relations with it, formally inviting them to respect its principles and criteria of conduct, in the context of the relations they have with the company.

In addition to its commitment to product and solution research for its customers, MIAL Srl does not neglect its business's ethical aspects by deciding to adopt a code of ethics that governs the rules of moral and ethical behaviour - both individual and collective - within a company. The company's values, mission and vision represent the points of reference as a propulsive drive towards the future, which are fundamental elements of the code of conduct to be kept in the company. All this translates into quality and healthy competitiveness.

As a rule, a company's charter of fundamental rights and duties is based on the following principles: equality, fairness, confidentiality, protection of the individual and the environment, honesty, impartiality and transparency. It is the HR managers who have the task of verifying that the code reflects the company's values and it is they who will inform and train employees who need more explanation, including the sanctions provided for violations.

The second objective that MIAL has set itself with the adoption of a Code of Ethics is to encourage virtuous behaviour within its company, both in terms of internal and external dynamics.



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1. Principles of conduct for the organisation



The principles listed below are considered fundamental, therefore MIAL Srl undertakes to respect them in relation to anyone. The company also expects these principles to be respected by all internal and external subjects who have relations of any kind with it. Respect for laws and regulations The company MIAL Srl operates in strict compliance with the law and endeavours to ensure that all personnel act accordingly: people must behave in compliance with the law, whatever the context and the activities performed. This commitment must also apply to consultants, suppliers, customers and anyone who has relations with the Company. MIAL Srl will not initiate or continue any relationship with those who do not intend to align themselves with this principle.

Integrity of conduct

The company MIAL Srl undertakes to create and provide quality services and to compete on the market according to principles of fair and free competition and transparency, maintaining correct relations with public, governmental and administrative institutions, with citizens and third party companies. Everyone is required to operate, in any situation, with integrity, transparency, consistency and fairness, conducting all relationships with honesty.

Repudiation of discrimination

In decisions affecting relations with its stakeholders MIAL S.r.l. avoids any discrimination on the basis of age, gender, sexuality, state of health, race, nationality, political opinions and religious beliefs of its interlocutors.

Enhancing human resources

The company MIAL Srl recognises that human resources are a factor of fundamental importance for its own development, therefore it guarantees a safe working environment that facilitates the performance of work and enhances the professional aptitudes of each individual. The work environment, inspired by respect, fairness and cooperation, must allow the involvement and empowerment of people, with regard to the specific objectives to be achieved and the methods to pursue them. The management of human resources is based on respect for the personality and professionalism of each person, guaranteeing their physical and moral integrity: personnel must always behave respectfully towards the people they come into contact with, on behalf of the company, treating everyone fairly and with dignity. The company MIAL Srl refuses any form of forced labour, or carried out by persons below the minimum working age set by current Italian law, and does not tolerate human rights violations in any way. MIAL Srl does not employ in any way, foreign workers who do not comply with the current regulations on the stay of workers in the national territory.

Fairness of authority

In the management of contractual relations involving the establishment of hierarchical relations MIAL Srl undertakes to ensure that authority is exercised with fairness and correctness and that all forms of abuse are avoided: in particular, the Company ensures that authority does not turn into an arbitrary exercise of power detrimental to the dignity and autonomy of the person. These values must, in any case, be safeguarded when making choices on the organisation of work.

Protection of health, safety and the environment



MIAL Srl intends to conduct its business and make its investments in a socially responsible and environmentally sustainable manner. The Company also works to ensure complete and exhaustive communications with the community, taking care to disseminate correct and truthful information regarding its activities.

Avoiding unethical behaviour

It is unethical, and encourages the assumption of hostile attitudes towards MIAL Srl company, the behaviour of anyone, individual or organisation, who seeks to appropriate the benefits of the collaboration of others, exploiting positions of strength.

Fairness in contractual matters

Contracts and work assignments must be carried out as consciously agreed by the parties: MIAL Srl undertakes not to exploit conditions of ignorance or incapacity of its counterparts. It must also be avoided that, in existing relations, anyone acting in the name and on behalf of the Company tries to take advantage of contractual gaps, or unforeseen events, to renegotiate the contract for the sole purpose of exploiting the position of dependence or weakness in which the counterparty has found itself.

Protection of competition and respect for deontology

The company MIAL Srl intends to protect the value of fair competition, refraining from collusive, predatory behaviour and abuse of position, also in compliance with the rules of professional ethics. Therefore, all parties that in various capacities operate with the company may not participate in agreements that conflict with the rules governing free competition between companies.

Enhancement of the investment in MIAL Srl

The Company endeavours to ensure that its economic-financial results are such as to safeguard and increase the value of its capital, in order to adequately remunerate the risk that the holders of its capital assume.

