



## ***CODE OF ETHICS***

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IGEA S.p.A.

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**05.01**

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**IGEA S.P.A.**  
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**(Pursuant to Legislative Decree 231/2001)**  
**APPROVED BY THE BOARD OF DIRECTORS**  
(Lastly Dated 04/29/2024)

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## **PREMISE**

IGEA operates in the healthcare sector aware of the importance and responsibility that this activity entails, since it is a determining component in the satisfaction of a primary good such as the health of citizens and in the improvement of the healthcare system and, therefore, a factor in the development of society: healthcare expenditure is therefore an investment, not a cost.

IGEA's contribution to citizens' health is fundamental: this is demonstrated by the improvements, innovations and goals achieved thanks to medical technologies in the diagnosis and treatment of patients: a decisive contribution to the treatment of patients and to the improvement of their quality of life as well as, more generally, to the lengthening of people's lives.

IGEA recognizes that compliance with applicable laws and regulations and adherence to ethical principles are both an obligation and a critical step in achieving the above objectives and can enhance IGEA's reputation and the success of the medical device industry.

This Code of Ethics is intended to provide guidance on the minimum standards of business practice to which IGEA must adhere in Italy and, in general, elsewhere. It is not intended to replace or supersede national or European laws and regulations.

The Code of Ethics is the catalyst for IGEA's moral condition, and demonstrates the effort to give substance to the ethical dimension so that it is recognized by the community.

Medtech and Cocir Code of Ethics and with the Confindustriale Code of Ethics and Associative Values.

In drafting the Code of Ethics, IGEA was also inspired by the OECD guidelines for responsible business conduct, which are used as the most authoritative and shared reference for companies that adhere to the principles of the United Nations Global Compact.

IGEA also welcomes the UN's invitation to contribute to the achievement of the 17 common sustainable development goals (SDGs) through its proposal of products and services. The guiding principles



expressed in this code have been linked to the sustainable development goals to which the principle contributes most significantly.

## **1. PRINCIPLES**

### **1.1 ETHICS IN CONDUCTING BUSINESS AND ACTIVITIES**

IGEA is committed to producing and providing high quality medical technologies and related services, in the interest of patient safety and well-being. IGEA is committed to complying with laws, regulations and the Assobiomedica Association Statute.

The ethical nature of behaviors does not have as its paradigm only their strict observance, it goes beyond, and rests on the will to adopt, in different situations, the highest standards of behavior.

Compliance with applicable laws and adherence to ethical standards are important because of the need for close collaboration between the medical equipment/technology industry and healthcare professionals. Such collaboration may take the form of (a) developing medical technologies, (b) providing training, education, service and support to enable the effective and safe use of medical technologies and (c) supporting medical research, education and professional development.

These activities are necessary for the advancement of medical/scientific knowledge and the improvement of patient care, but must occur through interactions characterized by maximum transparency, correctness and ethics.

Correctness and transparency must therefore distinguish the actions of IGEA personnel, avoiding misleading information and behaviors that take undue advantage of others' positions of weakness or ignorance.

In compliance with free enterprise and private property, and affirming the social function of the free market, the maximization of economic and financial results of companies passes through correct commercial relations with customers and suppliers and adequate recognition of the contribution of their collaborators.

In particular, when establishing relationships with the Public Administration, it is appropriate to adopt more specific precautions. To this end, the transparent and objective internal procedures that regulate the conduct of IGEA personnel represent a protection factor also under the profile of Legislative Decree 231/2001 on the administrative responsibility of entities.

### **1.2 REGULATION OF DL 231/2001**

Legislative Decree 231 of 8 June 2001 established the principle according to which companies can be held liable, and consequently sanctioned, in relation to certain crimes committed or attempted, in their interest or to their advantage, by employees and, more generally, by those acting on behalf of the company itself.



The sanctions, which are added to the criminal ones against the person who committed the crime, can be pecuniary and, in the most serious cases, interdictory (such as the suspension of the right to contract with the public administration, the revocation of licenses or concessions and the partial suspension of the activity).

IGEA has always been sensitive to the need to ensure conditions of correctness and transparency in the conduct of business and corporate activities. This attention is aimed not only at protecting its position and image on the market, but also at protecting the rights and expectations of its partners and employees.

### **1.3 WORK ETHICS, COMPLIANCE WITH LAWS, RIGHTS, PROTECTION AND VALORIZATION OF COLLABORATORS**

Internal and external collaborators are the fundamental resource for the development of IGEA which is committed to offering equal job opportunities without distinctions based on ethnicity, religion, opinions, nationality, sex, physical conditions, age, social conditions.

The wealth of knowledge, experience, intelligence and culture of the collaborators must be valued and increased, thereby contributing to their professional growth and well-being. Updating and professional growth are implemented through specific and institutional training initiatives.

Employees ensure that every business decision is taken in the interest of their own organization, and must avoid any situation of conflict of interest between personal or family economic activities and duties covered that could compromise their independence of judgment and choice.

Compliance with the law is a mandatory requirement for IGEA and all its collaborators. Each collaborator must be aware of the legal implications relating to his activity.

The behavior of collaborators must be in line with company policies and based on principles of collaboration, responsibility, professionalism and diligence. Where the coherence between the rules of professional diligence and the law is not immediately clear, judgment and common sense will come into play; each collaborator will consult and receive advice and guidance from their respective managers.

Professional development and management of collaborators are based on the principle of equal opportunities: recognition of the results achieved, professional potential and skills expressed by people are the essential criteria for the evaluation of collaborators.

External collaborators (agents, representatives, resellers, consultants, etc.) are required to observe the principles contained in this Code, also through express commitment, included in the relevant contracts.

### **1.4 INFORMATION ETHICS**

IGEA's communication is mainly expressed in scientific information, which must be accurate, balanced, correct, objective, free from ambiguity or misleading, documented and documentable.



The information must be produced and disseminated in compliance with the provisions governing the matter.

Igea has promptly complied with the provisions on privacy set out in European Regulation no. 679/2016.

### **1.5 USE AND PROTECTION OF COMPANY INFORMATION**

The confidentiality of information is an asset that IGEA also protects through its collaborators: all information obtained by a collaborator in relation to his/her activity is the property of IGEA. The data concerning people will be treated in compliance with the provisions in force.

Employees who become aware of non-public information must use the utmost caution and care in using such information, avoiding its disclosure to unauthorized persons, both inside and outside the company.

Confidential information includes, but is not limited to: technical information relating to products and procedures; purchasing plans; cost, pricing, marketing or service strategies; revenue and other non-public financial reports; and information relating to sales, mergers and acquisitions.

Information relating to scientific and technological research activities can be exchanged only after the instruments for the protection of industrial property have been prepared, in accordance with company procedures and by providing the appropriate means for the protection of confidentiality, with universities, public and private research institutes, and hospitals. In this context, IGEA respects the academic prerogatives and traditions of its partners, as well as the need of researchers to see the results of their studies published, without prejudice to the protection of industrial property.

The computer processing of information is subject to the security controls necessary to safeguard the company from undue intrusions or illicit uses. The destruction of material or electronic media of information must occur in compliance with the procedures that regulate the matter and within the limits established by law.

IGEA is committed to protecting information relating to its employees or third parties, in compliance with the provisions of European Regulation no. 679/2016 on privacy.

In order to ensure maximum protection of the data of its employees, customers and suppliers, IGEA has appointed a DPO (Data Protection Officer). Officer ).

