



We help health

**CODE OF CONDUCT
of
HMC Premedical S.p.A.**

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0. PREMISE

This Code of conduct (hereinafter referred to as the "Code") expresses the principles and values of HMC Premedical S.p.A. (hereinafter "HMC" or the "Company") in the conduct of business and corporate activities, which govern the conduct of the company and its employees or collaborators. The Code represents an essential and complementary element of the Organization, Management and Control Model adopted by HMC pursuant to Legislative Decree 231/2001.

Legislative Decree no. 231/2001 introduced into our legal system the "Discipline of the administrative liability of legal persons, companies and associations, including those without legal personality".

The Decree provides for an administrative liability regime for the Companies, which is in addition to the liability of the person who has actually committed one of the types of crime contemplated by the Decree itself.

It is, however, provided for by art. 6 of the Decree, an exemption from liability if:

- the Company has adopted and effectively implemented an Organisational, Management and Control Model suitable for preventing the offences indicated;
- the Company has appointed a Supervisory Body with the task of supervising the functioning, observance and updating of the Model itself;
- the persons who committed the act acted fraudulently by circumventing the Model itself and the Company's procedures for the prevention of crimes;
- there has been no omitted or insufficient control by the Supervisory Board.

In order to ensure greater compliance with the Decree, this Code has been adopted, which is an official document of HMC and contains the set of rights, duties and responsibilities that the Company assumes towards all stakeholders, integrating the Organisational Model in the expression and communication of the fundamental values and rules of conduct for the Company.

The Company undertakes to ensure timely internal and external dissemination of the Code of conduct through:

- distribution to the members of the Corporate Bodies and to all staff;
- posting in a place accessible to all (Company notice boards);
- publication on the website for the use of third parties.

Contracts with third parties provide for the introduction of clauses and/or the signing of declarations aimed both at formalizing the commitment to comply with the Model and the Code of conduct, and at regulating contractual sanctions in the event of violation of this commitment.

1. SCOPE AND RECIPIENTS

This Code of conduct applies to:

- the representatives of the Corporate Bodies and to all those who hold functions of administration or management or control of the Company or representation, including third parties who operate on behalf of the Company as agents or partners; Managers must also be a role model for staff through their behaviour.
- employees, who are required to act in compliance with the Code and to report any infringements to the Supervisory Body;
- suppliers of goods and services, agents and distributors, who must be duly informed of the rules of conduct contained in the Code and conform their conduct to them for the entire duration of the contractual relationship with the Company.

The subjects required to comply with the Code are hereinafter referred to as "Recipients".

2. COMPANY MISSION

The company, as a Benefit Corporation and pursuant to and for the purposes of Article 1, paragraphs 376 to 384, of Law no. 208 of 28 December 2015, subject to its subsequent amendments, intends, in the exercise of the profit-making economic activities provided for below, to pursue, in addition to this purpose, also one or more purposes of common benefit and to operate responsibly, sustainable and transparent towards people, communities, territories and the environment, cultural and social assets and activities, bodies and associations and other stakeholders. The guiding principle is the creation of shared value for the stakeholders involved along the supply chain and in the district, taking local sustainability challenges seriously, through the realization of the corporate purpose: to help people improve their health and well-being.

The company, therefore, has a multiple object consisting of profit-making activities and activities with the purpose of common benefit identified below:

For-profit activities

- the production, also on behalf of third parties, and the marketing of active and non-active medical devices and any other product intended for pharmaceutical, hospital and healthcare use in general;
- the marketing, processing, including on behalf of third parties, and the manufacture of raw materials, components, semi-finished products, complementary and accessory items, plants and equipment used in the production of any type of active and non-active medical device or any article intended for pharmaceutical, hospital and healthcare use in general;
- the study, research and development of technologies relating to both materials, processing procedures, and the manufacture of plants and equipment used in the production of any type of active and non-active medical device or any article intended for pharmaceutical, hospital and health use in general, both for the direct exploitation of the outcome of these activities, as well as in the context of the performance of services rendered to third parties;
- the management and administration of civil, industrial, commercial and rural buildings and buildings, etc., the purchase and sale of farms, agricultural land, real estate in general, both civil and industrial and/or commercial, movable property in general, the assumption and concession of land for lease and/or lease and/or limited rights in rem, the construction, on its own account and on behalf of third parties, of real estate in general, rural, industrial and commercial buildings, residential houses and ancillary and similar works, the demolition, reconstruction, renovation, extension and elevation of rural, civil buildings for industrial, commercial, artisanal and tourist use, as well as the exercise of activities directed to the cultivation of land, forestry, animal breeding and all related activities, including handling, conservation, transformation, marketing and enhancement of agricultural products in general and thus the exercise of all the activities provided for in art. 2135 c.c.