Transparency and completeness of information

The company MIAL Srl is required to provide complete, transparent, comprehensible and accurate information, so that, in setting up relations with the corporate structure, stakeholders are able to make autonomous decisions aware of the interests involved, the alternatives and the relevant consequences. In the case of customers, any communication, in addition to being complete, transparent, comprehensible and accurate, shall be made in compliance with R E 679/2016. In particular, in the conclusion of any contracts, the Company shall take care to specify to the contracting party the conduct to be adopted in all foreseen circumstances, in a clear and comprehensible manner.

Protection of personal data



The company MIAL Srl collects and processes personal data of customers, capital holders, collaborators, employees, consultants and other subjects, both natural and legal persons. Such data consists of any information that is needed to identify a person, directly or indirectly, and may include sensitive data, such as those revealing ethnic or racial origin, political orientation, state of health or sexual orientation. The Company undertakes to process such data within the limits of and in accordance with the provisions of current privacy legislation, with specific reference to the GDPR -Eu 679/2016-, and in particular Articles 7 and 13 thereof sensitive data relating to the state of health of customers, the Company always ensures strict compliance with all the guarantees provided for by the GDPR itself, in particular Article 13, and with the obligations laid down.

Company personnel who, in the course of their work, have to process data - whether sensitive or non-sensitive - must always proceed in compliance with the Code of Ethics D. Lgs 231/01, i.e. the aforementioned legislation and the operating instructions issued in this regard by the Company itself.

Processing of information

Sensitive data ex art. 9 par. 2 lett. h-i of the GDPR are processed only with the written consent of the data subject and with the prior authorisation of the Garante, in compliance with the conditions and limits established by the GDPR, as well as by law, regulations and professional secrecy. Such data may not be disseminated pursuant to Article 9 of the GDPR itself. The information on stakeholders that do not constitute sensitive data ex art. 9 GDPR, are, in any case, processed by The Company MIAL Srl in compliance with the confidentiality of the data subjects. In particular, The Company:

- ☑ defines an organisation for the processing of information that ensures the proper separation of roles and responsibilities;
- ☑ classifies information according to increasing levels of criticality and adopts appropriate countermeasures at each stage of processing;
- ☑ subjects third parties involved in the processing of information to confidentiality agreements.

2. Principles of conduct to be followed by personnel

Personnel must observe the principles listed below in their conduct towards MIAL Srl

Professionalism

Each person performs his work and services with diligence, efficiency, fairness and in compliance with the regulations in force, making the best use of the tools and time at his disposal, and assuming the responsibilities related to the fulfilments.

Loyalty

The staff is required to be loyal to the company MIAL Srl

Honesty

Within the scope of their work, the personnel of the company MIAL Srl are required to know and diligently comply with the Organisational Model and the laws in force, with particular attention to the rules on safety at work. In no case may the pursuit of the Company's interest justify dishonest conduct. The company MIAL Srl prepares the appropriate tools, to adequately inform people if there are doubts about how to proceed.

Fairness



The personnel of MIAL S.r.l. do not use for individual purposes information, goods and equipment, which they have in the performance of their assigned function or task. Each of them does not accept, nor does he/she make, for him/herself or for others, pressures, recommendations or reports, which may cause damage to MIAL Srl or undue advantages for him/herself, for the Company or for third parties; each of them rejects, and does not make, promises of undue offers of money or other benefits.

Confidentiality of company information

Personnel ensure the utmost confidentiality with regard to news and information constituting company assets or inherent to MIAL Srl's activity, in compliance with the provisions of law, regulations in force and internal procedures. Company personnel are also required not to use confidential information for purposes unconnected with the exercise of their respective activities: for example, to engage in the illegal activity of insider trading.

Personal appearance, politeness and conduct

The personnel of MIAL Srl must always have a dignified personal appearance and behave in a dignified and polite manner towards superiors, colleagues, external consultants and third parties outside the Company.

Resolution of conflicts of interest

The personnel of MIAL Srl pursue, in carrying out their work, the objectives and general interests of the Company itself. Everyone must inform their superior or contact person without delay of situations or activities in which there could be an interest in conflict with that of the Company, by the personnel themselves or their close relatives, and in any other case in which there are relevant reasons of convenience. Alternatively, the report may be made, on a confidential and reserved basis, to the Supervisory Board. Personnel shall respect the decisions taken in this regard by MIAL Srl.

3. Criteria of conduct

3.1. Relations with personnel

Personnel selection

The evaluation of employees to be recruited is carried out on the basis of the correspondence of the candidates' profiles with those expected and with the company's needs, in compliance with equal opportunities for all concerned. The information requested is strictly linked to the verification of the aspects envisaged by the professional and psycho-aptitude profile, respecting the candidate's privacy and opinions. The Human Resources Department of MIAL Srl adopts, in its selection activities, appropriate measures to avoid favouritism and facilitations of any kind.

Establishment of the employment relationship

Employees are hired with a regular employment contract, in accordance with the models in force in the National System: no form of irregular employment is tolerated. At the establishment of the employment relationship, the person receives accurate information on: characteristics of the function and tasks to be performed; regulatory and salary elements; rules and procedures to be adopted, in order to avoid possible health risks associated with the work activity; internal regulations to be complied with, according to the tasks to be performed. This information is presented to the assumption in such a way that the acceptance of the assignment is based on an effective understanding of their content.