### **1.6 REGISTRATIONS, ACCOUNTING RECORDS AND CORPORATE OFFENCES**

All IGEA actions and operations must be properly recorded and the decision-making, authorization and execution process must be verifiable.

For this purpose too, a specific Organization and Control Model has been prepared and gradually updated for some time.



Each operation must have adequate documentary support in order to be able to proceed at any time with checks that certify the characteristics and motivations of the operation and identify the subjects who have authorised, carried out, recorded and verified the operation itself.

Accounting records must be kept accurately, completely and in a timely manner in compliance with company accounting and control procedures, in order to have a faithful representation of the financial/asset situation and management activity.

Accounting records are all transactions that numerically represent economic, financial and management facts, including internal expense reimbursement notes.

All employees involved in determining and performing accounting entries must ensure the maximum accuracy of data and processing, as well as the completeness and clarity of the information provided.

The balance sheets and corporate communications required by law must be drawn up clearly and represent the company's financial and equity situation in a correct and truthful manner. The reports, communications and filings with the business register or with any public institution required by IGEA must be carried out by the subjects identified by law in a timely, truthful manner and in compliance with current regulations.

It is expressly forbidden to prevent or hinder, through the concealment of documents or other suitable artifices, the performance of control or auditing activities legally attributed to members, other corporate bodies or auditing firms.

It is forbidden to carry out simulated or fraudulent conduct aimed at determining the majority in the assembly for the purpose of obtaining an unjust profit for oneself or others.

It is also forbidden to expose to the public supervisory authorities, in the communications required by law and in order to hinder the exercise of supervisory functions, material facts that do not correspond to the truth, even if they are the subject of evaluation, on the economic, patrimonial or financial situation of IGEA, or to conceal with other fraudulent means facts that should have been communicated.

This principle must also be observed in relation to information relating to assets owned or managed by IGEA on behalf of third parties.

It is not possible, in any form, to knowingly hinder the functions of the public supervisory authorities. Furthermore, it is forbidden, even through disguised conduct, to return the contributions made by the members or to release them from the obligation to perform them, except in cases of legitimate reduction of the share capital.

It is forbidden to distribute profits or advances on profits not actually earned or allocated to reserves or to distribute unavailable reserves. It is forbidden to carry out reductions in share capital, mergers or demergers in violation of the provisions of law for the protection of creditors.





It is forbidden to fictitiously modify the capital of companies, through the attribution of shares or quotas for an amount lower than their nominal value, reciprocal subscription of shares or quotas, significant overvaluation of contributions of assets in kind or credits, or of the assets of companies in the event of transformation.

Any type of operation that may cause damage to creditors is prohibited.

### **1.7 RELATIONSHIPS WITH SUPPLIERS**

The selection of suppliers and the purchase of goods and services are carried out by the appropriate corporate functions based on objective assessments of competitiveness, quality, cost-effectiveness, price and integrity. IGEA also reserves the contractual right to adopt any appropriate measure (including termination and rescission of the contract) in the event that the supplier, in carrying out activities in the name/on behalf of IGEA, violates the law, including human rights and workers' rights universally recognized and identified in the International Labour Organization's Declaration on Fundamental Principles and Rights at Work and in the Universal Declaration of Human Rights.

### **1.8 RELATIONS WITH THE PRESS AND OTHER MEDIA**

IGE A has identified specific corporate functions dedicated to maintaining accurate and consistent relations with the mass media, as required by specific corporate provisions.

Employees must refrain from making statements or interviews to representatives of the press or other media or to any third party or in any case from leaking information regarding the company.

### **1.9 HUMAN RESOURCES MANAGEMENT**

The fundamental principles of human resources management are:

- respect the right of workers to form or join trade unions and representative organisations of their choice, without interfering with the choice of workers to form or join a trade union or representative organisation of their choice;
- respect the right of workers to have trade unions and representative organisations of their choice recognised for the purpose of collective bargaining and to engage in constructive negotiations, either individually or through employers' associations, with such representatives with a view to reaching agreements on working conditions;
- contribute to the effective abolition of child labour and take immediate and effective measures to ensure the elimination of the worst forms of child labour as a matter of urgency;
- contribute to the elimination of all forms of forced or compulsory labour and take immediate and effective measures for the elimination of forced or compulsory labour as a matter of urgency;



- provide a safe and healthy working environment in line with the ILO Declaration on Fundamental Principles and Rights at Work and disseminate and consolidate a culture of safety in the working environment and work to preserve, especially through preventive actions, the health and safety of workers, both from a physical and psychological point of view;
- ensure fair and meritocratic treatment;
- ensure the protection of the privacy of employees and collaborators and their right to work without being subjected to illicit conditioning.

IGEA is guided in all its operations by the principle of equality of opportunity and treatment in employment and does not discriminate against its workers in respect of employment or occupation on grounds such as ethnic origin, skin color, sex, age, religion, political opinion, national or social extraction, disability or other status, unless the selectivity regarding the characteristics of workers favors established government policies that specifically promote greater equality of employment opportunity or relates to the intrinsic requirements of a job.

The reference to the principle of non-discrimination with respect to employment and occupation applies to hiring, assignment, dismissal, compensation and benefits, promotion, transfer or relocation, termination, training and retirement. The term "other status" refers to union activity and personal characteristics such as age, disability, gender, pregnancy, marital status, sexual orientation or HIV status. IGEA promotes equal opportunities for all with particular emphasis on fair criteria for selection, compensation, training and promotion, and fair application of such criteria, preventing discrimination or dismissal based on workers' marriage, pregnancy or family responsibilities.

The Company requires that in internal and external working relationships there is no:

- Reduction or maintenance in a state of subjection through violence, threats, deception, abuse of authority.
- Taking advantage of a situation of physical or mental inferiority or of a situation of necessity or by promising or giving sums of money or other advantages to someone who has authority over the person;
- Harassment, including sexual harassment.

#### **1.10 PROHIBITION OF POSSESSION OF PORNOGRAPHIC MATERIAL**

It is absolutely forbidden to keep in the Company's premises, warehouses, appurtenances, or in any other place that is in any way attributable to the Company, pornographic material or virtual images created using images of minors under the age of eighteen. Virtual images are images created with graphic processing techniques not associated in whole or in part with real situations, whose quality of representation makes unreal situations appear real.

#### **1.11 RELATIONS WITH THE JUDICIAL AUTHORITY**



It is forbidden to exert pressure of any kind on a person called to make statements before the judicial authority, in order to induce him not to make statements or to make false statements. It is forbidden to help someone who has committed a criminally relevant act to elude the investigations of the authority, or to avoid its searches.

### **1.12 MANAGEMENT OF MONEY, GOODS OR OTHER UTILITIES**

It is forbidden to replace or transfer money, goods or other utilities deriving from crime; or to carry out other operations in relation to them, in such a way as to hinder the identification of their criminal origin. It is also forbidden to use the aforementioned goods in economic or financial activities.

### **1.13 COUNTERFEITING OF BANKNOTES, COINS, PUBLIC CREDIT CARDS, STAMP STAMPS AND WATERMARKED PAPER**

It is forbidden to counterfeit, put into circulation (by purchasing and/or selling) banknotes, coins, public credit cards, stamps and watermarked paper in the interest and/or benefit of the Company. Anyone who receives in payment banknotes or coins or public credit cards that are false or stolen, for relationships attributable to IGEA, is obliged to inform their superior and a member of the Supervisory Body (see IGEA Organizational Model), so that they can make the appropriate reports.