The company may also carry out any financial, mercantile, industrial and commercial transaction, both movable and immovable, deemed by the administrative body to be necessary or useful for the achievement of the corporate purpose, with the sole exception of those prohibited by law.

Activities for the common benefit

In carrying out the above-mentioned for-profit activities, the company manages the business activity and develops services through dialogue and stakeholder involvement and pursues purposes of common benefit in the following areas:

- Producing and developing at the service of health - We help health:

1. Focus its resources on: personal care, patients' health, patients' well-being at the time of illness, patients' quality of life in hospitals;
 2. Contribute to the improvement of the health system, guaranteeing hygiene, quality and safety of the products used, ensuring a better quality of work for health workers, facilitating hospital processes and making products economically accessible to the greatest number of health facilities;
- Produce and develop only with positive social impacts - We help people:
 1. Implement concrete programs that concern the well-being, work-life balance, home-work travel and professional growth of its workers: enhancing their talents through technical and transversal training, collaboration, support in the professional growth of skills; sharing with them the possibility of proactively contributing to the development of the company through participatory methods; building a working climate guided by the principle of humanity;
 2. Increase the skills of its employees and those of the players in the supply chain and the district by integrating ESG (Environment, Social, Governance) skills into the various professions.
 - Producing and developing for the benefit of the community - We help community:
 1. Supporting the development of local communities and territories of reference, through: participatory methods of listening and involvement, dialogue with institutions, cultural initiatives, donations to carefully selected non-profit organizations and related projects, allocation of a part of the profit obtained to activities of common benefit;
 2. To be a model of sustainable business and benefit corporation in the district and along the supply chain, spreading its good practices in ESG areas, in particular inclusion and gender equity also in governance, non-discrimination, human rights, climate neutrality, so as to contribute to the continuous improvement of the district and the supply chain, supporting them in the transition to sustainability;
 3. Enhance the wealth of knowledge and skills of the company and the production district, constantly investing in technology, innovation, research and training to generate common benefit all over the world;
 4. Research and select suppliers and partners of products, services and financial products with ESG characteristics, with whom to build community relationships.
 - Producing and developing without negative environmental externalities – We help earth:
 1. Respect environmental resources, through the reduction and containment of the negative environmental impact of the company's activities, in particular through: reduction, recycling and new life of processing waste and waste, separate collection and innovative waste management, energy autonomy from renewable sources, control and efficiency of energy consumption, reduction and compensation of greenhouse gas emissions and air pollutants in general, water and soil, sustainable digitalisation of documents and processes;
 2. Regenerate the environment, aspire to generate positive environmental impact, not just compensatory, by seeking solutions that can be compostable or biodegradable compatible with biodiversity.

3. ETHICAL VISION

HMC's philosophy aims at sustainable business development in economic, social and environmental terms. This means being competitive, innovative, creating value, not only through the efficiency of production, but also through the continuous satisfaction of customer needs, social commitment, ethical respect for every internal and external interlocutor, environmental protection and attention to the surrounding area.

HMC aspires to maintain and develop a relationship of trust with its stakeholders, i.e. with the categories of individuals, groups or institutions, whose contribution is required to achieve the Company's mission or who have an interest in its activities. Stakeholders are those who make investments related to HMC's activities, therefore first and foremost the shareholders and then the employees, collaborators, customers, suppliers and partners. In a broader sense, stakeholders are also all those individuals or groups, as well as the organizations and institutions

that represent them, whose interests are influenced by the direct and indirect effects of HMC's activities, such as the local and national communities in which the Company operates.

The search for a fair and transparent relationship with stakeholders elevates, guarantees and protects the Company's reputation in the social context in which it operates. This Code is therefore based on an ideal of cooperation aimed at protecting the mutual respect and benefit of the parties involved.

4. ETHICAL BEHAVIORS

Ethical behaviour refers to the way of acting that implements the company's value system defined in this Code. On the contrary, the behaviors of anyone, individual or organization, who try to appropriate the benefits of the collaboration of others, exploiting positions of strength, are unethical, and favor the assumption of prejudiced and hostile attitudes towards the company.