Personnel management

Employees represent the main resource of MIAL Srl. This is why the Company pays particular attention to the valorisation of individuals and their professional growth, on a purely meritocratic basis.



The Company is committed to protecting the moral integrity of people, guaranteeing the right to working conditions that respect their dignity. Everyone must be treated with the same respect and dignity and have the right to the same opportunities for professional and career development. MIAL Srl avoids any form of discrimination against its personnel. In the employee management and development processes, as well as in the selection phase, decisions made are based on the correspondence between expected profiles and the profiles possessed by people (for example in the case of promotion or transfer) and/or on considerations of merit (for example, allocation of incentives based on results achieved). Access to roles and positions is based on skills and abilities; moreover, compatibly with general work efficiency, forms of flexibility in work organisation are favoured that facilitate people on maternity leave and those who have to care for children. The assessment of persons is carried out in a broad manner, involving managers, Human Resources and, as far as possible, those who have come into contact with the person examined.

Integrity and protection of the person

The company MIAL Srl safeguards workers from acts of psychological violence, and opposes any attitude or behaviour that is discriminatory, or that may upset people's sensitivity. The Company undertakes not to exercise any type of discrimination or harassment towards its staff. The achievement of individual objectives must be fairly evaluated, establishing clearly stated criteria to be used to assess people's abilities and their contribution; the results achieved must be adequately recognised. All persons, in the context of their activities and relations, are required to respect these principles and collaborate with MIAL Srl for their protection. Any person who believes to have been subject to harassment, or to have been discriminated against for reasons related to age, sexuality, race, state of health, nationality, political opinions, religious beliefs, etc., or who becomes aware of acts of discrimination against colleagues, must report the incident to their direct manager and to the Head of Human Resources, without fear of any kind of retaliation. In the most serious and sensitive cases, the report may be made, in a confidential and discreet manner, to the Supervisory Board.

The company MIAL Srl will not tolerate any act of discrimination or harassment: persons guilty of such acts will incur disciplinary sanctions, which may even include dismissal. Disparities are not considered discrimination, but only if justified, or justifiable, on the basis of objective criteria.

Dissemination of personnel policies

Personnel management policies are made available to all people, through the company's tools: these include the Internet, Intranet, organisational documents and internal communications by managers.

Resource valorisation and training

Managers utilise and fully valorise all the professional skills present in the structure, by activating the available levers to favour the development and growth of people. For example: job rotation, shadowing experienced personnel, experience aimed at covering positions of greater responsibility. Of particular importance in this context is the communication, by managers, supervisors and owners, of people's strengths and weaknesses, so that they can strive to improve their skills, also through targeted training. MIAL Srl provides people with information and training tools, including distance learning, with the aim of enhancing specific skills and preserving the professional value of personnel. Training is assigned to groups or individuals, on the basis of specific professional development needs; furthermore, with regard to any distance training (delivered through the Internet, Intranet or CDs), which is not directly assigned, each person may make use of it, on the basis of their own interests, outside normal working hours. Code of Ethics Legislative Decree 231/01 Institutional training is provided, delivered at certain times in the person's corporate life (for example, an introduction to the Company's activities is provided for new recruits), and recurring training is provided for operational personnel, in accordance with current regulations.

Management of people's working time



Each manager is required to make the most of people's working time, requesting services consistent with the performance of their duties and with the work organisation plans. It constitutes an abuse of the position of authority to request, as a due act from the hierarchical superior, services, personal favours or any behaviour that constitutes a violation of this Code.

Staff involvement

Compatibly with the company's needs, the involvement of personnel in the performance of work is ensured, also by providing for moments of participation in discussions and decisions functional to the realisation of the company's objectives. People must participate in such moments with a spirit of cooperation and independence of judgement. Listening to the various points of view, compatibly with the company's needs, enables the managers to formulate the final decisions; in any case, staff must always contribute to the implementation of the activities established, whatever the decision adopted.

Interventions in work organisation

In the case of work reorganisation, the value of human resources is safeguarded by providing, where necessary, training and/or professional requalification actions. MIAL Srl therefore complies with the following criteria - the burdens of work reorganisation must be distributed as evenly as possible among all persons, consistent with the effective and efficient exercise of the company's business; - in the event of new or unforeseen events, which must in any case be made explicit, the person may be assigned to different tasks, compared to those previously carried out, taking care to safeguard his professional skills.

Health and safety

MIAL Srl is committed to offering a work environment that protects the health and safety of its personnel, in full compliance with the relevant regulations, with particular attention to Legislative Decree 81/08 and subsequent amendments. The Company is committed to spreading and consolidating a safety culture, developing awareness of risks and promoting responsible behaviour by all people; MIAL Srl also works to preserve, above all with preventive actions, the health and safety of workers. All personnel must comply with the internal rules and procedures on risk prevention and health and safety protection, and promptly report any shortcomings or failure to comply with the applicable rules.