### **1.14 USE OF INFORMATION SYSTEMS**

The use of the Company's IT tools and services must be in full compliance with the relevant laws (particularly regarding IT crimes, IT security, privacy and copyright), existing internal procedures and regulations and those that will be subsequently approved and issued. In any case, it is forbidden for anyone to access other people's IT systems without authorization and in violation of the law, as well as to violate the relevant access limits.

Except as provided by civil and criminal law, improper use of company assets and resources includes the use of network connections for purposes other than those related to the employment relationship or to send offensive messages (e-mail, chat, social networks, etc.) or messages that may damage the image of the company and/or to third parties.

Employees and collaborators undertake not to use, for private interests or purposes, company assets or IT equipment or any other information they have at their disposal for work reasons.

Furthermore, each employee is prohibited from:

modify the software and/or hardware configuration of fixed and mobile workstations unless required by internal regulations or without prior express authorization from the Information Technology function.

- connect personal computers, peripherals or other personal devices to company IT systems.
- install software not approved by the Company.



- make unauthorized copies of programs licensed to the Company for personal use or to pass them on to third parties.
- mask, obscure or replace your identity or provide false personal information.
- intentionally send emails containing viruses or other programs capable of damaging the computer systems of the company or third parties.
- intercept internal or external communications to the Company using company IT systems.

Each employee is required to make the necessary commitment to prevent the occurrence of crimes through the use of company IT tools. The Company reserves the right to proceed with the removal of any file or application that it deems to be dangerous for the security of company IT systems or acquired or installed in violation of this Code and the policies in force.

In the event of contractual and legal violations, given that both the Company and the individual employee who uses the Company's information systems may potentially be subject to sanctions, including criminal sanctions, the Company will verify, within the limits permitted by the Law and contractual provisions, compliance with the rules and the integrity of its information system, also adopting measures to prevent the connection of company systems to sites containing material with indecent, offensive or in any way illicit content.

### **1.15 SELF-LAUNDERING**

Self-laundering occurs if the following three conditions exist simultaneously:

i) a supply of money, goods or other utilities is created or contributed to – through a first non-culpable crime;

whereby the aforementioned funds are used, through further and autonomous conduct, in entrepreneurial, economic and financial activities;

iii) a concrete obstacle is created to the identification of the criminal origin of the aforementioned supply.

It follows that all non-negligent crimes, capable of generating profit, represent a potential danger for the entity, since their commission constitutes the first step towards the commission of the crime of self-laundering. It is therefore quite evident that even in the corporate sphere, the prevention of the crime of self-laundering must be focused on the prevention of those non-negligent crimes, capable of generating an investable profit.

IGEA is committed to preventing and constantly monitoring that crimes are not committed that could potentially constitute the basis for self-laundering (crimes that constitute the first step in identifying sensitive processes within the company).

macro categories of crimes can be identified : (a) crimes against property; (b) crimes against public administration; (c) corporate crimes; (d) crimes against public faith; (e) organised crime crimes; (f) tax/financial crimes.

Law 186/2014, in force since 1.1.2015, introduced the crime of self-laundering into the Italian legal system under Article 648 ter 1 cp 2 3, the purpose of which is to punish the pollution of the economic, business and financial system through the use of money or goods of criminal origin.

Article 648 ter 1 of the Criminal Code punishes, in fact, anyone who, after having committed a non-culpable crime, uses, replaces, transfers, in economic, financial, entrepreneurial or speculative activities, money, goods or other utilities deriving from the same crime, in such a way as to concretely hinder the identification of their illicit origin.

Article 3, paragraph 5 of Law 186/2014 has also included the crime of self-laundering in the catalogue of crimes referred to in Legislative Decree 231/01, the commission of which is capable of activating the sanctioning mechanism against the entities.

**There are two new developments to be noted regarding the administrative liability of entities.**

**The first concerns the introduction of Legislative Decree 184/2021** , which came into force on 14 December, implementing Directive 2019/713 (fight against fraud and counterfeiting of non-cash means of payment).

Article 3 of the aforementioned Decree introduced into Legislative Decree 231/2001 art. 25- *octies.1* entitled “ *Crimes relating to payment instruments other than cash* ” which establishes the sanctions against the entity for the crimes provided for by the Criminal Code relating to payment instruments other than cash.

The reference is to articles 493- *ter* , containing “ *Undue use and counterfeiting of credit cards* ”, as amended in the heading in the text by Legislative Decree 184/2021, and 493- *quater* , “ *Possession and dissemination of equipment, devices, computer programs aimed at committing crimes involving payment instruments other than cash* ”, introduced by the same Decree.

The sanctions provided for the entity are both pecuniary and interditory. The pecuniary sanctions vary from 300 to 800 quotas for the crime referred to in art. 493- *ter* and up to 500 quotas for the crimes referred to in art. 493- *quater* .

**The applicable interditory sanctions are those indicated in art. 9, c. 2 Legislative Decree 231/2001, which are listed below :**

- ban from carrying out the activity;
- suspension or revocation of authorizations, licenses or concessions functional to the commission of the offence;
- prohibition on contracting with the Public Administration, except to obtain the performance of a public service;
- exclusion from benefits, financing, contributions or subsidies and the possible revocation of those already granted;
- prohibition on advertising goods or services.

**Legislative Decree 184/2021 also intervened by modifying the text of the crime of “ Computer fraud ”**, pursuant to art. 640- *ter* (predicate crime pursuant to Legislative Decree 231/2001), introducing a new aggravating circumstance in the event that the alteration of the computer system results in a transfer of “ *money, monetary value or virtual currency* ”.

**The second new development concerns the introduction of Legislative Decree 195/2021** – implementing EU Directive 2018/1673 on the fight against money laundering through criminal law. The provision, in force since 15 December 2021, intervenes on the criminal offences of receiving, money laundering, re-employment and self-laundering, pursuant to Articles 648 of the Criminal Code, 648- *bis* , 648- *ter* and 648- *ter*1 of the Criminal Code (all of which are already included in the catalogue of offences predicated on Article 25- *octies* of Legislative Decree 231/2001).

The new law extends the scope of application of the aforementioned crimes to the proceeds deriving from any type of crime, including therefore also the goods or other benefits resulting from the commission of contraventions (and no longer exclusively from intentional or negligent "crimes").

## 1.16 ENVIRONMENTAL POLLUTION CRIMES

IGEA is constantly and continuously committed to the correct and conscious management of the disposal of waste produced, from temporary storage, to delivery by authorized transport company, to authorized final disposal plants. To this end, IGEA undertakes to dispose of the waste produced following the instructions given in the attachment “231\_06.02.10 waste management attachment (2013-05-15)”. IGEA also undertakes to continuously and punctually monitor the production chain and the disposal of production residues and obsolete equipment always on the basis of “231\_06.02.10 waste management attachment (2013-05-15)”.

Law no. 68/2015, which came into force on 29 May 2015, in addition to having introduced into Book II of the Criminal Code the new Title VI-Bis entirely dedicated to the regulation of the new types of crimes of Environmental Pollution, has made a significant change to art. 25-undecies of Legislative Decree 231/2001, thus expanding the list of crimes giving rise to Administrative Liability.

The new crimes of: (a) Environmental Pollution (Art. 452-bis CP), (b) Environmental Disaster (Art. 452-ter CP), (c) Negligent crimes against the environment (Art. 452-quinquies), (d) Trafficking and abandonment of highly radioactive material (Art. 452-sexies) have therefore been recalled as a source of liability, not only criminal for the acting subject, but also "para-criminal" for the company in whose interest the person acted.

