



Code of Ethics

Approved by the Board of Directors



Index

1 FOREWORD..... 3

2 CODE OF ETHICS..... 3

3 RECIPIENTS 4

4 VALUES 5

4.1 Legal Compliance..... 5

4.2 Honesty, moral integrity and fairness..... 5

4.3 Transparency 5

4.4 Confidentiality 6

4.5 Impartiality and equal opportunities..... 6

4.6 Corporate information and financial flows..... 6

4.7 Health and safety at work..... 6

4.8 Professionalism and valuing of human resources 7

4.9 Culture of risk..... 7

4.10 Protection of personal data..... 7

5 PRINCIPLES OF CONDUCT IN INTERNAL RELATIONS 7

5.1 Policies for the selection of employees and collaborators..... 7

5.2 Prevention of conflicts of interest..... 7

5.3 Duties of employees and collaborators 8

5.4 Use of company resources: grants and loans..... 8

6 PRINCIPLES OF CONDUCT IN EXTERNAL RELATIONS..... 9

6.1 Relations with customers..... 9

6.2 Relations with suppliers..... 9

6.3 Relations with public authorities 9

6.4 Relations with political and trade union organizations 10

6.5 Professional appointments 10

6.6 Gifts, benefits and the promise of favours..... 10

6.7 Environmental protection..... 11

7. MONITORING AND CONTROL OF THE APPLICATION OF THE CODE OF ETHICS 11

8. DISCIPLINARY SYSTEM 12



1 FOREWORD

The creation and spread of values on which a Company bases its ability to be a competitive player in its business sector and also an accountable subject in the social context in which it operates are the elements required to build a corporate culture able to achieve the following objectives:

- The creation of high-quality products;
- The safeguard of health and safety at work;
- The management of corporate risks (in particular non-compliance) that could impact the corporate reputation in a negative way.

In line with these values, DoveVivo has defined and formalized a Code of Ethics that sets out rules and guidelines to follow.

2 CODE OF ETHICS

DoveVivo has adopted a Model of Organization, Management and Control in line with the legislative decree n. 231/2001 to achieve its aim of identifying and indicating the principles and values that inspire the Company in a clear and transparent manner.

It is necessary that people operating in the Company and all those who enter into any relationship with it follow the rules of conduct that inspire the Company itself.

The Code of Ethics guides the business and day-to-day operations in accordance with corporate purposes based on ethical values and respect of legal compliance.

Furthermore, the Code of Ethics represents a guide to avoid damage to the Company's image, reputation and institutional, economic and commercial relationships, also when facing ambiguous or potentially risky situations.

Furthermore, this code, is an essential element for the prevention of the crimes envisaged by Legislative Decree n. 231 of 8 June 2001, and it is a part of the Company's Organization and Management Model.

All subjects in key positions, such as directors or managers, as well as all employees, collaborators, consultants and more generally all third parties who enter into a relationship with the Company must never fail to comply with fundamental principles such as honesty, moral integrity, correctness, transparency.



The Company, thanks to efficient instruments of information, prevention and control, is able to guarantee the transparency of conduct, the observance of the code and the repression of any violations.

3 RECIPIENTS

The recipients of this Code of Ethics, held to respect it, are:

Internal parties:

- directors of the Company as well as those who perform functions of representation, administration, management or control;
- employees of the Company.

External parties

- the staff of organisations or other parties acting on behalf or in the interests of the Company;
- external professionals, collaborators and consultants;
- suppliers and partners.

External persons that have commercial and business relationships with the Company have to comply with the ethical values and principles of behaviour expressed in this Code of Ethics. If any conduct, individual or corporate, or actions are in contrast with the values and principles of the Company, and / or with laws or regulations, the Company will be obliged to interrupt and terminate the existing relationship.

It is the responsibility of internal recipients whose have relations with external workers to inform them of the requirements of the Code of Ethics, to demand compliance with them and to adopt suitable initiatives in the case of non-compliance.

The Directors and the senior management have the obligation to exercise supervisory activities and, at the same time, to report any irregularities, violations or non-compliance related to the principles of the Code of Ethics.

The respect of the values illustrated in this Code of Ethics represents a contractual obligation as described in the disciplinary system .



4 VALUES

DoveVivo S.p.A. is inspired by the following values that are binding for the Recipients of this Code of Ethics:

4.1 Legal Compliance

The Company conducts its business in compliance with national and EU regulations, rejecting any form of illegal practice, directly or indirectly, with criminal associations.

The members of the Corporate governance must diligently comply with current legislation, this Code of Ethics, company procedures, the Model of Organisation and Governance and any other form of internal regulation.

The pursuit of an interest of the Company cannot justify a dishonest conduct.