The objective of MIAL Srl is to protect human resources, constantly seeking the necessary synergies not only internally, but also with suppliers, companies and customers involved in the company's activities. To this end, a capillary internal structure, in compliance with the institutional figures envisaged by Legislative Decree 81/08, attentive to the evolution of reference scenarios and the consequent change in threats, carries out interventions of a technical and organisational nature, through - the drafting and constant updating of the Risk Assessment Document (Articles 171 a) and 28 of Legislative Decree 81/08); - the introduction of an integrated risk and safety management system; - a continuous analysis of the risk and criticality of the processes and resources to be protected; - the adoption of the best technologies; - the control and updating of work methodologies; - the provision of training and communication interventions.

Protection of staff privacy

In processing the personal data of its personnel, MIAL Srl complies with the provisions contained in EU Reg. 679/2013, so-called GDPR.

Personnel are given, where required by current regulations, a privacy policy statement pursuant to art. 13 GDPR that identifies: communication of personal data controller and data processor; appointment of DPO; legal basis for processing; consequences of non-disclosure of personal data; storage, communication, profiling and dissemination of data; rights of the data subject.

Individuals are also asked for their consent to the processing of their personal data.



Any investigation into the ideas, preferences, personal tastes and, in general, the private life of employees, collaborators and consultants is excluded.

3.2. Duties of personnel

Staff must act loyally, in order to comply with the obligations entered into in the employment contract and/or in other contracts and with the provisions of this Code, ensuring the required performance.

Information management

Personnel must be familiar with and implement the provisions of the company's information security policies, in order to guarantee the integrity, confidentiality and availability of information.

Since this is a healthcare facility, staff must also be familiar with and implement, according to their respective competences, the provisions of Articles 7-9-13 GDPR.

They are required to process their documents using clear, objective and exhaustive language, allowing for any verifications by colleagues, managers or authorised external parties.

Confidentiality of company information

Company information and know-how must be protected with the utmost confidentiality.

The most significant data that MIAL Srl will acquire or create, in the course of its activities, will be considered confidential information and subject to appropriate attention: this also includes information acquired from and concerning third parties (clients, professional contacts, professional partners, employees, etc.).

Personnel who, in the performance of their duties, come into possession of confidential information, materials or documents, shall inform their superiors or direct contacts.

It is the responsibility of managers to treat and disseminate information with appropriate means, respecting company principles: persons not expressly authorised to answer questions, or to provide materials requested by interlocutors inside or outside MIAL Srl, will be required to consult with superiors and to comply with the instructions given in this regard.

If it is necessary to deal with relevant, confidential or economic issues, care will be taken to have the counterparty sign in advance a confidentiality undertaking, drafted in accordance with company standards or, alternatively, to adopt the necessary measures depending on the nature of the elements dealt with.

Both during and after the termination of the employment relationship with MIAL Srl, personnel may only use the confidential data in their possession in the interest of the company and never for their own benefit or that of third parties.

Confidential information on third parties

The personnel of MIAL Srl shall refrain from using unlawful means, in order to acquire confidential information on third-party companies and entities.

Those who, within the framework of a contractual relationship, become aware of

confidential information on other parties shall be obliged to use it exclusively for the purpose provided for in the contract in question.



Without due authorisation, staff may not request, receive or use confidential information about third parties.

If you learn confidential information about another person, which is not already subject to a non-disclosure agreement or other form of protection, you must contact your direct supervisor for assistance in handling such information.

Insider trading

Except in cases of necessity, related to the normal conduct of business, MIAL Srl and/or third party companies, personnel shall refrain from obtaining data whose use may constitute the offence of abuse of confidential information.

Personnel who become aware of data of this nature, during their work or collaboration activities, are obliged not to disclose such data to third parties, unless they need it for the performance of their duties.

Conflict of interest

All personnel of MIAL Srl are required to avoid situations in which conflicts of interest may arise and to refrain from taking personal advantage of business opportunities, of which they may become aware in the course of their duties.

By way of example and without limitation, the following situations may give rise to a conflict of interest

- carrying out, on one's own account, an activity in competition with those of MIAL Srl, even through family members and/or vicarious agents, unless expressly authorised by the same
- holding a top management position (managing director, director, department head, executive) and at the same time having economic interests with suppliers, customers or competitors (ownership of shares, professional appointments, etc.), including through family members and/or front men of convenience;
- take care of relations with suppliers and at the same time carry out work activities, even by a family member and/or nominee, at the suppliers themselves;
- accept money or favors from people or companies that intend to enter into business relationships with MIAL Srl, or, when they already do, try to increase them;

In the event that even the appearance of a conflict of interest occurs, the person is required to notify his manager, who, according to the methods provided, informs the company management who evaluates the case on a case-by-case basis. actual presence.