### **1.17 TAX CRIMES**

IGEA is constantly committed to the correct performance of tax obligations and to combating the main conducts that constitute a tax offence, whether they involve administrative sanctions (fine) or criminal sanctions (fine or prison). The main conducts that constitute a criminal offence are:

- Crime of failure to pay social security contributions.
- Falsification of income tax or VAT declarations, by inserting fictitious passive elements (false invoicing) or by altering accounting records.
- Untrue statements outside of the previous cases (without fraudulent intent, but still knowingly and voluntarily).
- Failure to submit income tax returns, VAT returns and also 770 within 90 days of the deadline.
- Issuing invoices or receipts for non-existent transactions in order to allow third parties to evade income tax or VAT, regardless of whether or not the recipient uses the false documents and regardless of the amount.
- Destruction or concealment of accounting records or other documents which must be kept in order to prevent the reconstruction of income or turnover.

Legislative Decree no. 158/2015 has revised tax sanctions, both administrative and criminal. Crimes relating to tax returns have been reformulated on the basis of the principle of proportionality with respect to the seriousness of the behavior.

### **1.18 SANCTIONS**

The set of these rules is an integral part of the conditions that regulate employment relationships in IGEA: the rules contained in the Code of Ethics are the guidelines of behavior that the employee is required to observe, by virtue of the civil and criminal laws in force and the obligations set forth in collective bargaining.



Any violations of this Code will result in the application of sanctions against employees, managers, Directors and Auditors of the Company.

## **2. GUIDELINES FOR CONDUCT: ETHICS IN THE CONDUCT OF BUSINESS AND CORPORATE ACTIVITIES.**

The practical implementation of ethical principles must be translated into guidelines that must act as a precise reference with respect to the behaviors to be held and must be extended to one's employees, agents or representatives in general.

IGEA maintains effective compliance programs through the publication of written policies and procedures, the implementation of training programs, and the implementation of clear procedures, controls, and enforcement mechanisms.

The standards that IGEA has decided to adhere to are listed and described below.

### **BEHAVIOUR OF MANAGERS AND MANAGERS OF COMPANY STRUCTURES AND FUNCTIONS**

Managers and heads of company structures and functions, in carrying out their work activities, must behave towards colleagues and collaborators in a manner based on the following values:

- Manage and resolve complexities;
- Knowing how to delegate, control and inform;
- Knowing how to criticize constructively;
- Drive continuous improvement, change and innovation;
- To establish a point of reference;
- Be positive;
- Transmit values and knowledge;
- Be respectful;
- Commit to observing and spreading the culture of ethics expressed in this code;
- Do not abuse your corporate position.

With particular reference to the Gender Equality Management System, the tools identified to achieve the goal which managers and those responsible for company structures and functions must equally adhere to are the following:

- Eliminate gender-based violence;
- Challenging sexist preconceptions;
- Eliminate inequalities in the workplace;
- Achieve full participation of women in different business areas and sectors;





- Avoid gender-based pay and pension gaps.

## **2.1 COMPETITION**

The free market presupposes the autonomy of its actors in determining and pursuing corporate goals.

IGEA firmly believes in competition and the free market, a heritage that must be defended from any undue pressure, both internal, coming from the same players in the markets involved, and external, from third parties, whatever the role played.

IGEA conducts its business in compliance with the requirements of the laws on competition and supply contracts. The protection legislation (antitrust) establishes precise rules and severe sanctions for those who adopt agreements restricting competition or abuse their dominant position.

From this perspective, IGEA and its collaborators condemn behaviors that are contrary to the principles of competition and undertake not to participate in meetings between competitors that could appear to be a violation of the regulations protecting competition and the market (for example: discussions on prices or quantities, division of markets, limitations on production or sales, agreements to divide up customers, exchanges of information on prices).

## **2.2 EXPORT CONTROLS AND SANCTIONS**

IGEA ensures compliance with applicable export control laws and other regulations that restrict trade with certain countries.

## **2.3 PAYMENTS AND ILLEGAL PRACTICES**

IGEA does not offer, make or authorize, directly or indirectly, the payment of sums of money or anything of significant value, for the illicit purpose of:

- a) influence the judgment or conduct of any person, customer or Company;
- b) to win or maintain commercial activities;
- c) influence any action or decision by any government official; or still benefit;
- d) contribute unlawfully to candidates for public office or to political parties or other organizations associated with political parties or political candidates. This includes not forcing workers to support a political candidate or political organization.

This requirement extends not only to direct incentives but also to indirect ones made by IGEA, in any form, through agents, consultants or other third parties. IGEA takes into particular consideration the laws and regulations that prohibit or limit incentives aimed at influencing medical personnel or customers.

## **2.4 DATA CONFIDENTIALITY**



IGEA guarantees that patient data and other types of confidential or personal data are stored and used in compliance with applicable legal requirements and in particular in compliance with the European Regulation on privacy n. 679/2016 which came into force on 05.25.2018.

## **2.5 THE IMAGE OF COMPANIES**

IGEA's behavior in the market and towards competitors is characterized by maximum correctness. In particular, IGEA undertakes not to implement incorrect behaviors that are damaging to the image of competitors.

## **2.6 SUSTAINABLE DEVELOPMENT AND RESPONSIBILITY TOWARDS THE COMMUNITY**

The role of IGEA in the connective tissue of the Society entails the obligation to take into account in its development programs the needs of the community in which the company is located, with the aim of contributing to its economic, social and civil development.

IGEA carries out its activities through the use of the best available technologies and promotes the development of activities aimed at reducing the environmental impacts of its activities in order to preserve the ecosystem and in compliance with the laws and regulations regarding environmental protection.

## **2.7 RELATIONSHIPS WITH HEALTHCARE PROFESSIONALS, HEALTHCARE ORGANIZATIONS AND THIRD PARTIES. PRINCIPLE OF SOBRIETY AND TRANSPARENCY**

IGEA recognizes that adherence to ethical standards and compliance with applicable laws are essential to developing and sustaining collaborative relationships with Healthcare Professionals.

### ***WHO ARE HEALTHCARE PROFESSIONALS?***

*Also identified as HCP (Health Care Professional), or Healthcare Operators, are those who carry out their professional activity in the healthcare sector (for example doctors, nurses, laboratory personnel, technicians, administrative personnel within healthcare facilities, etc.) public and/or private, who in the course of their professional activity have the power, directly or indirectly, to purchase, rent, recommend, manage, use, provide, procure or determine the purchase, rental or prescription of medical technologies or related services.*

IGEA must implement ethical business practices and maintain socially responsible conduct in relation to interactions with Healthcare Professionals.

IGEA must also respect the obligation of healthcare professionals to make independent decisions regarding clinical-diagnostic practice.

The Code of Ethics establishes appropriate standards for the various types of relationships with - Healthcare Professionals, but does not aim to replace or supersede applicable national and European laws or regulations, professional codes and codes/regulations of the bodies to which the Healthcare



Professional belongs, which impose particular conditions on IGEA or on the Professionals themselves in carrying out their activities, as well as the IGEA code where more restrictive.

IGEA must therefore independently ensure that their interactions with Healthcare Professionals comply with current national, European and local laws and regulations, regulations and professional codes.

In general, from the moment IGEA, even before the publication of a tender notice (or other document or act similar to it), becomes aware of the existence of an administrative procedure aimed at its publication, it is advisable to refrain from offering any opportunity for collaboration or other, even free of charge (e.g. consultancy assignments, speaking engagements, moderation activities, training, etc.) that personally benefit employees of the Public Administration who may have negotiating and/or authoritative powers or such as to be able to influence the outcome of the procedure in any way.