In the conduct of business activities, unethical behaviour compromises the relationship of trust between HMC and its stakeholders. The Company therefore requires all interested parties with whom it is in relationship to act according to principles and rules inspired by an ideal of ethical conduct.

5. GENERAL ETHICAL VALUES

The activity carried out by HMC is based on the following ethical principles: legality, fairness and honesty, professional development, collaboration between colleagues and respect for the dignity of the person, transparency, loyalty, efficiency, protection of transparency in commercial transactions (anti-money laundering), anti-corruption, competition, protection of health and safety at work, protection of the environment, confidentiality. The above principles influence the actions of all recipients of the provisions of the Code.

5.1 LEGALITY

The Recipients of this Code are required to:

- compliance with the laws and regulations in force in the countries in which they operate, as well as internal company rules;
- to diligently acquire the necessary knowledge of the laws applicable to the performance of their duties;
- Each employee is also required to observe, in addition to the general principles of diligence and loyalty referred to in art. 2104 and 2105 of the Italian Civil Code, also the behavioural requirements contained in the applicable CCNL.

5.2 FAIRNESS AND HONESTY

The principle of fairness and honesty is a fundamental value in organizational management and implies respect for the rights of all parties involved in the Company's activities.

Every activity carried out by the Recipients must be consistent with the mission and protection of the Company, in accordance with national laws, general principles, regulations and internal procedures. All Recipients, whatever the nature and duration of the employment contract, are required in business relations with third parties to behave ethically and in compliance with the law, based on maximum transparency, fairness and efficiency.

The Recipients must be aware of the ethical significance of their actions and must not pursue personal or business profit in violation of the laws in force or the rules of this Code.

The pursuit of HMC's interests can never justify conduct contrary to the principles of fairness and honesty.

5.3 PROFESSIONAL DEVELOPMENT, COLLABORATION AMONG COLLEAGUES AND RESPECT FOR THE DIGNITY OF THE PERSON

Human resources are the primary and fundamental factor for the development and growth of the company's activities and, on this basis, the Company protects and promotes professional growth in order to increase the wealth of skills possessed.

Behaviours among employees, at all levels and degrees of responsibility, are constantly and mutually aimed at facilitating the best possible performance.

HMC respects people's fundamental rights, protecting their moral integrity and ensuring equal opportunities.

In relationships, both internal and external, behaviour that has a discriminatory content based on political and trade union opinions, religion, race, nationality, age, sex, sexual orientation, state of health and in general any intimate characteristic of the human person is not permitted.

5.4 TRANSPARENCY

The principle of transparency requires and imposes that every corporate act or communication be characterized by truthfulness, clarity, completeness, uniformity and timeliness.

Compliance with this principle implies the commitment to provide the necessary information, both outside and inside the Company, in a clear and complete manner, adopting verbal or written communication methods that are easy and immediate to understand.

Transparency also means ensuring the reconstruction, through procedures and written acts or documentary support, of the phases and controls that led to the taking of decisions or the disclosure of information or the execution of operations.

In the information provided to clients and in the formulation of contracts, the Company adopts a style that is clear, understandable and not misleading.

5.5 LOYALTY

In its dealings with third parties, the Company undertakes to act correctly and honestly, avoiding providing misleading information and engaging in conduct that takes unfair advantage of others' positions of weakness or lack of knowledge.

The Company, in the pursuit of maximizing its economic results, is committed to establishing correct business relationships with third parties, lasting relationships with customers and suppliers and adequate recognition of the contribution of its collaborators.

All relationships must be based on the utmost loyalty, which means fidelity to one's word and agreements, acting responsibly, avoiding conflicts of interest, enhancing and safeguarding the company's assets, and applying complete good faith in every activity or decision undertaken.

5.6 EFFICIENCY

The principle of efficiency requires that the best professional quality is placed in each work activity according to the most advanced standards of each sector and activity profile.

In the performance and provision of works/services, the commitment to offer a product adapted to the customer's needs and to guarantee the most advanced standards of cost-effectiveness in the management of the resources used must always be pursued.