In the event that any of the personnel becomes aware of a conflict of interest, even an apparent one, they must inform the Company Management or, in a private and confidential manner, the Supervisory Body.

The person is also required to provide information about the activities carried out outside the workplace, in the event that these may appear to be in conflict of interest with MIAL Srl.

Illegal fees, gifts, entertainment expenses

MIAL Srl personnel are prohibited from accepting or receiving any gift, gratuity or other gift that has a monetary value rather than a symbolic one, from suppliers, customers, their families or other entities with whom a professional relationship is in progress.

In particular, you must not accept gifts and services that could influence the actions to be taken, in the performance of the job or professional assignment.

Furthermore, everyone will do everything in their power to inform MIAL Srl's commercial partners of their unwillingness to accept gifts or other benefits.



The above cannot be circumvented in any way, even by resorting to third parties.

Personnel The MIAL Srl company that receives gifts or benefits other than those that fall within the permitted cases, is required to immediately notify the Company Management, which evaluates its appropriateness and arranges for the sender to be notified of the company in the matter.

In the event that any of the personnel has news of gifts or benefits other than those falling within the permitted cases, received from Colleagues, they are required to immediately notify communication to the Company Management, or, in a private and confidential manner, to the Supervisory Body, in the manner indicated in the Organizational Model.

Use of company assets

Each person is required to work diligently to protect corporate assets, through responsible behavior and in line with the operating procedures established to regulate their use, accurately documenting their use.

In particular, each person must:

- use scrupulously and sparingly the assets that have been entrusted to it, both individual endowments and corporate assets;
- avoid improper use of corporate assets, which could cause damage or reduce efficiency, or in any case in contrast with the interest of the MIAL Srl Company;
- adequately guard the resources entrusted to you and promptly inform the units in charge of any threats or harmful events for the company;

With regard to computer applications, each person is required to:

- scrupulously adopt the provisions of the corporate security policies, in order not to compromise the functionality and protection of the IT systems;
- strictly comply with the operating instructions communicated by the Company on the use of IT systems;
- refrain from sending threatening or abusive e-mail messages, or from using low-level language, or from expressing inappropriate comments that may cause offense to people and/or damage the corporate image;
- refrain from browsing Internet sites with indecent and offensive content, and in any case not related to professional activities.

The company reserves the right to prevent misuse of its assets and infrastructures, through the use of accounting, reporting, financial control and risk analysis and prevention systems, without prejudice to compliance with the provisions of the laws in force (GDPR, Workers' Statute, etc.).

With regard to medical and health equipment, each person is required to:

- strictly and slavishly comply with the health protocols communicated by MIAL Srl and/or by the manufacturer of the device and/or by the attending physician,
- scrupulously adopt the provisions of the company safety policies, in order not to compromise the functionality of the health and medical devices.

Participation in antisocial and criminal activities

MIAL Srl strongly denounces antisocial and criminal processes and activities and declares its firm intention not to have any part in such phenomena.



Company personnel are prohibited from having relations of any kind with organizations and elements involved in anti-social and criminal activities, which threaten the company, the life or assets of citizens.

Faced with extortion demands from antisocial and criminal individuals, people will refuse any compromise and will refrain from disbursements of money or other benefits. Instead, they will immediately inform their managers, for the necessary consultations with the General Management of the MIAL Srl company, or, in a private and confidential manner, the Supervisory Body.

3.3. Relations with customers and suppliers

Impartiality

MIAL Srl undertakes not to discriminate against its customers in any way.

Customer communications

In any communication to customers, MIAL Srl must be:

- clear and simple, formulated in language, as far as possible, close to that normally used by the interlocutors;
- complies with current regulations, such as not to configure elusive or otherwise incorrect practices.

Merely by way of example, communications include: cost estimates, accounts, health communications (diagnosis, prognosis, certificates, prescriptions, etc.).

Style of behavior of staff towards customers

The style of behavior of the MIAL Srl staff, towards customers, is based on availability, respect and courtesy, with a view to a collaborative relationship and high professionalism.

All personnel MIAL Srl will always wear appropriate and dignified clothing.

Relations with suppliers

Choice of supplier

The purchasing processes are based on the search for the maximum competitive advantage for MIAL Srl, on the granting of equal opportunities to suppliers, on loyalty and impartiality: the selection of suppliers and the determination of the purchasing conditions are based on an objective evaluation the quality and price of the good or service, as well as the guarantees of assistance, timeliness, correctness and reliability.

The company undertakes to prepare all the procedures and actions necessary to ensure maximum efficiency and transparency of the purchasing process, in order to:

- not preclude anyone, in possession of the required requisites, from the possibility of competing for the stipulation of contracts, adopting objective and documentable criteria in the selection of the shortlist of candidates;
- ensure sufficient competition in the supplier selection procedures;
- implement a separation of roles, within the various phases of the overall purchasing process, also maintaining the traceability and documentation of the choices made.