IGEA will independently evaluate the continuation of any existing relationships upon becoming aware of the existence of an administrative proceeding.

The provisions set out in the previous paragraph are to be understood as applicable to healthcare professionals operating outside the Public Administration in all cases of negotiation of supplies of goods and services with private healthcare facilities to which the professional belongs.

The relationships that IGEA establishes, at all levels, international, national, regional and local, including the promotional and propaganda activity towards employees of the Public Administration and towards Professionals in the public and private health sector, must be based, at all times, on the principles of officialdom, transparency, ethical and professional correctness.

IGEA and its top management and collaborators in any capacity, including external ones, must not promise or pay sums, promise or grant goods in kind, utilities or other benefits to public employees and/or subjects similar to them, to professionals in the public and private healthcare sector, who in any capacity intervene in an acquisition process, even in a personal capacity, with the aim of promoting or favoring the interests of the Members.

In relations with the Public Administration, it is forbidden to undertake the following actions directly or indirectly, through third parties:

a) pursuant to art. 53 paragraph 16 ter of Legislative Decree 165/2001, in the three years following the termination of the public employment relationship, hire employees of IGEA or assign tasks to former employees of the Public Administration who, in the last three years of service, have exercised authoritative or negotiating powers of which IGEA was the recipient;

#### **WHAT IS MEANT BY NEGOTIATING AND/OR AUTHORIZING POWER?**

*“Negotiable” is the power to stipulate, or that power that affects the spending or purchasing capacity of a subject. Typically, the Administrative Manager or Provider of health facilities and the Administrative*

*Manager or Provider of Universities have negotiating powers. "Authoritative" is typically the power of the Public Administration (PA). The authoritative power of the PA is expressed in the adoption of administrative measures aimed at unilaterally influencing the subjective legal situations of the recipients. Therefore, the acting PA can introduce a regulation of interests into the legal sphere of others, without the consent or collaboration of the subject holding the same being necessary .*

b) offer or in any way provide gifts that are not of modest value and that in any case can be understood as having a remunerative nature. It is desirable to centralise the purchase of gifts in a single central service and in any case guarantee their traceability through appropriate documentation (e.g. transport document);

#### **WHAT IS MEANT BY REMUNERATIONAL ATTITUDE?**

*The so-called "remunerative aptitude" can be assimilated to the "potential remunerative capacity" or to the potential capacity of the gift to be perceived, by the recipient or by third parties, as remuneration or reward for what has been received or will be received.*

*A previous performance received or a future performance promised or even hoped for; therefore any giving or promise of giving that is part of a "do ut des " synallagma.*

c) solicit or obtain confidential information beyond what is permitted by law;

d) carry out activities that may unduly interfere with the formation of the will of the Public Administration with respect to the object of the tender procedure.

There are also many forms of interaction between IGEA and healthcare professionals that contribute to the progress of medical science and improve patient diagnosis and care, including:

a) the progress of medical technology: research and development of innovative medical technologies and the improvement of existing products are often the result of collaborative processes between IGEA and healthcare professionals. Innovation and creativity are essential for the development and evolution of medical technologies, and often occur with the collaboration of entities, institutions, people, outside the structures of the associated companies;

b) the effective and safe use of medical technology: this very often requires that IGEA provides healthcare professionals with adequate instructions, training, services and technical support. Regulatory bodies may also require this type of training as a condition for product approval;

c) IGEA's support for medical research carried out in good faith, training for the best and most appropriate use of the technologies provided and, more generally, the growth of professional skills are some of the elements that contribute to patient safety and increase access to new technology and therefore to the most advanced and effective therapies.

Without prejudice to any authorisation requirements, it is deemed necessary in all cases in which the interaction between IGEA and Healthcare Professionals involves transfers of value or potential conflicts



of interest, the adoption of an informative communication to the top body of the hospital administration to which the Healthcare Professional belongs, by IGEA or by the Professional himself.

The interaction between IGEA, the Healthcare Organizations and/or the Third Parties must be addressed exclusively to subjects that meet the compliance requirements provided for by way of example in Annex 1.

#### **WHO ARE HEALTH CARE ORGANIZATIONS?**

*Any legal person or entity (regardless of legal form or organization), association or organization in the health, medical or scientific field through which one or more Health Professionals provide services or which is able to exercise direct or indirect influence on any prescription, recommendation, purchase, order, supply, use, sale or rental of medical technologies and related services. Examples: hospitals, centralized purchasing offices, clinics, laboratories, pharmacies, research institutes, associations, foundations, universities, scientific societies or other educational or professional institutions (with the exception of patient associations).*

#### **WHO ARE THE THIRD PARTIES?**

*This refers to the subjects who propose, organize, manage, both from a scientific and logistical and organizational point of view, events of any kind and type, aimed at satisfying an educational/training need of a scientific nature or of a different nature as set out in points 2.7.1 and 2.7.2.*

IGEA undertakes, also answering for any actions carried out by other Operating Companies, not to organize directly or indirectly or to participate in any form whatsoever in conferences , conventions, workshops and similar in which:

- a) the tourist-recreational aspects prevail over the technical-scientific ones;
- b) hospitality and travel expenses are extended to the guests' companions;
- c) hospitality and travel expenses extend to a period of time preceding the start and/or following the end of the event exceeding 24 hours;
- d) the principle of sobriety is not respected, as set out in the following articles 2.7.1 and 2.7.2.

#### **2.7.1 TRAINING, EDUCATIONAL AND PROMOTIONAL ACTIVITIES ON COMPANY PRODUCTS ORGANIZED BY IGEA**

IGEA can organize directly or through a third party, scientific-clinical updating initiatives related to products, clinical procedures and its business; updating, higher or advanced level training on technical , regulatory, organizational-managerial (health management) and/or political-social issues related to the reference sector; protection of the health and psycho-physical well-being of the person, as well as dissemination of the culture of prevention.



When IGEA meets with healthcare professionals for the above-mentioned initiatives, it must, as a general rule, hold such meetings in the vicinity of the place where they operate.

The chosen location should not become the main attraction of the event.

The quality of the event must be measured on the basis of strictly scientific parameters and free from any connection to comfort and pomp, but rather oriented towards the protection of the image of the sector and respect for the primary purpose represented by the well-being of patients and progress in their care and assistance.

When choosing the location, it is necessary to consider the repercussions in terms of image that the event will generate in public opinion.

In particular:

a) events shall be conducted in premises used as clinics, laboratories, training, conferences or other suitable premises, including premises owned by IGEA or meeting facilities available for commercial activities, which are suitable for the effective transmission of knowledge and any practical training. Events shall be held in easily accessible locations and venues, the choice of which is motivated by logistical, scientific and organizational, as well as economic, reasons;

b) during the periods 1 June - 30 September for seaside resorts and 15 December - 31 March, as well as 15 June - 15 September for mountain resorts, it is strictly forbidden to organize, participate in or support events;

c) events and demonstrations organised within five-star facilities are strictly excluded, regardless of the type of tariff or the discounts offered, without prejudice to the provisions of the Protocols signed between Assobiomedica and the Associations representing hotel and conference facilities, according to the scheme approved by the Ordinary Assembly on 9 June 2014, as an integral part of this Code of Ethics.

IGEA can support travel and accommodation costs only and exclusively for healthcare professionals invited to events, in compliance with all applicable regulations.