5.7 SAFEGUARDING TRANSPARENCY IN COMMERCIAL TRANSACTIONS (ANTI-MONEY LAUNDERING)

HMC adopts as a principle maximum transparency in commercial transactions and prepares the appropriate tools in order to combat the phenomena of money laundering and receiving stolen goods.

Compliance with the principles of fairness, transparency and good faith in relations with all contractual counterparties must be guaranteed.

5.8 ANTI-CORRUPTION

HMC condemns all corrupt practices, illegitimate favours, collusive behaviour, direct and/or indirect solicitations of personal advantages.

Any form of offer or promise of money or goods or future benefits (e.g. services or favours) of any kind by or to third parties (with particular reference to Italian and foreign public officials, their relatives and relatives) that may be, even if only indirectly, interpreted as exceeding the normal expressions of courtesy allowed in commercial practice or in any case aimed at obtaining favourable treatment in the conduct of business, is not permitted.

The only forms of courtesy allowed must fall within the concept of modest value (max € 200.00), the same must in any case be authorized by the HMC Management and supported by appropriate documentation.

5.9 COMPETITION

HMC intends to develop the value of competition by operating according to the principles of fairness, fair competition and transparency towards all operators on the market, always ensuring the maintenance of a level playing field.

5.10 PROTECTION OF HEALTH AND SAFETY AT WORK

HMC is committed to preparing and maintaining safe and healthy work environments in compliance with current accident prevention regulations, as well as to spreading and consolidating a culture of Safety and Health at work by developing awareness of risks and promoting responsible behavior by all employees. To this end, the Company carries out specific technical and organizational interventions for health and safety at work.

All employees, collaborators and third parties are required to scrupulously comply with all the measures required by the Company's internal procedures and regulations on health and safety at work. In particular, each person is required to report to the direct superior any observations relating to malfunctions or possible improvements.

5.11 ENVIRONMENTAL PROTECTION

All HMC activities must be carried out in a way that complies with environmental regulations.

HMC recognises the importance of environmental protection and implements a path of continuous improvement of quality and environmental management.

5.12 CONFIDENTIALITY

The Recipients ensure the utmost confidentiality of the information acquired during the activities carried out on behalf of the Company.

The Recipients are required to process company data and information exclusively within the scope and for the purposes of their work activities and in any case, not to disclose (communicate, disseminate or publish in any way) sensitive information without the explicit consent of the interested parties or confidential information without the Company's authorization, as well as to comply with the legislation and measures applied for compliance with Legislative Decree 196/03 (Data Protection Code subsequently amended by Legislative Decree no. 101/2018, and European Regulation 2016/679).

6. RULES OF CONDUCT

6.1 CRITERIA OF CONDUCT RELATING TO ACCOUNTING, ADMINISTRATIVE AND FINANCIAL ACTIVITIES

To all persons (employees and/or consultants) who in any capacity, even as mere data providers, are involved in the preparation of the financial statements and similar documents or, in any case, documents representing the economic, equity or financial situation of the Company, as well as in particular to directors, statutory auditors and those who hold top positions:

- it is obligatory to provide maximum cooperation for the specific aspects, to guarantee the completeness and clarity of the information provided as well as the accuracy of the data and processing;

- It is forbidden to present facts that do not correspond to the truth, even if they are subject to evaluation, or to omit information or conceal data in direct or indirect violation of regulatory principles and internal procedural rules, in such a way as to mislead the recipients of the above-mentioned documents.

Any unlawful conduct will be considered as committed to the detriment of the Company itself.

It is forbidden to prevent or in any case obstruct the performance of the control or audit activities legally attributed to the shareholders, the Board of Statutory Auditors, the Supervisory Body or the Auditor.

It is forbidden to determine the majority in the assembly by simulated or fraudulent acts.

All those who have relations with Public Supervisory Authorities, as well as Directors, Statutory Auditors and those who hold top positions, are forbidden to obstruct their functions.

It is also forbidden, in communications to the aforementioned authorities, to expose facts that do not correspond to the truth, even if subject to assessment, on the economic, equity or financial situation of the Company, or to conceal by other fraudulent means, in whole or in part, facts relating to the situation itself that should have been communicated.

