

SUMMARY

- 1. Introduction and general principles..... 2
 - 1.1. Objective..... 2
 - 1.2. Ethical precepts of our business operations..... 2
 - 1.3. Responsibility..... 2
- 2. Rules of behaviour..... 3
 - 2.1. Ethics, impartiality, fair dealing, integrity, and transparency 3
 - 2.2. External relations..... 3
 - 2.2.1. The democratic principle 3
 - 2.2.2. Fair competition 3
 - 2.2.3. Combating corruption..... 3
 - 2.2.4. Transparency..... 4
 - 2.2.5. Protecting intellectual property rights 4
 - 2.2.6. Conflicts of interests 4
 - 2.3. Community and environmental interactions 4
 - 2.3.1. Interactions with entities of the public administration and institutional relations 5
 - 2.3.2. Interactions with associations, unions, and political parties 5
 - 2.3.3. Value of human capital 5
 - 2.3.4. Protection of occupational safety and health..... 6
 - 2.3.5. Privacy protections; use of information systems 6
- 3. Method of implementation..... 7
 - 3.1. Controls, reporting, and sanctions for violations of the code of ethics 7

1. INTRODUCTION AND GENERAL PRINCIPLES

1.1. OBJECTIVE

This code of ethics (hereinafter denoted the "**Code of Ethics**"), approved by the Board of Directors of Laboratorio farmaceutico S.I.T. - Specialità Igienico Terapeutiche S.r.l., with single shareholder Platone Holding S.r.l. (hereinafter denoted "**S.I.T.**" or the "**Company**"), sets forth the principles of the business ethics to which all those who work for, or are engaged by the Company, or who pursue the Company's purpose in any manner, must adhere.

The Code of Ethics is an integral part of the Organisation, Management, and Control Model (hereinafter denoted the "**Model**") promulgated by the Company in accordance with Legislative Decree no. 231 of 8 June 2001, which sets forth the "*Rules governing administrative liability of legal entities, companies, and incorporated and unincorporated associations, as established under Article 11 of Law no. 300 of 29 September 2000*" (hereinafter denoted the "**Decree**"), introduced into our legal system the concept of corporate criminal liability (applicable to legal entities, companies, and incorporated or unincorporated associations. This strict liability is cumulative with that of the natural person who tangibly perpetrated the crime.

As noted above, the main focus of the Code of Ethics is to establish, and to disseminate, the standards and principles of conduct to which the Company has traditionally adhered. In terms of the specific Italian regulatory framework, the Code of Ethics introduces into the Company's infrastructure a set of binding standards and rules reasonably calibrated to prevent the crimes enumerated in the Decree.

1.2. ETHICAL PRECEPTS OF OUR BUSINESS OPERATIONS

In keeping with the positions expressed and protected by the Confindustria-Farmindustria joint association, of which the Company is a member, and with a firm sense of civic responsibility and moral integrity, the Company acknowledges the contribution it makes, through its business operations, to the development of the Italian economy, and to sound economic growth within our country.

The Company is convinced that ethical business practices contribute to the enterprise's success, and protect the company's image.

The Company believes in the value of work, and considers law-abidingness, ethics, and transparency of action to be the indispensable foundations of the Company's reaching its goals in terms of earnings, production, and social welfare.

Company operations require that interactions with those outside the company be predicated on full compliance with the law, internal regulations, market regulations, and the principle of the free market, in a manner that respects the rights of all those with whom the Company interacts.

1.3. RESPONSABILITY

The Company's issuance of the Code of Ethics is one of the tools aimed at ensuring the dissemination and compliance with the general principles, rules, and standards of behaviour intended to protect the salient ethical values appearing therein.

The Code of Ethics shall be binding on all Company associates (both within and outside the Company). Consequently, the Company has made an express commitment to take any step necessary or convenient to ensuring that all those involved in its business operations (employees, directors, associates, external consultants, suppliers, customers, agents, etc.) as well as any personnel or representative of any other business engaged in a common purpose or venture (hereinafter the "**Recipients**") - abide by its terms.

2. RULES OF BEHAVIOUR

2.1. ETHICS, IMPARTIALITY, FAIR DEALING, INTEGRITY, AND TRANSPARENCY

Ethics, impartiality, fair dealing, integrity, and transparency are the core values of Company operations.

Ethics: in interactions with all persons, and in all relationships;

Impartiality: of judgement of all persons and situations;

Fair Dealing: in the management of all commercial and contractual relationships;

Integrity: in conducting its business affairs;

Transparency: in all interactions and relationships.