Air travel must be in economy class only, except for intercontinental flights, for which business class is permitted. First class is not permitted.

IGEA may provide meals at a reasonable cost to event participants and, for those requiring an overnight stay, additional hotel services may be appropriate, which must not exceed a four-star level; they will be related to the duration and functional to the educational purpose of the event and comply with all applicable regulations.

The costs relating to any companions will be borne entirely by the healthcare professional.

Furthermore, IGEA cannot fully or partially cover any expenses to cover activities not strictly related to the scientific aspect of the event (for example and not limited to: concerts, shows, social programs, etc.).



The training, educational and promotional activities on company products organised by IGEA through a third-party organising company are considered company events and as such fall within the provisions of this paragraph.

In the event that it is necessary to organize a training session in a place designated for the reception and/or care of patients (outpatient clinics, day hospitals, operating rooms), the IGEA collaborator must ensure that the Health Administration of the Hospital (Institute, Clinic or Nursing Home) has been previously informed.

If other people besides healthcare personnel are present at the training session, the IGEA collaborator must keep a safe distance and under no circumstances come into contact with people or equipment.

## **2.7.2 SUPPORT FOR TRAINING AND EDUCATIONAL ACTIVITIES ORGANIZED BY HEALTH ORGANIZATIONS AND/OR THIRD PARTIES**

In compliance with the provisions of point 2.7 and the parameters of sobriety set out in point 2.7.1, IGEA may support conferences organized by third parties, independent, educational, scientific or in support of policies that promote scientific knowledge, medical progress and effective health care.

IGEA can provide support for higher or advanced level training and refresher courses on technical, regulatory, organizational-managerial (health management) and/or political-social issues related to the reference sector; support is also permitted for initiatives to protect the health and psycho-physical well-being of the person, as well as for the dissemination of the culture of prevention.

IGEA can support procedural courses or training, or specific events whose program is dedicated to providing practical training on the safe and effective execution of one or more clinical procedures, where most of the training takes place in a clinical environment. In particular, for the so-called procedural training, the provisions of points 2.7 and 2.7.1 apply in relation to the possibility of directly supporting healthcare professionals.

Except as described in the previous paragraph, the ability to provide financial support directly to individual Health Professionals in order to cover the costs of participation in training and educational activities organized by third Parties is expressly prohibited. The aforementioned support may be paid directly or through a third party company that undertakes to comply with the provisions of this Code, to the organization to which the Health Professional belongs or to the third Party organizing the event.

IGEA can also provide such support through the purchase of sponsorship rights, such as, by way of example, the reproduction of its logo on the event programme, on conference badges or on the conference website; the rental of exhibition spaces; the display of banners or the organisation of satellite symposia, deciding on their content and speakers.

As part of the sponsorship packages and included in them, IGEA may purchase a certain number of participation fees at the congress for a certain number of healthcare professionals (registration fees



and/or travel and hospitality expenses) depending on the type of sponsorship implemented, for the sole purpose of contributing to the updating of healthcare professionals by promoting the valorization and knowledge of technologies and their innovation.

It is understood that in this case the individual Healthcare Professionals who will be able to benefit from participation in the event by paying the said registration fees will be chosen in complete autonomy and independence by the promoting body or the body to which the Professional belongs.

IGEA must be completely external to the process of identifying Healthcare Professionals and must not engage in behaviors aimed at reaching agreements with the promoting and/or affiliation body regarding the prior identification of the Healthcare Professional(s) to be supported in a given event.

IGEA must stipulate, directly or through a third-party company that undertakes to comply with the provisions of this Code, a specific sponsorship contract with the sponsoring body and/or to which the healthcare professional belongs, in which the individual sponsorship rights purchased and the individual amounts paid in relation to each of them will be promptly and specifically identified.

In the sponsorship contract, IGEA may define the category of Health Professionals to whom the contribution will be allocated and/or the geographical area and/or the health facility to which they belong, without prejudice to the full and absolute guarantee that the contribution cannot be traced back to a single Health Professional.

All national and regional events organised by third parties referred to in this paragraph must be subjected by the third parties themselves to a preventive compliance check through a Conference Evaluation System (SVC) managed independently of Assobiomedica and subject to the supervision of the Assobiomedica Control Commission.

The evaluation system will consider all aspects related to ensuring the maximum sobriety of the event. By way of example and not limited to, aspects related to location , period, event program, type of hospitality, type of travel, etc.

The events must be submitted for evaluation with adequate notice, the details and operating methods of which will be defined in specific regulations.

IGEA cannot provide support to national and regional events that have not been subjected to prior evaluation by the Conference Evaluation System (SVC) and have not received a positive evaluation.

For all contributions made to support training and educational activities, a check on the final use of the funding must be carried out, through reporting by the third parties involved.

The provisions contained in paragraphs 2.7, 2.7.1 and 2.7.2 apply in Italy and abroad , including those implemented by other companies belonging to the group, whenever the event involves the participation





of healthcare professionals who carry out their main professional activity in Italy and are subject to compliance with the transparency procedure referred to in art. 4.

## **2.8 DONATIONS**

The purpose of donations is to support social, humanitarian, philanthropic or charity projects . In particular , donations aimed at:

- care of the needy;
- patient education (including awareness campaigns);
- improvement of patients' condition;
- public education;
- humanitarian projects and donations in case of natural disasters;
- support for events where the proceeds go to charity.

Donations must be made only upon specific request from the beneficiary organization, free from any commercial interest, solely in favor of organizations and entities that have the right to receive them pursuant to applicable laws and regulations and after verification of the absence of conflicts of interest.

Therefore, any donation to natural persons is prohibited.

All donations must be properly documented and evaluated, in compliance with an adequate rotation criterion.

Donations of money, goods, equipment, etc. must be made in compliance with the regulations in force based on the beneficiary and must be authorised in advance by the top body.

The beneficiary must subsequently be asked to provide evidence of the actual destination and use of the donation.

In any case, IGEA is required to comply with the transparency procedure referred to in art. 4.

## **2.9 SCHOLARSHIPS**

In compliance with the provisions in force on the matter, the scholarships must be awarded on the basis of written agreements between IGEA and the requesting beneficiary Health Organization, in which it is specified that the choice will be made by the latter on the basis of its own transparent and objective candidate evaluation procedures and according to recognized scientific and educational criteria.

IGEA remains completely external to the candidate selection and evaluation process.

Scholarships may be awarded only to the requesting beneficiary Healthcare Organization, in compliance with an appropriate rotation criterion.

In any case, IGEA is required to comply with the transparency procedure referred to in art. 4.



## **2.10 TASKS, CONSULTANCY AND STUDIES ENTRUSTED TO PROFESSIONALS IN THE HEALTHCARE SECTOR**

Healthcare professionals may provide, in good faith and in compliance with current legislation, freelance consultancy services to IGEA, as well as collaboration for research, development and use of products.

In compliance with Article 53 of Legislative Decree 165/2001 (paragraphs 6 and 7 bis), and Article 4 of Presidential Decree 62/2013, particular attention must be paid in cases where the award of compensation, except for the exceptions provided for in the aforementioned regulatory provision, is paid to certain categories of public entities and following significant activities.

It is also necessary, always in mind the aforementioned legal provision and in the cases indicated therein, within fifteen days of the payment of the compensation, to communicate the amount paid to the public administration to which one belongs.

