



Contactlab spa

ETHICAL CODE

This Ethical Code was approved by Contactlab's Board of Directors 11 December 2019.

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1 INTRODUCTION

Contactlab S.p.A. (“Contactlab” or “the Company”) believes that diffusing its ethical principles and values is the key to upholding and growing its reputation.

Moreover, Contactlab is aware that the authority of a business is measured not only by the skills of its employees and the high quality of the work it provides to its clients, but also by the attention it pays to the needs of the workforce as a whole.

The principles that have always underpinned the Company are formally laid out in this Code of Ethical Conduct as we believe that trust is built on a daily basis, respecting rules and valuing people.

This Ethical Code therefore distinguishes the Company from the market and third parties. The foundations of our business are based on all Company employees and collaborators understanding and respecting the Code. This constitutes the first step in the pursuit of our mission as we safeguard the wellness of the community to which we belong and the rights of our partners, shareholders, human resources, clients and providers.

2 THE ADDRESSEES OF THE ETHICAL CODE

The addressees (“Addressees”) are committed to upholding the content of Contactlab’s Ethical Code. Addressees are as follows:

- the administrators and directors of the Company (senior management);
- employees of the Company (internal members of staff managed by others).

When specifically agreed or required by the clauses of a contract, the following external individuals (“External Individuals”) may be the addressees of specific obligations laid out in the content of the Ethical Code:

- collaborators, consultants and, in general, individuals conducting freelance work;
- providers and partners when operating on the behalf of or in the interest of Contactlab.

Every Contactlab employee, regardless of position or status, must respect the Ethical Code, Contactlab policies, and current national and international regulations, and not collaborate with third parties to take actions they, as employees, are prohibited from doing themselves.

It is Addressee’s moral duty to respect the principles laid out in the Ethical Code, such as to ensure that business goals are always pursued with integrity, transparency, lawfulness, impartiality, prudence and in full respect of the law.

In particular, Addressees are asked to:

- ensure their conduct complies with the provisions of the Ethical Code;
- ask, when necessary, for interpretations or clarifications about the principles of ethical conduct defined below.

Contactlab is committed to providing the Ethical Code to Addressees, periodically revising its provisions and promoting its application in full.

3 GENERAL PRINCIPLES

To achieve its goals, Contactlab recognizes the following general ethical values and makes them compulsory for Addressees:

- Integrity: activities are managed professionally and responsibly such as to mitigate situations where conflict may arise, ensuring that conduct is defined by honesty, morality and correctness and that conduct be perceived as such;
- Transparency: when Contactlab conducts internal and external relationships with various parties, information provided will be clear, complete, timely and true. Communication by Contactlab must be true, clear, transparent, unaltered and in line with the Company’s policies and programs;
- Lawfulness: conduct, during the decision and implementation phases, must fully respect all internal procedures, and current national and international regulations;
- Impartiality: decisions and conduct must fully respect personal characteristics, incentivizing and awarding integrity and a sense of responsibility, respecting diversity and rejecting any

form of discrimination with regards to age, health, sex, religion, race, political and cultural opinions as well as personal or social conditions. Addressees who are required to attend meetings or public events do so as individuals and may not use the company name and brand unless express authorization has been granted;

- Prudence: activities must be carried out with a full understanding of the risks such that they be managed in the best way possible; care must be taken, particularly when actions and decisions may result in the harm of people and objects;
- Respecting people and their dignity: in all internal and external Company relationships, Addressees must abstain from any offensive, vexatious and gratuitous behavior that may upset or cause another person discomfort;
- Confidentiality: all information held by the Company cannot be used for any purpose other than institutional, unless required by law. Particular attention must be paid to the personal data and information of employees, clients and collaborators; furthermore, company information that has an impact outside the company cannot be used except by persons expressly named and authorized by Contactlab;
- Loyalty: decisions and conduct must be in the interest of Contactlab. Every conflict of interest must be declared;
- Solidarity: activities must be carried out in light of the Company's social responsibility to the community and environment in which it operates; it therefore takes a favorable view to and supports social, cultural and educational initiatives aimed at promoting human rights and improving living conditions;
- Competition: it is not Contactlab's style to make negative comments or give negative opinions about competitors; we make, instead, a fair comparison in terms of the quality and transparency of the services we offer. The Company has identified in the competition the constant push to improve the quality of services offered to clients, with commercial conduct underpinned by the principles of loyalty and correctness. In no case does the pursuit of Contactlab's interest or advantage justify unethical, dishonest or even illegal conduct.

4 THE WORKING ENVIRONMENT

Contactlab is committed to providing its staff with a healthy and safe workplace where workers' dignity is respected.

Safety in the workplace is ensured by both the strict implementation of the provisions of the law and the active promotion of a culture of safety through specific training programs. Staff training is a central part of our management system.