The company's accounting complies with the generally accepted principles of truth, accuracy, completeness and transparency of the data recorded. The recipients of this Code of conduct undertake to refrain from any behaviour, active or omissive, that directly or indirectly violates the regulatory principles and/or internal procedures relating to the preparation of accounting documents and their external representation. The recipients of this Code of conduct are also required to keep and make available, for each operation or transaction carried out, adequate supporting documentation, in order to allow:

- accurate accounting records;
- the immediate identification of the underlying characteristics and motivations;
- the easy formal and chronological reconstruction;
- the verification of the decision-making, authorisation and implementation process, in terms of legitimacy, coherence and fairness, as well as the identification of the various levels of responsibility.

The recipients of this Code of conduct who become aware of cases of omission, falsification or neglect in accounting records or supporting documentation are required to promptly report them to their superior or to the Supervisory Body and/or the Chairman of the Board of Directors.

HMC promotes training and refresher courses in order to make the recipients of this Code of conduct aware of the rules (laws or regulations, internal prescriptions, provisions of trade associations) that govern the formation and management of accounting documentation.

6.2 STANDARDS OF CONDUCT FOR THE PREVENTION OF MONEY LAUNDERING

The recipients, in the context of the various relationships established with the Company, must not in any way and under any circumstances be involved in events related to the laundering of money from criminal activities or the receipt of goods or other benefits of illicit origin. They are also required to verify in advance the information available on commercial counterparties, suppliers, partners, collaborators and consultants, in order to ascertain their respectability before establishing business relationships with them.

HMC is committed to complying with all national and international anti-money laundering rules and regulations.

6.3 CRITERIA OF CONDUCT IN RELATIONS WITH STAFF

The evaluation of the personnel to be hired is carried out in HMC on the basis of the correspondence of the candidates' profiles with respect to those expected and to the company's needs, in compliance with equal opportunities for all interested parties.

The information requested during the selection and recruitment phase is closely linked to the verification of aspects envisaged by the professional and psycho-aptitude profile, respecting the candidate's private sphere and opinions.

In the selection and recruitment phases, the company function in charge, within the limits of the information available, adopts behaviors to avoid favoritism, nepotism, or forms of clientelism.

HMC avoids any form of discrimination against its employees.

The staff is hired with a regular employment contract, no form of irregular work is tolerated.

Staff from third countries must have a regular residence permit in order to work at HMC.

6.4 RELATIONS IN GENERAL WITH THE PUBLIC ADMINISTRATION

Public Administration means, in addition to any public body, any independent administrative agency, person, natural or legal, acting as a public official or in charge of a public service. The definition of public body also includes those private entities that, for pre-eminent political-economic reasons, fulfil a public function aimed at protecting general interests, such as the managing bodies of regulated markets, as well as foreign public administrations.

All relations with the Public Administration must be managed by the company functions expressly delegated and authorized to do so and must be carried out in full compliance with the applicable regulations.

6.5 RULES OF CONDUCT RELATING TO CORRUPTION AND BRIBERY RISKS

It is not allowed, either directly or indirectly, or through an intermediary, to offer or promise money, gifts or compensation, in any form, nor to exert unlawful pressure, nor to promise any object, service, performance or favor to managers, officials or employees of the Public Administration or to persons in charge of public service or to their relatives or cohabitants in order to obtain more favorable treatment for the Company in relation to the type of relationship with the Administration itself.

Anyone who receives explicit or implicit requests for benefits of any kind from subjects of the Public Administration as defined above, must immediately: suspend all relations with them; inform your company manager and the Supervisory Body in writing.

The above requirements must not be circumvented by resorting to other forms of aid or contributions which, in the guise of promises of employment, assignments, consultancy, advertising or otherwise, have purposes similar to those prohibited.

6.6 FAIRNESS IN COMMERCIAL RELATIONS WITH THE PUBLIC ADMINISTRATION

In the case of commercial relations with the Public Administration, including participation in public tenders, it is always necessary to operate in compliance with the law and correct commercial practice.

In particular, the following actions shall not be taken either directly or indirectly:

- propose or consider employment or commercial opportunities that may benefit employees of the P.A. in a personal capacity;
- offer or provide gifts that are not of modest value (max € 200.00) according to company practice;
- obtain or use confidential information that may compromise the integrity or reputation of the parties.

6.7 CONDUCT RELATING TO DECLARATIONS AND ATTESTATIONS TO THE PUBLIC ADMINISTRATION

It is not permitted to use or present false declarations or documents or documents that are not true, or to omit information to obtain, for the benefit or in the interest of the Company, contributions, loans or other disbursements however called granted by the State, a Public Body or the European Union.