4.2 Honesty, moral integrity and fairness

The employees that carry out activities must behave with respect for the fundamental principles of honesty, moral integrity, correctness, transparency, objectivity and respect for the individual personality in all relationships with internal and external persons and entities

In no case can actions that differ from honest lines of conduct be justified.

Therefore, the Company will not undertake or continue any form of relationship with anyone who behaves in a way that differs from what is established in this specific point of the Code of Ethics.

4.3 Transparency

Transparency is an indispensable principle in all relations that the Recipients have with their interlocutors in order to give accurate, objective, truthful, timely and unambiguous information.

The accounting records must be accurate, complete, truthful and transparent and available to all staff, including external ones.

The accounting records must be based on accurate and verifiable information and must fully comply with internal accounting procedures and complete with adequate documentation.

Recipients who, for any reason, become aware of omissions, falsifications, negligence of the accounting or of the documentation on which the accounting records are based, are required to report the facts to their supervisor and to notify to the Supervisory Body.



4.4 Confidentiality

The Company ensures the confidentiality of the information and personal data and the protection of the information acquired in relation to the business activity; it also requires that the information obtained is not used for one's own interests, in order to profit or in a way contrary to the law or in such a way as to damage the rights, assets, objectives of the Company or the Company itself.

Confidential information can be used only for the activities related to the exercise of professional activity.

4.5 Impartiality and equal opportunities

Any form of discrimination and in particular any discrimination based on race, nationality, sex, age, disability, sexual orientation, personal or social condition, political or trade union opinions, philosophical orientations or religious beliefs towards any person inside and outside the Company is prohibited .

4.6 Corporate information and financial flows

Each operation and transaction must be correctly recorded, authorized, verifiable, legitimate. Each operation must be supported by adequate documentary evidence in order to be able, at any time, to carry out checks that certify the traceability and reasons why the operation is carried out and identify who authorized, carried out, registered, verified the operation itself.

All Recipients must ensure the maximum truthfulness, transparency and completeness of the information, both verbal and documented (paper and digital), produced as part of the performance of the activities.

Any operation that could compromise the Company is strictly prohibited.

4.7 Health and safety at work

The Company ensures the protection of safety, hygiene and health in the workplace in order to respect the health, physical integrity and rights of workers, according to the current legislation on safety, hygiene and health at work.

Anyone among the recipients who should detect situations that could prejudice the health and safety in the workplace or become aware of situations and / or facts that may harm or prejudice compliance with the law, must report the information to their supervisor and the Supervisory Body.



4.8 Professionalism and valuing of human resources

The Company recognizes the importance of human resources and the enhancing of the skills of the resources, making suitable tools for training, professional updating.

4.9 Culture of risk

The Company aims to increase its employees' sensitivity to the risks. This awareness must emerge from the concrete behaviours of everyone. There must be a widespread perception of how the internal control system actually monitors these risks.

4.10 Protection of personal data

In compliance with current legislation, the Company is committed to protect the personal data of each of its employees and, more generally, of those who interact with the company (employees, customers and suppliers).

5 PRINCIPLES OF CONDUCT IN INTERNAL RELATIONS

5.1 Policies for the selection of employees and collaborators

Human resources are an indispensable element for the existence of the company and a critical factor for successfully competing on the market. Honesty, loyalty, ability, professionalism, seriousness, technical preparation and dedication of the staff are therefore a decisive condition for achieving the Company's goals.

In order to contribute to the development of the business aims, and ensure that these goals are pursued by all in compliance with the ethical principles and values to which DoveVivo S.p.A. is inspired, the Company selects employee, consultant, collaborator according to the values and characteristics set out above. Furthermore, the Company works to ensure that the resources acquired correspond to the profiles actually necessary for business needs, avoiding favouritism and facilitations of any kind.

5.2 Prevention of conflicts of interest

In conducting any activity, each person involved must avoid any conflict between his personal, social, financial or political interest and the advancement of the business interests of DoveVivo S.p.A. or its customers.

The occurrence of situations of conflict of interest, in addition to being in contrast with the law and with the principles set out in the Code of Ethics, is injurious to the image and integrity of the Company.



Directors, employees and collaborators must therefore exclude any possibility of overlapping or in any case crossing, exploiting their own functional position, economic activities responding to a logic of personal and / or family interest and the duties they hold within the Company.

Employees who believe they may be in a conflict should notify their supervisor or HR personnel manager so that the company can decide whether such a conflict actually exists.

5.3 Duties of employees and collaborators

Each employee and collaborator must act loyally in order to comply with the obligations signed in the employment contract and the rules of this Code, ensuring the required services. According to these principles, all employee must work diligently to protect company assets, through responsible behaviour and in line with the operating procedures set up to regulate their use.