A consultancy agreement between IGEA and professionals in the public or private healthcare sector can be defined as being in good faith if supported by the following elements:

- be stipulated only where the scientific interest of the associate with respect to his/ her own activity is identified, preliminarily and with an underlying rationale, in line with the skills of the Professional;
- be stipulated in written form, duly signed by the parties and contain the activities and services to be provided, the compensation and any additional expenses;
- comply with the laws and regulations of the country in which the healthcare professional practices the profession, equipped with the necessary preventive authorisations issued by the competent apical body;
- the compensation for healthcare professionals who will provide their services to IGEA must be predetermined according to objective fair market value criteria , based on the qualification and experience of the professional, on the nature of the assignment and proportionate to the services actually provided;
- Payment shall be made only upon presentation of: [a] appropriate documentation certifying the performance of the service; [b] regular invoice/bill issued by the Professional, payable by means of a traceable instrument in favour of the latter.

IGEA may pay reasonable consultant fees for carrying out the services provided under the consulting agreement.

The choice of consultants shall be based on their qualifications and experience, through an internal evaluation and selection process in order to implement the identified purpose .

The place and circumstances for meetings between IGEA and consultants must be appropriate to the subject of the consultancy. Travel and hospitality expenses, where necessary, must be subordinate to the



duration and functional to the main purpose of the meeting, according to the parameters set out in the previous art. 2.7.

In any case, IGEA is required to comply with the transparency procedure referred to in art. 4.

## **2.11 RESEARCH PROJECTS**

The decision to undertake or support a research project in collaboration with public or private bodies, in the case of scientific research or experiments promoted respectively by IGEA or by an entity to which IGEA provides external support, must always be inspired by a genuine scientific interest, aimed at the development of clinical procedures, or at the clinical evaluation of products.

IGEA undertakes, within the company organization, to separate the evaluation and decision-making process relating to research projects (e.g. evaluation of interest and opportunity to conduct or support clinical research, selection of research sites, rotation principle where applicable, etc.) from the promotional and sales processes and dynamics and, in general, from the commercial organization, even if the organization should have a different approach.

The decision to conduct, or support, research carried out by an organization must be documented in its entirety, clearly foresee the scientific objectives that the research aims to achieve and the benefit for the company.

Any collaborative relationship for research purposes with institutions cannot be independent of the existence of a Research Protocol, approval or notification to the competent Ethics Committee, the stipulation of a research contract or agreement with the Institution involved and the conduct of the research itself in compliance with all applicable laws and regulations.

Any compensation paid to the body carrying out the research on behalf of IGEA must be determined on the basis of the fair market value principle .

In the event that the research promoter is a healthcare professional, in addition to compliance with the rules indicated above, IGEA will ensure that the collaboration relationship takes place with maximum transparency and following all the necessary authorizations and permits from the organization to which the professional belongs/employer.

Any medical device instrumental to the performance of the research may be delivered to the experimenter only through the institution to which he belongs and must be foreseen in the contract together with its collection at the end of the research project.

In any case, IGEA is required to comply with the transparency procedure referred to in art. 4.

## **2.12 GIFTS TO HEALTHCARE PROFESSIONALS**

IGEA may occasionally make modest gifts to healthcare professionals.



Gifts must be for promotional purposes and related to the activity of the healthcare professional or for the benefit of patients.

Gifts must never be in the form of cash or cash equivalents (e.g. vouchers, book vouchers, fuel vouchers, prepaid cards, etc.).

This section is not intended to address the legitimate practice of providing appropriate product samples and opportunities for evaluation.

### **2.13 QUALITY ASSURANCE**

IGEA bases its reputation on the high quality of its medical devices, services and therapies, so that healthcare professionals are able to provide patients with the best possible outcome.

IGEA's commitment is not limited to compliance with the quality and safety standards prescribed by law, but where possible, goes beyond to ensure increasingly effective products, services and therapies.

### **3. IGEA'S COMMITMENT**

The IGEA Code of Ethics is in line with the Assobiomedica Code of Ethics, an integral part of the Assobiomedica Statute. By joining Assobiomedica, IGEA is committed to respecting and promoting the principles and rules established in the Code of Ethics itself.

IGEA undertakes to respect and ensure that its employees, agents, distributors and strategic suppliers respect this Code of Ethics, including the agreements or guidelines that Assobiomedica will adopt with the various scientific societies regarding the methods of participation in the conferences organised by the latter .

IGEA undertakes to include in the contracts stipulated with its agents, distributors and strategic suppliers clauses regarding compliance with the principles contained in the Code of Ethics and related sanctions in the event of non-compliance.

#### **3.1 DISSEMINATION AND COMMUNICATION**

IGEA is committed to disseminating the Code of Ethics, using all means of communication and opportunities available, such as, for example, the company website ([www.igea.it](http://www.igea.it)), information meetings and company training. All collaborators and strategic suppliers must be in possession of the Code of Ethics, know its contents and observe what is prescribed therein.

The Supervisory Body and the company management are available for any clarification or explanation on this matter.

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

#### **3.2 IMMEDIATE REPORTING OF PROBLEMS OR SUSPECTED VIOLATIONS**



This IGEA Code of Ethics provided for by Legislative Decree no. 231/2001, was adopted by the Board of Directors of the Company. The Board of Directors and the company management have the task of verifying the implementation and application of the Code of Ethics.

The IGEA CEO and the IGEA Personnel Manager are available for discussions with IGEA Collaborators on the text of this Code of Ethics.

A Supervisory Body ( OdV ) specifically established by IGEA, in compliance with and in execution of the provisions of Legislative Decree no. 231/2001, monitors compliance with the Code of Ethics, operating impartially and having access to all IGEA sources of information, carries out checks on the functioning and observance of the Code of Ethics and suggests updates, also on the basis of reports provided by employees.

Collaborators, employees and managers have the responsibility and obligation to immediately report any violation of the Code of Ethics, whether suspected, probable or actual, to the Supervisory Body.

This position is currently held by the lawyer Mario Gavioli, with an office in Modena, Via Canalino n. 6, Tel. and Fax 059. 217152, mail: [avvmario.gavioli@hotmail.it](mailto:avvmario.gavioli@hotmail.it) , pec : [mario.gavioli@ordineavvmodena.it](mailto:mario.gavioli@ordineavvmodena.it).

If necessary, the Personnel Manager is required to apply any disciplinary sanctions or activate contractual termination mechanisms.

### **3.3 INVESTIGATIONS AND DISCIPLINARY MEASURES FOLLOWING VIOLATIONS**

The Supervisory Body is responsible for investigating possible violations of the Code of Ethics, and collaborators and employees are required to fully cooperate in any internal investigations. Violations of the Code entail corrective measures and disciplinary measures. Violations of the principles and behaviors indicated in the Code of Ethics compromise the relationship of trust between the Company and its directors, employees, consultants, collaborators, customers and suppliers.

Such violations will therefore be prosecuted by IGEA, as regards employees, through appropriate disciplinary measures, regardless of the possible criminal relevance of such behaviors and the initiation of criminal proceedings in cases where they constitute a crime.

In particular, the sanctions will comply with the provisions of the applied National Collective Labor Agreement.

Disciplinary measures range from a warning, to a written warning, to a fine, to suspension from work, to dismissal. Before a disciplinary measure is taken, the person concerned is given the opportunity to explain his or her behavior.

As for consultants, collaborators, clients and suppliers, specific methods of termination of the contractual relationship will be activated.