In any case, MIAL Srl reserves the right to ask suppliers to certify the following requirements:



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- suitably documented availability of means, including financial ones, organizational structures, planning skills and resources, know-how, etc.;
- existence and effective implementation, in cases where the company specifications require it, of adequate company quality systems (e.g. ISO, etc.);
- occupational safety protocols, allocated budget and documentation of the obligations referred to in Legislative Decree 81/08;
- Code of Ethics and fulfilments pursuant to Legislative Decree 231/01.

Integrity and independence in relationships

Relations with suppliers, including those concerning financial and consultancy contracts, are subject to constant monitoring by the MIAL Srl Company. The stipulation of a contract with a supplier must always be based on extremely clear relationships, avoiding where possible forms of addiction.

Thus, by way of example and not limited to:

- any contract whose estimated amount exceeds 25% of the supplier's turnover must be communicated to the top management of the company;
- as a rule, it is necessary to avoid carrying out binding long-term projects through the stipulation of short-term contracts, which require continuous renewals from which a price review follows;
- as a rule, consultancy contracts are subject to particular attention, especially in cases where, within the context of the same, an adequate transfer of know-how is not envisaged.

The documents exchanged with suppliers must be suitably filed: in particular, those of an accounting nature must be kept for the periods established by current legislation.

Protection of ethical aspects in supplies

With a view to conforming the procurement activity to the ethical principles adopted, MIAL Srl undertakes to introduce, for particular supplies, social requirements: for example, the presence of an environmental management system, rather than an articulated protection of workers.

To this end, contractual clauses are included in contracts with suppliers which provide for:

- a self-certification from the supplier, regarding compliance with specific social obligations: for example, the adoption of measures that guarantee workers respect for fundamental rights, the principles of equal treatment and non-discrimination, the protection of child labour;
- in the case of one-off purchases, a self-certification certifying the care and satisfaction of each fulfillment regarding safety in the workplace, in accordance with the provisions of Legislative Decree 81/08;
- in case of contract, subcontract and administration, the inclusion in the related contract, pursuant to art. 26 Legislative Decree 81/08, of a specific clause, by which to indicate the costs incurred for the protection of the health and safety of workers, making particular reference to the costs strictly connected to the contracts themselves, both those already incurred and those to be incurred according to the DVR

3.4. Relations with shareholders The company MIAL Srl

Accounting transparency

In order to ensure transparency and completeness of the accounting information, it is necessary that the documentation of the facts to be reported in the accounts in support of the registration is clear, complete,



correct and that it is archived for possible checks. The related registration must reflect what is described in the supporting documentation and must specify the criteria adopted in the determination of economic elements based on evaluations.

The shareholders' meeting The company MIAL Srl

The shareholders' meeting is the privileged moment for the establishment of a fruitful dialogue between the shareholders and the company's Board of Directors.

The corporate bodies are required to accurately prepare, and to disseminate in a timely manner, the support material, necessary to allow the Assembly to make decisions in an informed manner.

The regular participation of the members of the Board of Directors in the meeting is ensured.

Protection of corporate assets

The available resources must be used, in compliance with the laws in force, with the Articles of Association and with the Code, to increase and strengthen the corporate assets, to protect MIAL Srl itself, the owners of the capital, the creditors and the market.

To guarantee the integrity of the capital, it is forbidden, except in the cases in which the law expressly permits it, to return, in any form, the contributions or to release the shareholders from the obligation to make them, to distribute profits not actually obtained or intended by law in reserve.

3.5. Relations with Public Administrations

The term Public Administration means any person, subject, interlocutor that can be qualified as a public official or in charge of a public service, who operates on behalf of the central or peripheral Public Administration, or public supervisory authorities, independent authorities, community institutions, as well as private partners concessionaires of a public service.

Fairness and loyalty

MIAL Srl intends to conduct relations with the Public Administration with the utmost transparency and ethical behavior: these relations, which must take place in compliance with current legislation, are informed by the general principles of correctness and loyalty, so as not to compromise the integrity of both parties.

Personnel must refrain from any behavior that could harm the impartiality and independent judgment of the Public Administration.

In carrying out operations and maintaining relations with the Public Administration, personnel must guarantee maximum transparency and traceability of relevant information.

Particular precautions must be observed in operations relating to tender procedures, contracts, authorizations, concessions, licenses, requests for funding from public sources (state or community).

In the event that the MIAL Srl company needs to make use of the professional services of employees of the Public Administration, as consultants, the legislation in force must be complied with.

If, by virtue of the laws in force, subjects apparently external to the company can be considered as *longa manus* of the company itself, the principles contained in this code should also be extended to the latter. In any case, MIAL Srl will not have to do so represented, in relations with the Public Administration, by a consultant or by a third party when conflicts of interest could arise.

Gifts, freebies and benefits



None of the personnel The company MIAL Srl can give money, or offer economic advantages or other types of benefits to subjects of the Public Administration, suppliers, customers, private individuals, in order to obtain assignments or other advantages, personal or for the Company itself.