Each employee and collaborator of the Company is responsible for the protection of the material and financial resources entrusted to him and has the duty to promptly inform the units in charge of any risks or harmful events.

All staff must comply with the provisions of company policies on information security to guarantee its integrity, confidentiality and availability, and process their documents using clear, objective and exhaustive language, allowing for any checks by managers or authorized external subjects.

5.4 Use of company resources: grants and loans

Each recipient is responsible for the protection and conservation of the corporate resources entrusted to him for the performance of his duties, as well as for their use in a proper and compliant manner for business purposes.

In particular, each Recipient must:

- operate diligently in the use of company resources entrusted to him;
- avoid improper use of company resources that may cause offenses, damage or reduction in efficiency, or in any case in conflict with the interest of the Company;
- strictly comply with the company procedures governing its use and the applicable reference legislation, particularly that relating to software or, in general, the protection of intellectual property;
- to base the use of resources on the highest levels of safety, decorum and respect for the sensitivity of others.



In particular, the Company prohibits any use of company resources that may represent a violation of the laws in force, as well as an offense to the freedom, integrity and dignity of people, especially minors.

The Company also prohibits any use of company resources that could cause undue intrusions or damage to the computer systems of others.

It is forbidden to use contributions, loans, or other disbursements granted to the company by the State, by a public body or by the European Union, for other purposes than those for which they were made.

6 PRINCIPLES OF CONDUCT IN EXTERNAL RELATIONS

6.1 Relations with customers

The Company considers it essential to maintain high quality standards for its services.

In relations with their customers, each employee or collaborator must be correct and kind and provide exhaustive and adequate information, avoiding the use of elusive or incorrect language.

6.2 Relations with suppliers

The Company applies the values of transparency and correctness in relations with suppliers of goods and services, in compliance with the laws and internal regulations.

According to the Company's policy, it is required to negotiate transparently with all potential suppliers, avoiding favoritism or ways to obtaining advantages for oneself or for the Company.

6.3 Relations with public authorities

In relations with the Public Administration or with entities that carry out activities of public utility or public interest, the Company strictly complies with the applicable community, national and company legislation.

All recipients of this Code are obligated to forbear:

- from offering job opportunities or any advantage in favour of the public official involved in the relationship or to his/her family;
- from offering gifts or benefits to the aforementioned subjects, including through third parties, except in the case of a courtesy act of modest value;
- from promising or having promised other forms of benefit or advantage;
- from improperly influencing, even through third parties, the decisions of the institution concerned;



- from creating advantageous situations in favour of the public official involved in the relationship, his family members or subjects in any way related to the same, by means of simulated operations.

In the event that the Company is a party in civil, criminal or administrative litigation proceedings, including those of an out-of-court nature, the corporate bodies, employees and consultants must in no way adopt any conduct that could lead to measures that are illegitimately to the advantage of itself.

In relations with the judicial authorities, all employees must offer the widest cooperation, making truthful statements. Any form of reticence, silence and falsehood is contrary to the interests of the company since DoveVivo S.p.A. intends to act in full compliance with the law.

6.4 Relations with political and trade union organizations

DoveVivo S.p.A. doesn't directly or indirectly favour or discriminate against any political or trade union organization. The Company refrains from providing any contribution, direct or indirect, in any form, to political parties, movements, committees and political and trade union organizations, their representatives and candidates, except those due under specific legal provisions.

6.5 Professional appointments

The collaborators and the consultants of the Company must be, in the execution of the contractual relationship established or the assignment received by the same, correct and loyal, respecting, as far as applicable to them, the rules of this Code of Ethics, Company regulations and the instructions and prescriptions given to the Company's staff.

The Company proceeds with the identification and selection of collaborators and consultants with absolute impartiality, autonomy and independence of judgment and without accepting any conditioning or compromise of any kind aimed at achieving or obtaining favours or advantages. In this context, the Company considers only professional competence, reputation, independence, organizational capacity, correctness and timely execution of contractual obligations and assigned tasks as requirements.

6.6 Gifts, benefits and the promise of favours

DoveVivo S.p.A. forbids all those who operate in their own interest, in their own name or on their own behalf from accepting, offering or promising, even indirectly, money, gifts, goods, services, services or favours that are not due (also in terms of employment opportunities) from strangers the normal courtesy relations between the parties.



6.7 Environmental protection

DoveVivo safeguards the environment and manage its activities by seeking a balance between economic initiatives and environmental needs, developing its business with the utmost respect for current environmental regulations and always having into consideration the rights of future generations.

The Company undertakes to protect the environment in all its activities, using processes, technologies and materials that make it possible to avoid or limit the impacts deriving from company activities in terms of pollution.

All recipients of the Code are required to always evaluate and manage environmental aspects with great attention in a preventive manner and actively intervene to avoid incorrect environmental situations and behaviours.