5 THE PRINCIPLES OF ETHICAL CONDUCT

To reach our goals, the Company requires Addressees to uphold the following principles of ethical conduct, divided by category.

5.1 HUMAN RESOURCES AND EMPLOYMENT POLICY

Addressees, in line with their role and responsibility, must:

- evaluate candidates based on how well their profile meets the needs of the business, fully respecting equal opportunities;
- ensure that the information asked at interview serves only to verify the professional and psychometric profile of the candidate, and respects their private life and views;
- guarantee a working environment free from any form of discrimination or harassment relating to race, sex, religion, nationality, age, sexual preference, disability, other personal characteristics or characteristics not relating to work;
- adopt appropriate measures to prevent offers of sexual favors or any other verbal or physical behavior of a sexual nature whose purpose is to secure a job position, career advancement or financial raise;
- adopt appropriate measures to prevent favoritism, nepotism or forms of client politics in the selection and employment phases;
- guarantee that no act, agreement or other form of conduct takes place that has, even in an indirect way, a negative impact on the dignity and physical and psychological health of the employee in the workplace;
- guarantee that staff are employed with a legal work contract, illegal contracts are not tolerated in any form;
- ensure that the evaluation of workers, employees and collaborators is at the macro-level and involves the head of department overseeing the new employee.

5.2 PROTECTION OF ECONOMIC RELATIONSHIPS

Addressees, in line with their role and responsibility, must:

- ensure the administrative and accountancy system is adequate and effective, that it can hold and disclose accurate and complete economic, asset and financial data such as to provide a clear, true and correct picture of the facts concerning the management of the Company;
- maintain correct, transparent and collaborative conduct, respecting the provisions laid out by law and business procedures, in all activities related to the balance sheet and other business communication required by law, for partners and third parties, such as to provide true and correct information on the economic, asset and financial situation of the Company;
- promote the establishment and use of appropriate tools to identify, prevent and manage risks concerning financial disclosure, as well as fraud and inappropriate conduct;

- promote and ensure that the principles of free competition and market behavior are respected when selecting contractual partners, negotiating and concluding commercial operations and contractual agreements;
- promote good faith, correctness and loyalty in commercial practices, protecting the trust placed in the Company by contractual partners;
- guarantee that the terms and conditions defined in contracts between the Company, providers, consultants, clients and commercial partners are laid out in writing;
- ensure and promote the confidentiality of information and data in their possession, operating in respect of the relevant laws and regulations in force;
- adopt all appropriate measures to provide, without delay, the information needed for the timely and correct fulfilment of communication obligations to the public as required by law;
- ensure cash flows can be traced and that regulations concerning recycling be fully and rigorously respected;
- refuse transactions that seem suspicious in terms of correctness and transparency;
- ensure proper cooperation with the appropriate authorities to prevent, combat and repress the counterfeiting and falsification of bank notes, coins or any other payment method.

5.3 PROTECTION OF COMPANY ASSETS

Addressees, in line with their role and responsibility, must:

- guarantee that every complete or scheduled operation and transaction to the advantage of or in the interest of the company is characterized by the highest level of correctness from the perspective of management, the completeness and transparency of information, legitimacy both formally and substantially, and clarity and truthfulness in accounting verifications;
- behave in a way that is in line with business policies, meaning, in concrete terms, collaborating, upholding social responsibility and respecting national and international laws with specific reference to the pursuit of goals and/or the conclusion of an operation;
- work with diligence to protect company assets through responsible conduct;
- use entrusted assets scrupulously and parsimoniously;
- avoid any inappropriate uses of company assets that may damage or lead to a reduction in efficiency, or are in any way contrary to the interest of the Company;
- ensure and promote that data and information are kept intact and safeguarded, granting individual access rights to data and information depending on the role and responsibility of each employee;
- promote the correct use of creative work, computer programs and databases;
- guarantee the confidentiality of information connected to ideas developed by the Company which may potentially be patented or registered for intellectual property rights;
- ensure that every business decision is made in the interest of Contactlab, avoiding situations where a conflict of interest for the Company may occur or that may interfere with their ability to make impartial decisions;
- ensure the industrial and/or intellectual property of third parties.

5.4 GIFTS

Addressees, in line with their role and responsibility, must:

- not ask for or accept, for themselves or others, directly or indirectly, any personal advantage (including presents, benefits or gifts) to/from employees of other companies or to/from any other third party in commercial relationships in any way connected to Contactlab, unless it is of modest value, defined as a maximum of €25.00;
- to avoid disciplinary action, give the gift or any other benefit exceeding the maximum value of €25.00 to the Company so that it may be returned or given to charity;
- guarantee that situations of personal or company conflicts of interest do not arise.