2.2. EXTERNAL RELATIONS

2.2.1. THE DEMOCRATIC PRINCIPLE

The Company implements measures apposite to avert the Company's implication, whether direct or indirect, in any incident intended to subvert democracy, or in any domestic or international terrorism.

The Company pledges to refrain from entering any working or commercial relationship with any party, be they a natural person or legal entity, engaged in such activities, and to refrain from funding or facilitating, whether directly or indirectly, any such activities.

Moreover, relationships with such persons, or transferring any goods (real property and registered property in particular) for any reason for the benefit of such persons shall be strictly prohibited.

The Company pledges to request any person working with the Company in any capacity to abide by these principles.

2.2.2. FAIR COMPETITION

The Company believes in the free market and in fair competition; accordingly, it strives to achieve competitive results which reward ability, experience, and efficiency.

Any action intended to manipulate the free market runs counter to the Company's business policy, and all persons acting on behalf of the Company shall be restricted from such manipulation.

Fair competition with other companies in the marketplace means any agreements to limit competition or to abuse a dominant position shall be forbidden.

Any agreement entered into with a competitor to fix prices and/or to allocate shares of a market shall therefore be strictly prohibited.

In respect of the principle of loyal competition, Company shareholders, directors, suppliers, retained professionals, associates, and trade partners shall be strictly prohibited from offering or accepting bribes in any form, even where such bribery is intended to benefit the Company directly or indirectly.

2.2.3. COMBATING CORRUPTION

The Company and its associates must behave ethically in transactions and interactions with entities of the Public Administration for the benefit of the Company.

Under no circumstances may the pursuit of a Company interest serve to justify conduct by its management or associates which violates the law or any rule in the Code of Ethics.

2.2.4. TRANSPARENCY

External communications divulging information on the Company and its operations must be truthful, straightforward, and verifiable.

Interactions with entities of the Public Administration and institutions shall take place in strict compliance with applicable law and regulations.

The Company strives for the utmost transparency in commercial interactions; to that end, it properly allocates resources in order to combat money laundering and fencing.

The Company abides by the tenets of ethics, transparency, good faith and fair dealing in its contracts.

2.2.5. PROTECTING INTELLECTUAL PROPERTY RIGHTS

Intellectual property rights are recognised and safeguarded by the Company; consequently, the attribution, whether full or partial, of any words, ideas, or projects of another to oneself or to another author, irrespective of the language in which the content was presented or disseminated, or the failure to cite a source, is deemed reprehensible, even where the conduct does not constitute a formal offence, and regardless of whether the act or omission occurred intentionally or negligently.

2.2.6. CONFLICTS OF INTERESTS

The Company recognises and respects the right of its shareholders and associates to hold equity interests, or to participate in any manner of business affairs or operations outside their involvement with the Company, provided that the activity is lawful, and does not conflict with their duties to the Company; all such outside activity is subject, however, to approval.

Moreover, all Company shareholders, employees, and associates are required to eschew conflict-of-interest situations, whether actual or potential. A “conflict-of-interest” situation arises where the pursuit of one’s own interest (or that of a family member or other third party) conflicts with the Company’s interest. Conflicts of interests must be reported in a detailed disclosure to the designated entities, in accordance with the rules established for reporting under the Model.

2.3. COMMUNITY AND ENVIRONMENTAL INTERACTIONS

Within the scope of its business operations, the Company encourages, both amongst shareholders and associates, a spirit of institutional cooperation to ensure the best-available technologies and methods are used, the environment is respected and protected, and a good relationship is maintained with the community as a whole.

The Company appreciates the impact its business operations can have on the living conditions, economic development, social welfare, and general wellbeing, of the community in which it operates.

For this reason, the Company shall pursue its company purpose in a manner that takes social welfare, and respect for the local, national, and international community with which it interacts, fully into consideration.

In conducting its affairs, the Company ensures compliance with heightened standards of quality, and environmental-impact reduction, with operations and rendered services that conform to applicable safety regulations.

The Company is cognisant of the world that surrounds its operations, including from an environmental-impact standpoint. The Company is therefore committed to ensuring that its infrastructure, production processes, and choice of materials are all informed by environmental development, research, and best practices, with a view

towards respecting the region in which it operates, preventing pollution, and safeguarding the environment and the surrounding landscape.

2.3.1.INTERACTIONS WITH ENTITIES OF THE PUBLIC ADMINISTRATION AND INSTITUTIONAL RELATIONS

Any contract or commitment with the Public Administration, or any public institution, shall fall to designated and authorised company departments and functions.

The Company shall not, through any director or associate, request, offer, or receive to/from any public official, public contractor, civil servant, or employee of any public institution, whether in Italy or abroad, any economic or in-kind benefit or advantage for the purpose of currying favour or receiving preferential treatment in any business transaction or other endeavour.