The commitment to spread the culture of the environment in the workplace involves all staff in information activities.

7. MONITORING AND CONTROL OF THE APPLICATION OF THE CODE OF ETHICS

DoveVivo S.p.A. has established a Supervisory Body, appointed by the Board of Directors by virtue of its deliberative act, in order to supervisor on the respect and enforce the rules of the Code of Ethics. The Supervisory Body assigned tasks and powers to monitor and control the implementation of the rules of ethical behaviour, though, in particular:

- constant supervision of the application by the Recipients of the rules of the Code of Ethics;
- the promotion and evaluation of all reports and suggestions aimed to improve the Code of Ethics;
- the promotion of communication, training and updating programs for all Recipients;
- opinions on the revision of the Code of Ethics or on the most relevant company policies and procedures.

In order to allow the effective application of the Code of Ethics, all Recipients have the right to report to the Supervisory Body the cases of violation of the values and related behavioural principles and report any potentially critical attitude or situation. Reports can be submitted:

- to the mailbox managed by the Supervisory Body: odv@dovevivo.it
- to the dedicated mailbox: segnalazionidovevivo@gmail.com

The Supervisory Body ensures that the authors of the reports are not subject to any forms of retaliation, discrimination or penalization or any consequence deriving from the same, ensuring



the confidentiality of their identity, without prejudice to the legal obligations and the protection of the rights of the company or of persons accused.

In particular, the following requirements are applied to:

- information and reports from whoever come, including any violation or suspicion of violation of the principles of the Code of Ethics, must be made in writing in non-anonymous form;
- any anonymous reports will be taken into consideration for further investigation only if they are detailed and, therefore, contain all the objective elements necessary for the subsequent verification phase; anonymous reports deemed unreliable will not be taken into consideration;
- the information and reports must be sent by the interested party directly to the Supervisory Body

The Supervisory Body evaluates the reports received, deciding whether to take specific actions.

In any case, protection is provided to the whistleblower which protects him from retaliation and / or discriminatory acts, as established by Law 179/2017.

All Recipients are required to collaborate with the Supervisory Body, in order to allow the collection of all additional information deemed necessary for a correct and complete evaluation of the reports received.

In the face of the reports, the facts will be evaluated, possibly also listening to the author of the same and the person presumed responsible for the possible violation.

The Supervisory Body may make use of specific functions or persons competent in the subject matter for the analysis and assessment of conduct which violates the Code of Ethics and the law.

8. DISCIPLINARY SYSTEM

In the event of an ascertained violation of the Code of Ethics, the Supervisory Body files a report and requests the application of any sanctions deemed necessary to the General Management and / or the Board of Directors. In the event that such violations concern the General Management or one or more members of the Board of Directors, the Supervisory Body will file the reports and the proposed disciplinary sanctions directly to the Board of Directors.

The competent functions approve the measures, including sanctions, to be adopted in accordance with the regulations in force, ensure their implementation and report the outcome



to the Supervisory Body. If the sanction proposed by the Supervisory Body is not imposed, adequate reasons must be given.

The violation of the principles established in the Code of Ethics and in the procedures provided for by the internal protocols referred to in Model 231/2001, compromises the trust between the Company and its directors, shareholders, employees, consultants, collaborators in various capacities, suppliers, commercial partners and financial. Such violations will therefore be pursued by the Company incisively, promptly and immediately, through the disciplinary measures provided for in the 231/2001 Model, in an adequate and proportional way, regardless of the possible criminal relevance of such conduct and the establishment of criminal proceedings in the cases in which they constitute a crime.

Failure to comply with and / or violation of the rules of conduct indicated in the Code by employees of the Company constitutes a breach of the obligations deriving from the employment relationship and gives rise to the application of disciplinary sanctions. The sanctions that can be imposed will be applied in compliance with the provisions of the law and the applied National Collective Labour Agreement.

These penalties will be paid on the basis of the gravity of the individual cases considered and will be proportionate to their gravity.

The ascertainment of the aforementioned infringements, the management of disciplinary proceedings and the imposition of sanctions remain the responsibility of the Company functions in charge and delegated to do so.

In case of violation by managers of the rules of conduct indicated in the Code of Ethics, the Company will evaluate the facts and behaviours and will take appropriate initiatives towards those responsible pursuant to the provisions of the law and the applicable National Collective Agreement, taking into account that such violations constitute a breach of the obligations deriving from the employment relationship.

Any behaviour by collaborators, consultants or other third parties connected to the Company by a contractual relationship not of employment in violation of the provisions of the Code of Ethics, may determine, in the most serious cases, also the termination of the contractual relationship, without prejudice to any request for compensation if this behaviour causes damage to the Company and this also regardless of the termination of the contractual relationship.