It is forbidden to mislead anyone, by artifice or deception, in order to procure an unjust profit for the Company to the detriment of others. Infringement of this prohibition is even more serious if the State or a public body is misled.

6.7 USE OF PUBLIC CONTRIBUTIONS AND FUNDING

It is forbidden to use contributions, loans, or other disbursements, however named, if granted to HMC by the State, by a Public Body or by the European Union, for purposes other than those for which they were assigned.

6.8 CORRUPTION BETWEEN PRIVATE INDIVIDUALS

It is forbidden to offer, promise or give – even through an intermediary – money or other benefits not due to top management, their subordinates, auditors or liquidators, of companies or private entities, so that they perform or omit an act in violation of their obligations of loyalty, or of the obligations inherent in their office.

6.9 INCITEMENT TO CORRUPTION BETWEEN PRIVATE INDIVIDUALS

It is forbidden to offer or promise money or other benefits not due to top management, statutory auditors or liquidators, of companies or private entities, so that they perform or omit an act in violation of their obligations of loyalty, or of the obligations inherent in their office, if the offer or promise is not accepted.

6.10 GIFTS, GIFTS AND OTHER FORMS OF BENEFITS

It is not permitted to offer/receive, directly or indirectly, money, gifts, or benefits of any kind in a personal capacity to/from managers, officers or employees of customers, suppliers belonging to other Companies or to bodies of the Public Administration, Public Institutions or other Organizations in order to gain undue advantages or to influence the autonomy of judgment of the recipient.

It is not permitted to make or consent to donations or promises of money, goods or other benefits of any kind with representatives or employees of other companies, including customers or suppliers, aimed at obtaining undue favors or benefits in violation of the law.

It is also forbidden to adopt indirect forms of corruption against persons close to the person to be bribed, as it is not permitted in any way to circumvent the principles of the Model through conduct that at first glance is legitimate but hides illegal purposes.

Acts of courtesy, such as gifts and forms of hospitality are allowed, as long as they are of modest value and such that they can be considered usual in relation to the anniversary, do not compromise the integrity and reputation and do not influence the autonomy of judgment of the recipient. In any case, these expenses must not exceed the limit of € 200.00 and must always be authorized according to specific company procedures and adequately documented.

6.11 CHARITIES AND SPONSORSHIPS

HMC may make contributions limited to entities and associations that are declared non-profit and with regular statutes and articles of incorporation, which are of high cultural, social or charitable value.

Any sponsorship activities, which may concern social, environmental, sport, entertainment and art issues, can only be allocated to events that offer a guarantee of quality.

In any case, in choosing the proposals to adhere to, HMC pays particular attention to any possible conflict of interest of a personal or corporate nature.

6.12 CRITERIA OF CONDUCT FOR COMPLIANCE WITH HEALTH AND SAFETY AT WORK AND ENVIRONMENTAL PROVISIONS

The issue of Health and Safety at work and the protection of the environment are mandatory principles in HMC's activities, which guide the company's decisions and the individual behaviour of all employees.

In the area of Safety, the Company adopts the following fundamental principles and criteria on the basis of which decisions are made:

- a) avoid risks;
- b) assess risks that cannot be avoided;
- c) combating risks at source;
- d) adapting work to the person, in particular as regards the design of workplaces and the choice of work equipment and working and production methods, in particular in order to reduce monotonous and repetitive work and to reduce the effects of such work on health;
- e) take into account the degree of technological development;
- f) replace what is dangerous with what is not dangerous or less dangerous;
- g) to plan prevention, aiming at a coherent whole that integrates technology, work organization, working conditions, social relations and the influence of factors in the working environment;
- h) give appropriate instructions to workers.

On the subject of the Environment, HMC promotes:

- ❖ the use, in compliance with the contractual provisions, of processes, technologies and materials that allow the reduction of the consumption of natural resources and that involve the lowest environmental impact;

- ❖ limiting the production of waste through, where possible, its reuse;
- ❖ raising awareness of environmental issues among members, employees and collaborators through information and training actions.

All HMC activities must be carried out in such a way as to comply with the provisions of environmental and occupational safety regulations. The recipients of this Code are required to participate, through their work, in the achievement of the environmental and safety objectives that the Company imposes on itself annually.