## **4. TRANSPARENCY OF VALUE TRANSFERS BETWEEN IGEA, HEALTHCARE PROFESSIONALS, HEALTHCARE ORGANIZATIONS AND OTHER THIRD PARTIES**

### **4.1 TRANSPARENCY OBLIGATION**

IGEA documents and makes public every year through a specific Transparency Model which constitutes an integral part of this Code ( Annex 2), the transfers of value made directly or indirectly to healthcare professionals, healthcare organizations and third parties.

The burden of publishing the data is borne by IGEA which arranges the payment/transfer of value.

The publication of data must take place on an individual basis or in aggregate form as set out below.

The data must be published on the company website ([www.igea.it](http://www.igea.it)), in compliance with the regulations on the protection of personal data.

IGEA is required to retain, alternatively also in electronic format, for a period of at least 3 years, specific documentation from which it appears that consent has been requested from the Healthcare Professional for the publication of data concerning him.

Transfers of value related to promotional materials, meals, beverages and product samples are exempt from the publication requirement.

### **4.2 APPLICATION METHODS**

The publication of data related to transfers of value must be carried out on an annual basis starting from January 1, 2021 with reference to data relating to the calendar year 2020.

IGEA must make public the transfers of value made during each year, within the first six months of the following year.

The information must remain in the public domain for a period of at least 3 years from the time of publication.

IGEA must also retain, alternatively also in electronic format, the documentation supporting the published data for a period of at least 5 years and make it available also in detailed form upon request from the Professional/ Healthcare Organization/Third Party.

The data concerning transfers of value must be published in the State where the beneficiary has its domicile and the publication obligation in the case of corporate groups is understood to be extended also to the parent companies of the associated companies, and/or to the other companies belonging to the group, in compliance with the relevant national codes or regulations.

### **4.3 PUBLICATION OF DATA RELATING TO THE INTERACTION BETWEEN IGEA AND THE INDIVIDUAL HEALTHCARE PROFESSIONAL**



IGEA must make public, on an individual basis for each recipient, the amount of transfers of value made during the previous year with reference to:

- a) expenses for participation in training, educational and promotional activities on company products organised by IGEA (excluding meals and drinks);
- b) fees for consultancy and professional services, including speaking activities, defined by a specific contract between IGEA and the Professional which specifies the type of service provided, including related travel and hospitality expenses (excluding meals and drinks).

If the Healthcare Professional does not give his/her consent to the processing of personal data, IGEA must, in any case, provide for the publication of the data on an aggregate basis.

#### **4.4 PUBLICATION OF DATA RELATING TO THE INTERACTION BETWEEN IGEA WITH THE HEALTH ORGANIZATION AND WITH OTHER THIRD PARTIES**

IGEA must disclose, on an individual basis, the amount of transfers of value made to each Healthcare Organization or other third parties as:

- a) contribution to the financing of events (e.g. sponsorship of conferences, congresses and scientific meetings, etc.) aimed at satisfying an educational/training need of a scientific or other nature as described in points 2.7.1 and 2.7.2 (excluding meals and drinks);
- b) fees for consultancy and professional services, including speaking activities, defined by a specific contract between IGEA and the Health Organization which specifies the type of service provided, including related travel and hospitality expenses (excluding meals and drinks);
- c) donations in cash or other goods made to the Health Organization .

#### **4.5 PUBLICATION OF OTHER DATA IN AGGREGATE FORM**

The following transfers of value will also be published in aggregate form:

- a) all donations, whether in money or other goods, to third parties other than the Healthcare Organization;
- b) expenses for research and development activities;
- c) scholarships.

#### **4.6 METHODOLOGY**

In all cases where it is necessary to publish data on an aggregate basis for each of the categories identified in the previous points, the following must be identifiable:

- a) the number of recipients on an absolute basis and as a percentage of the total recipients ;
- b) the aggregate data attributable to healthcare professionals who have not given consent to data processing;
- c) the percentage of value transfers in aggregate form on the total transfers .



IGEA must publish a summary note of the methodology used to prepare the data with reference to information regarding VAT, currency or any other tax aspects connected to the transfer of value in individual or aggregate form, including the cash or accrual basis applied for the preparation of its financial statements.

## 5. ENTRY INTO FORCE

This Code of Ethics enters into force on the date of approval in all its parts with the exception of the following points for which a transition period will be adopted.

- a) The phasing out of direct support for the participation of Health Professionals in training and educational activities organised by Health Organisations and/or third parties (paragraph 2.7.2) will be completed by 31 December 2018. During the transition period, the direct sponsorship procedure by invitation of the Health Professional through the relevant structure will remain in force. From 1 January 2019, direct sponsorship will no longer be permitted, without any exception.
- b) The Conference Evaluation System management platform will be operational from 1 July 2018 and events planned and organised by third parties which will take place from 1 January 2019 onwards must be submitted to it for approval, in accordance with the provisions of the Regulation.
- c) As regards transparency obligations, they will start from the year 2021, in relation to the data referring to the year 2020.

# ATTACHMENT 1

## THIRD PARTY SELF-CERTIFICATION

### 1. ENTITY DETAILS

Name / Company name	Igea Spa
Registered office / Administrative office	41012 Carpi (MO), Via Parmenide n. 10/A
VAT Number / Tax Code	01021130362
CEO / Legal Repr	Donata Marazzi
PEC	igeamedical.com@pec.it





## 2. COMPANY MEMBERS

Name	Address	Job position / powers
Matteo Cadossi	41125 Modena, Str . Morane n. 625/3	Chairman of the Board of Directors
Marazzi Donata	41012 Carpi (MO), Corso Roma n. 32	CEO
Elisa Cadossi	41012 Carpi, Via San Francesco n. 8	Advisor
Cadossi Ruggero	41012 Carpi (MO), Corso Roma n. 32	Advisor and Honor President

### 2.2 Please provide the following documents:

- a) updated Chamber of Commerce certificate of validity, for profit-making entities;
  - b) current statute for non-profit organizations;
  - c) self-certification pursuant to Presidential Decree 445/2000 certifying:
    - » absence or presence of convictions, even if not definitive, for the subjects under 2 and 3
- Age.na.s accreditation , if it exists.

## 3 POLICIES AND COMPLIANCE

### 3.1 Does the Company carry out adequate Due Diligence on the natural or legal persons, including non-profit entities, with whom it collaborates, to ensure that no benefits are offered to public employees or officials, customers or other individuals for illicit purposes?

No  Yes If no, please provide adequate explanation

### 3.2 Does the Company ensure that the behaviour of the natural or legal persons, including non-profit entities, with whom it collaborates complies with current anti-corruption legislation ?

No  Yes If no, please provide adequate explanation

### 3.3 Please indicate whether the company/entity is ISO 9001 certified and/or has other valid certifications

No  Yes

### 3.4 Please indicate whether the company/entity has an Organizational Model pursuant to Legislative Decree 231/01 and the Supervisory Body

No  Yes

### 3.5 Please indicate whether the company/organization has adopted a Code of Ethics and the training activities carried out

No  Yes



**3.6 Please indicate whether the company/entity or its representatives are under investigation, have ongoing proceedings or have been subjected to precautionary measures or convictions, even if not definitive, for crimes relevant pursuant to Legislative Decree 231/01, articles 356 and 356 bis of the Criminal Code (disturbance).**

No  Yes

**3.7 The company/entity undertakes to strictly comply with the Assobiomedica Code of Ethics.**

**3.8 The company/entity undertakes to promptly report any changes to the declarations provided in this document.**

Carpi, 17.02.2025

Igea Spa  
The CEO  
Donata Marazzi