No form of gift is permitted that may be interpreted as exceeding normal commercial or courtesy practices, or in any case aimed at acquiring favorable treatment in the conduct of any activity connected to the Company: in particular, any form of gift to public officials is prohibited Italians and foreigners, or their family members, which may influence their independence of judgment in order to obtain more favorable treatment or undue services or advantages of various kinds.

By "gift" we mean any type of benefit: not only goods, therefore, but also, for example, free participation in conferences, travel, holidays, the promise of a job offer, etc.

The above cannot be circumvented by resorting to third parties: in this regard, in fact, acts not in line with this Code are considered not only the illicit benefits conferred directly to entities, or by their employees, but also the illicit benefits conferred through persons who act for behalf of these entities, both in Italy and abroad.

MIAL Srl refrains from hiring, either as employees or as consultants, former employees of the Public Administration, or their relatives, who have personally and actively participated in a business negotiation, or who have helped to endorse the requests made from the company to the Public Administration, for a period of at least two years, starting from the conclusion of the deal, or from the forwarding of the request by the company.

In any case, MIAL Srl abstains from practices not permitted by law, by commercial practices or by the ethical codes of the companies and organizations with which it has relations.

The gifts offered, except those of negligible value, must be documented in an adequate way to allow verifications and authorizations by the function manager, who provides prior notification to the company management. A copy of the relevant documentation (for example, the transport document) must be kept in a special binder.

Initiatives that MIAL Srl can take

MIAL Srl, if it deems it appropriate, can support programs of public bodies intended to create utilities and benefits for the community, as well as the activities of foundations and associations, always in compliance with current regulations and the principles of this code.

In the event that the company wishes to make donations in cash, equipment or goods, a special procedure is formalised, the main features of which are indicated below:

- MIAL Srl must prepare and send a communication to the beneficiary Public Administration body, in which it expresses its intention to donate a sum of money, equipment or goods;
- the body of the P.A. the beneficiary will follow the legislation in force, for the purpose of implementing the donation;
- The company, having taken good note of the acceptance, will provide all the details of the donation itself and will prepare the formalities pursuant to the law.

3.6 Relations with the community

Economic relations with political parties, trade union organizations and associations



MIAL Srl does not finance political parties, both in Italy and abroad, their representatives or candidates, nor does it sponsor congresses or parties that have an exclusive purpose of political propaganda. The company strictly refrains from subjecting itself to any pressure, direct or indirect, from political exponents: for example, it does not accept recruitment recommendations, nor enter into consultancy contracts with similar purposes.

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MIAL Srl does not disburse contributions to organizations with which a conflict of interest may arise (for example, trade unions).

However, it is possible to cooperate, even financially, with these organizations for specific projects, in compliance with the following conditions:

- clear and documented allocation of resources;
- express authorization by the Directors of MIAL Srl

Contributions and sponsorships

MIAL Srl can adhere to requests for contributions (so-called charity) limited to proposals coming from declaredly non-profit entities and associations, with regular statutes and articles of association, which are of high cultural or charitable value or which involve a large number of citizens.

Sponsorship activities, which may concern social, environmental, sport, entertainment and art issues, are intended only for events that offer quality guarantees or for which the company can collaborate in the planning, in to ensure its originality and effectiveness.

In choosing the proposals to adhere to, the company pays particular attention to any possible conflict of interest of a personal or corporate nature: for example, family relationships with the interested parties or ties with organizations that can, due to the tasks they perform, favor in some way the activity of MIAL Srl.

To ensure the consistency of contributions and sponsorships, their management is governed by a specific procedure.

3.7. Dissemination of information

External communication

The communication of the company MIAL Srl towards its stakeholders is based on respect for the right to information; under no circumstances is it permitted to divulge false or tendentious news or comments.

Each communication activity complies with the laws, rules, professional conduct practices and is carried out with clarity, transparency and timeliness,

Information

safeguarding, among other things, information that influences the price of financial instruments (price sensitive), industrial secrets and health care protocols.

Any form of pressure or the acquisition of favorable attitudes by the media is prohibited.

To ensure the completeness and consistency of the information, the company's relations with the massmedia are reserved exclusively for the Directors of MIAL Srl

Control over price-sensitive information



Any form of investment in the capital of MIAL Srl is prohibited, whether direct, or through a third party, based on confidential company information: in relation to this, it is necessary to adopt particular caution in external communications of documents, data or information concerning corporate facts not in the public domain which, if made public, could significantly influence the price of the financial instruments and equity securities issued by the company.

The communication of such information must be authorized in advance by the directors, or by the persons in charge for this purpose.

Under no circumstances, in the management of information, must behaviors be adopted that could favor insider trading phenomena, lead to the impoverishment of corporate assets, cause undue personal advantages or to third parties.

4. Application mechanisms of the code of ethics

4.1 Dissemination and communication

MIAL Srl undertakes to disseminate the code of ethics, using all the means of communication and opportunities available such as, for example, the company website, information meetings and staff training.