6.13 DATA AND INFORMATION SYSTEMS

It is forbidden to alter in any way the operation of a computer or telematic system or to intervene illegally in any way on the data, information and programs contained therein or pertaining to it, in order to obtain an unfair profit to the detriment of others.

The prohibition is strengthened if the state or a public body is harmed.

7. EMPLOYEE DUTIES

7.1 CONFLICT OF INTEREST

All HMC employees are required to avoid situations that may give rise to conflicts of interest and to refrain from personally taking advantage of business opportunities of which they have become aware in the course of their duties.

In the event that even the appearance of a conflict of interest arises, the employee is required to notify his or her direct manager, who must inform the Management to assess its actual presence.

7.2 PROTECTION OF COMPANY ASSETS

Each employee is required to work diligently to protect the assigned company assets as well as prevent their fraudulent or improper use, through responsible conduct and in line with the objectives and operating rules set up to regulate their use, accurately documenting their use.

The use of company tools by the company's employees and/or consultants must be functional and exclusive to the performance of work activities or to the purposes authorized by the internal functions in charge.

As far as IT applications are concerned, each employee is required to:

- scrupulously adopt the provisions of the company's security policies, in order not to compromise the functionality and protection of IT systems;
- read and accept the provisions of the regulation on the management of computer data of the HMC company;
- Do not browse websites with indecorous, offensive content and in any case not in the interest of your business.

7.3 INFORMATION MANAGEMENT

The employee must be aware of and implement the provisions of the company's policies and regulations on information security to ensure its integrity, confidentiality and availability. The information acquired in the performance of the assigned activities must remain strictly confidential and appropriately protected and may not be used, communicated or disclosed, both inside and outside the Company, except in compliance with current legislation and company procedures. This obligation shall continue even in the event of termination of the employment relationship for any reason.

7.4 INFORMATION OBLIGATIONS

Employees are required to adequately inform any third party with whom they come into contact in the course of their work activities about the existence of the Code of conduct and the commitments and obligations that it imposes on external parties.

It is also mandatory to report to the Supervisory Body any violations or instructions received that conflict with the Law, with HMC's Organization, Management and Control Model, with the content of employment contracts, with internal regulations or with this Code of conduct.

8. EXTERNAL REPORTS

8.1 CRITERIA OF CONDUCT IN CUSTOMER RELATIONS

8.1.1 ESTABLISHMENT AND MAINTENANCE OF BUSINESS RELATIONSHIPS

In starting commercial relationships with new customers and in the management of existing ones, it is prohibited, on the basis of public information and/or available in compliance with current regulations, to establish and maintain relationships:

- with subjects involved in illegal activities, in particular related to the crimes provided for by Legislative Decree no. 231/2001 and, in any case, with subjects who do not meet the necessary requirements of seriousness and commercial reliability;
- with entities that, even indirectly, hinder human development and contribute to a lack of respect for human dignity and individual personality and/or to violate the fundamental rights of the person (e.g. exploiting child labour, facilitating migrant smuggling or sex tourism, etc.);
- with persons who do not formally commit themselves to the Company, for example in the contractual field, to comply with current labour legislation, with particular attention to the health and safety of workers, as well as in general all the principles set out in this Code of conduct.

8.1.2 CUSTOMER RELATIONS

Professionalism, competence, availability, fairness, good faith and respect for the commitments undertaken are the guiding principles and the style of conduct to be followed in relations with customers.

Trade policies must comply with the applicable regulations in the different countries and must be implemented on the basis of documentation to prove the rights of the parties.

In order to protect the company's image and reputation, it is essential that customer relations, including advertising messages, are based on:

- full transparency and fairness;
- compliance with the law.

8.1.3 CONTRACTS, AGREEMENTS AND COMMUNICATIONS TO CUSTOMERS

Contracts, agreements and communications to customers must be:

- clear and simple, formulated in a language as close as possible to that normally used by the interlocutors;
- comply with current regulations, without resorting to evasive or otherwise unfair practices;
- conform to the company's commercial policies and the parameters defined therein;
- complete, so as not to overlook any element relevant to the customer's decision.

The purposes and recipients of the communications must determine, from time to time, the choice of the most suitable contact channels for the transmission of the contents, committing not to use misleading or untruthful advertising tools.

8.2 CRITERIA OF CONDUCT IN RELATIONS WITH SUPPLIERS

The procurement processes of goods and services are based on the search for the maximum competitive advantage for the Company and the granting of equal opportunities for each supplier. They are also based on pre-contractual and contractual conduct with a view to indispensable and reciprocal loyalty, transparency and collaboration.