Moreover, all interactions with civil servants must abide by the standards and rules dictated by Presidential Decree no. 62, of 16 April 2013 (which includes the *"Regulation setting forth the civil servant code of conduct under Article 54 of Legislative Decree no. 165 of 30 March 2001"*).

In any interactions with representatives or employees of any public agency or administration, currying favour, influence, or interference, and any activity, whether undertaken in one's own name or through a strawman, intended to condition, whether directly or indirectly, the outcome of any interaction, to compromise the independent judgement of any Public Official, or to ensure any benefit to the Company, shall be strictly prohibited.

Furthermore, Company directors, employees, associates, and consultants shall be restricted from: forging and/or altering any accounting submitted to the Public Administration for the purpose of securing an unjust advantage or any other benefit for the business; forging and/or altering any recorded data in order to secure the approval of a project which does not align with applicable statutes or regulations; allocate public funds to purposes other than those for which they were disbursed.

2.3.2.INTERACTIONS WITH ASSOCIATIONS, UNIONS, AND POLITICAL PARTIES

The Company shall not provide contributions, advantages, or other benefits to any political party or candidate, to any labour union or a representative thereof, to any non-profit organisation, foundation, committee, or other association unless done in accordance with applicable rules and regulations.

Payment of any funding or other benefit must be expressly authorised by the designated function, and reported to the Company's oversight entity tasked with monitoring Model compliance and operation under Art. 6 of the Decree (hereinafter, the **"Supervisory Board"** or **"SB"**).

2.3.3.VALUE OF HUMAN CAPITAL

Respect for the physical wellbeing, cultural background, and dignity of all persons represents a cardinal value for the Company.

The Company recognises that human resources lie at the heart of its growth, and the conducting of its business operations. Therefore, it ensures equal opportunity employment at all levels of the organisation based on individual merit, and the skills requested for each job.

The Company believes that instituting and maintaining a working relationship built on mutual respect, loyalty, and trust to be of paramount importance.

The Company abjures discrimination based on race, sex, language, religion, political opinion, sexual orientation, and more generally on any personal or social trait.

2.3.4. PROTECTION OF OCCUPATIONAL SAFETY AND HEALTH

The Company has always been committed to occupational safety and health, and accordingly the Company allocates available resources to preventing harm to the health or personal wellbeing of its employees and associates whilst on the job.

The Company requires and demands strict compliance by all parties it engages or employs with the provisions of Legislative Decree no. 81 (9 April 2008, concerning implementation of Article 1 of Law no. 123, 3 August 2007, regarding occupational safety and health) as well as any other rule or regulation applicable to workplace safety.

In selecting its suppliers and trade partners, the Company gives priority to those who demonstrate compliance with safety and health regulations.

2.3.5. PRIVACY PROTECTIONS; USE OF INFORMATION SYSTEMS

The Company is committed to ensuring the privacy of any information in its possession, and to protecting the personal data of its associates and third parties which is generated, acquired, and processed within the scope of Company operations and the conducting of its business affairs.

Directors and associates are required to abide scrupulously by applicable data-protection laws and regulations, and to refrain from using confidential data or information for reasons beyond the scope of company operations.

Each Recipient shall abide strictly by all Company information-security policies and procedures, and must use company resources (PCs, mobile phones, etc.) in accordance with such policies and procedures, avoiding any behaviour which might compromise the functionality and safekeeping of the Company's IT systems.

3. METHOD OF IMPLEMENTATION

3.1. CONTROLS, REPORTING, AND SANCTIONS FOR VIOLATIONS OF THE CODE OF ETHICS

The Company has implemented specific methods to audit compliance with applicable law and this Code of Ethics by anyone acting on its behalf or within the scope of its business operations.

Any interested party, inside or external to the Company, is encouraged to report all Code of Ethics violations, whether orally or in writing (including using the Whistleblower Reporting Form) directly to the SB.

Verified violations of the Code of Ethics (compliance with which constitutes a contractual duty assumed by Company employees and/or associates and/or those providing services for the Company under any manner of engagement or agreement) shall be subject, to the extent permitted by law, to disciplinary actions which may include termination of the engagement or employment, or suits for damages.

Any breach of the rules appearing in the Code of Ethics by employees may constitute a breach of their primary duties to their employer, or a disciplinary offence, subject to all available remedies at law.

For other Recipients, breach of the Code of Ethics may likewise be construed as breach of contract, subject to all available legal remedies including contract or engagement termination, and may lead to suits for any damages caused thereby.