All employees, collaborators and consultants must be in possession of the code of ethics, know its contents and observe what is prescribed therein.

In order to ensure correct understanding of the code, the Human Resources administration prepares and implements, also on the basis of the indications of the Supervisory Body, a plan aimed at promoting awareness of the principles and ethical standards. The information initiatives may be differentiated, according to the role and responsibility of the people; a special information program is envisaged for new recruits, which illustrates the contents of the code of ethics which compliance is required.

The Supervisory Body and the company management are available for any elucidation and clarification regarding the code of ethics.

It is the responsibility of everyone, especially management, to include the contents of the code in training programs and to refer to it in all company procedures, policies and guidelines.

4.2 Supervision of the implementation of the code of ethics

The task of verifying the implementation and application of the code of ethics falls on:

- Administrator or C d C
- Administrative managers;
- Supervisory Body: this body, in addition to monitoring compliance with the code of ethics, having access to all the company's sources of information for this purpose, suggests appropriate updates to the code, also on the basis of reports received from staff.

The Supervisory Body is responsible for the following tasks:

→ communicate to the Personnel Department, for the adoption of appropriate measures, the reports received regarding violations of the Code;

→ expressing binding opinions on the review of the most relevant policies e

procedures, in order to ensure their consistency with the Code;



→ contribute to the periodic review of the Code: to this end, the SB formulates the appropriate proposals to the Board of Directors, which evaluates them and, if necessary, approves and formalises them.

4.3 Reporting Problems or Suspected Violations

Anyone who becomes aware of, or is reasonably convinced of, the existence of a violation of this Code, of a given law or of company procedures, has the duty to immediately inform their Manager and the Supervisory Body.

The report **must be made in writing and in non-anonymous form.**

The company MIAL Srl puts in place the necessary precautions, which protect the whistleblowers from any type of retaliation, understood as an act that may give rise to forms of discrimination or penalisation (for example, termination of relationships with partners, suppliers, consultants, etc.; denial of promotions to employees).

To this end, the confidentiality of the identity of the whistleblower is ensured, without prejudice to legal obligations.

The responsibility for carrying out investigations into possible violations of the code of ethics rests with the Supervisory Body, which may possibly hear the author of the report, as well as the person responsible for the alleged violation: the staff is required to fully collaborate in any internal investigations.

As a result of this activity, the Supervisory Body will report to the Human Resources Manager any behaviors that motivate the application of any disciplinary sanctions, or the activation of contractual termination mechanisms.

4.4 Disciplinary measures resulting from violations

The provisions of this code are an integral part of the contractual obligations assumed by all personnel, as well as by subjects having relations of any kind with the company (customers, suppliers, collaborators and consultants).

The violation of the principles and behaviors indicated in the Code compromises the relationship of trust between the company and the perpetrators of the violation, whether they are directors, employees, consultants, collaborators, customers or suppliers.

Violations will be prosecuted by MIAL Srl, in the following terms:

→ as far as employees are concerned, through adequate disciplinary measures, regardless of any criminal relevance of the conduct and the establishment of a criminal proceeding, in cases where the conduct constitutes a crime, for which express reference is made to the provisions of the Organizational Model;

In particular, the sanctions will comply with the rules and logics of the sector's CCNL in force. The disciplinary measures will be all those envisaged by the CCNL itself, commensurate with the seriousness of the violation. All in compliance with the rules and guarantees set by the CCNL for the sector, by Law 300/70 (Workers' Statute) and by other relevant regulations;

→ as regards consultants, collaborators, customers and suppliers, they will be activated

specific procedures for immediate termination of the contractual relationship and/or professional assignment. It is also without prejudice to any compensation for damages, of which the company MIAL Srl

should suffer as a result of the violation, by the aforementioned subjects, of the provisions contained in this code of ethics.

4.5 Operating Procedures and decision-making protocols



In order to prevent violations of the regulations in force, as well as of the Code, MIAL Srl provides for the adoption of specific procedures, by all those who intervene in the operating process, aimed at identifying the subjects responsible for the decision, authorization and execution processes of the operations: it is necessary that the individual operations are carried out in the various phases by different subjects, whose responsibilities are clearly defined and known within the

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of the organization, in order to avoid that unlimited or excessive powers are attributed to single subjects.

All actions and operations of the company must have an adequate record and it must be possible to verify the decision-making process, authorization and carrying out of operations.

For each operation there must be adequate documentary support in order to be able to proceed, at any time, with the execution of checks that certify the characteristics and reasons for the operation and identify who authorised, carried out, recorded and verified the operation itself .

4.6. Final provisions

This code of ethics must be delivered to all personnel of MIAL Srl and published on its website.

4.7. Approval report

Any variation and/or integration of this code of ethics will be approved by the Board of Directors, after consulting the Supervisory Body, and promptly disseminated to the recipients.

Code of Ethics updated on 30 September 2022