In particular, HMC employees involved in these processes are required to:

- not to preclude anyone, in possession of the required requirements, from competing for the stipulation of contracts, adopting objective and documentable criteria in the choice of the shortlist of candidates;
- ensure sufficient competition in the selection of the supplier by considering an adequate shortlist of candidates.

Any exceptions must be authorised and documented.

It is forbidden for employees to obtain benefits for themselves or others as a direct or indirect consequence of their relationships with suppliers.

In the event that a supplier adopts conduct that is not in line with the principles of this Code, HMC will be entitled to take the appropriate measures, to the point of precluding any other opportunities for collaboration.

Violations of the principles established by the Code of conduct entail, in fact, sanctioning mechanisms. To this end, specific clauses are provided for in the individual contracts aimed at ensuring compliance with the Code of conduct and the Organisation Model in the field of supplies.

8.3 CRITERIA OF CONDUCT TOWARDS AGENTS, REPRESENTATIVES, DISTRIBUTORS AND PARTNERS

The processes for selecting and choosing agents, representatives, distributors and partners are aligned with the principles of legality, fairness and transparency. They are provided with instructions and notices in order to avoid unfair commercial practices. The contracts include, as far as possible, specific anti-corruption clauses and the obligation to comply with HMC's Code of conduct and Organization, Management and Control Model.

Agents, representatives, distributors and partners are prohibited from any form of donation, benefit or benefit or promise of such advantages, aimed at acquiring preferential treatment in the conduct of activities related to HMC.

9. IMPLEMENTATION AND CONTROL OF COMPLIANCE WITH THE CODE OF CONDUCT

This Code of conduct was approved by HMC's Board of Directors on 01.08.2023.

Any changes and/or updates are approved by the same corporate body and promptly communicated to the interested parties.

9.1 SUPERVISORY BODY

HMC has appointed a Supervisory Body which is responsible for, among others, the following tasks:

- monitor compliance with the Organisation Model and the Code of conduct, with a view to reducing the risk of committing the offences provided for by Decree 231/2001;
- provide interested parties with all the clarifications and explanations requested, including those relating to the legitimacy of concrete conduct or conduct, or the correct interpretation of the provisions of the Model or Code of conduct;
- follow and coordinate the updating of the Model and the Code of conduct, also through its own proposals;
- promote and monitor the Company's implementation of communication and training activities on the Model and, in particular, on the Code of conduct;
- report any violations of the Model or the Code of conduct to the competent corporate bodies, proposing the sanction to be imposed and verifying the effective application of any sanctions imposed.

9.2 REPORTING VIOLATIONS

The Company falls within the subjective scope of Legislative Decree 23/2024 (on the "Implementation of Directive (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019 on the protection of persons who report breaches of Union law and on the protection of persons who report breaches of national regulatory provisions" - the so-called Whistleblowing System), as an entity in the private sector that has adopted the Organizational Model pursuant to Legislative Decree 231/01 (art. 2, paragraph 1, letter q, number 3 of Legislative Decree 24/2023).

For further details, please refer to the Whistleblowing Procedure and the General Organisational Model, published on the Company's website.

9.3 MEASURES

Any violation of this Code may result in the application of a disciplinary measure to be determined on the basis of the seriousness of the violation itself, as specified in the Organizational Model.

In the most significant cases, the Board of Directors will determine the appropriate actions to be taken in the event of a violation.

Such actions should be responsibly aimed at deterring transgressions and promoting accountability and compliance with this Code. In determining the actions to be taken in each individual case, the Board of Directors shall take into account all available information, including the nature and severity of the violation, whether it is attributable to an isolated or repeated incident over time, whether the violation appears intentional or unintentional, whether the individual has been previously informed of the correct conduct to be taken, and whether the same individual has committed other violations in the past.

9.4 KNOWLEDGE AND DISSEMINATION

The Code of conduct is brought to the attention of internal and external stakeholders through specific communication and dissemination activities; In particular, it is distributed to all employees and is available to third parties through the website.

Adequate knowledge and understanding of the Code of conduct by all personnel is ensured through information and training programs defined by the Company.

It is the responsibility of each employee to consult his/her direct manager for any clarification regarding the interpretation or application of the rules of conduct contained in this Code.