5.5 RELATIONS WITH THE AUTHORITIES AND PUBLIC ADMINISTRATION

Addressees, in line with their role and responsibility, must:

- guarantee that relations with the Public Administration be based on the utmost transparency and cooperation, while fully respecting institutional employees;
- implement appropriate mechanisms to trace information sent to and from the Public Administration;
- guarantee that relations with the Public Administration be managed exclusively by appointed company employees and authorized personnel;
- ensure and consent, through their conduct, that activities which see involvement from the Public Administration are conducted in full respect of the provisions of law, avoiding any external pressure that could lead to favoritism, discrimination or arbitrary conduct in public interest, such as to guarantee the loyalty of the Public Administration within the role and scope assigned to it by law, without deviating from or altering its impartiality;
- ensure and promote correct, transparent and cooperative conduct in relations with the judicial police and the investigative and prosecution judicial authorities.

6 INTERNAL CONTROL SYSTEM

All Addressees are expected to uphold the provisions of the Code in a prudent, reasonable and attentive manner, in relation to their role and position at the company.

All Addressees are invited to report any facts and circumstances that potentially violate the principles and provisions of the Code to their direct superiors.

The Board of Directors, Contactlab management and, where necessary, bodies will put in place any measures required to stop violations to the Code and implement disciplinary action, in respect of workers' rights (including trade union rights) and the law.

Any employees reporting illicit conduct, of which they have become aware through their work, cannot be sanctioned, dismissed or be the object of any direct or indirect discriminatory measure, which has an impact on their working conditions, that is connected, directly or indirectly, to the reporting of this

conduct; to this end, Contactlab will protect any person who reports any potential retaliation, mobbing behavior, demotion, dismissal or any other action harming the rights of the employee.

7 GUIDELINES FOR THE SANCTION SYSTEM

Respecting the principles of the Ethical Code is an integral part of the contractual obligations agreed by collaborators, consultants and all individuals that have a business relationship with Contactlab, as well as its partners and administrators.

The internal control system uses tools and methods aimed at countering potential risks to the business, thereby guaranteeing that not only the law, but also internal provisions and procedures be respected.

Indeed, the violation of the principles outlined in the Code and the procedures described regarding internal control compromises the relationship, based on trust, between the Company and its administrators, employees, consultants, various types of collaborators, clients, providers and commercial and financial partners.

Any violations will therefore be immediately followed up by Contactlab in an incisive and timely manner, and adequate and proportionate disciplinary action will be taken.

Any person, with any job title, who has a relationship with Contactlab must be aware of the consequences of any violations to the Ethical Code and internal protocols. Depending on the gravity of the illicit activities, as defined by the Code, Contactlab will take appropriate action without delay, independently of any potential prosecutions that may be made by the judicial authority.

In view of the above, conduct violating the Ethical Code constitutes:

- for employees, a serious breach, with sanctions imposed depending on the gravity of the breach, as laid out in the CCNL (Italian workers' rights agreement), namely verbal warning, written warning, fine with a value of no more than three hours of remuneration, suspension from work and remuneration for up to five working days, dismissal for just cause or justified reason, with or without warning; in the case of pending prosecutions, i.e. a restriction to the personal liberty of an employee, before taking disciplinary action, the sanction of suspending service and remuneration may be applied for the duration of the prosecution proceedings, i.e. until the end of the period of restriction to personal liberty;
- for external collaborators and other external workers, in the most serious cases, a cause for immediate dissolution of the relationship;
- for providers, contractors and sub-contractors, in the most serious cases, a cause for immediate dissolution of the relationship.

Sanctions will always be defined and imposed in a manner that is proportionate and appropriate to the violation in question.

Furthermore, in all the aforementioned cases, Contactlab reserves the right to take action it deems appropriate to claim damages resulting from the violation to the Ethical Code.

8 ADOPTION AND DIFFUSION OF THE ETHICAL CODE

The Ethical Code was adopted through resolution by the company's Board of Directors.

Any revisions will be adopted through subsequent resolution by the Board of Directors, if necessary, due to the following:

- significant violations to the provisions laid out in the adopted Model;
- significant modifications to the organization of the Company, or the way in which business activities are conducted;
- regulatory changes.

It is the responsibility of the Board of Directors to ensure that the principles defined in the Ethical Code are communicated to all Addressees and that they are understood and respected.

Addressees are expected to read and ensure they fully understand the content of the Ethical Code. In particular, administrators and directors of the Company are responsible for creating a culture founded on the principles of the Ethical Code, promoting awareness of these principles and encouraging them to be upheld.

Given the Ethical Code's moral significance, it is Contactlab's intention to make its values and inspiring principles accessible to the public. To this end, the Ethical Code can be consulted on the Company's official website: www.contactlab.com