


Sistema di gestione Integrato 	ETHICAL CODE GEA SRL	CET	
Issued by: Lucia Perugini		Revision	0
		Issue date	01/02/2019
		Approved by CEO: G. Braghieri	

GEA SRL

ETHICAL CODE

Introduction

This Ethical Code and Code of Conduct (hereinafter the "**Code**") declares the principle values shared by GEA srl (hereinafter also the "**Company**") and expresses the commitments, ethical and behavioral responsibilities that the Company implements in order to exercise their own business activity. The Code represents a distinctive and identifiable element towards the market and the third parties, whose knowledge-sharing is requested to all of those who work in the company or collaborate with it. The purpose of this Code is not to cover all the potential situations that may occur. Its aim is to be used as a framework for the evaluation of all the activities.

General principles:

Art.1 Nature of the Code

The Code is an official document of the Company, approved by the Managing Director, which contains the principles and rules of behavior, that refer to all the people who operate inside the company, and also to those one who maintain relations with the Company, such as "the stakeholders" (employees, suppliers, external collaborators, associations and the community in general).

Art. 2 Recipients

This Code is binding and must be respected by all Company's personnel or by any individual person, who is carrying out activities in the name and on behalf of the Company, wherever they operate, both in Italy and abroad, including those who occupy representation, administration and management functions inside the Company. The Code is binding also for the collaborators and external consultants, that are acting in the interest of the Company.


Art. 3 Guarantors of the implementation of the Code

For compliance with the Code is responsible the Head of Personnel and Legal.

Art. 4 Entry into force, updating and publication of the Code

This Code has been adopted upon the initiative of the Managing Director, who has approved and signed its content, with immediate effect. This Code is available on the Company's website and also

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is available at the entrance to both Company's offices (Via E. Fermi and via A. B. Sabin) on the bulletin boards that are used for posting communications for employees. All employees are obliged to know the content of the Code. They must receive a copy of it and sign the relevant proof of receipt. Furthermore, the Code can be the subject of consultation between all stakeholders and can be freely downloaded from the Company's website.

Art. 5 Basic principles that inspire the Company

In everyday business activities, the Company follows the values set out below:

- **HONESTY**: which represents the fundamental principle for all the activities and initiatives carried out by the Company; honesty is also an essential value of organizational management. Relationships with stakeholders, at all levels, must be based on the fairness, collaboration, loyalty and mutual respect.
- **LEGALITY**: the Company take into consideration all the national and international laws, directives and regulations and all the generally recognized practices in order to remain complaint.
- **TRANSPARENCY**: the Company operates in a clear and transparent manner, without favoring any group of interests or any individual.
- **INFORMATION CONFIDENTIALITY**: the Company uses the utmost caution while using confidential information related to the performance of its business.
- **RESPECT FOR QUALITY STANDARDS**: the Company is certified ISO 9001 "Quality Management Systems" and ISO 29990 "Learning services for non-formal education and training - Basic requirements for service providers". The company carries out training courses in the pest control field and performs quality controls on: raw materials, semi-finished products, finished products and processes. All the controls are carried out following internal procedures and operating instructions, in which have been detailed: the type of control required (visual, instrumental, olfactory, etc.), the parameters to be checked, the defects found and their relative gravity and the sampling to be observed. Our internal control system is based on annual audits aimed at controlling all company processes in order to verify their correctness and efficiency.
- **RESPECT FOR THE ENVIRONMENT**: the Company carries out its activity in the respect of the environment and aims at developing the Company and pursuing its growth objectives in consideration of its consumption. For this purpose the Company has introduced environmental

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indicators, aimed at taking into consideration the consumption of electricity, thermal energy and water. The indicators are also considering the volumes and waste that have been produced and the recyclability of the products in order to assess the environmental impact and to introduce the improvements.

The Company also looks for helping all its customers to manage their wastes in order to eliminate the traps that are related with the correct usage of CER codes.

BEST PRACTICE - RESPECT FOR ANIMALS AND REDUCTION OF THEIR SUFFERING:

The Company tries to focus on the best usage of its products. Especially, when it comes to adhesive traps for mice and rats, the Company provides as much information as possible. The Company provides those information through the related labels, brochures and technical data sheets and also follows the advices that are included in Best Practices (Guideline on Best Biocides in the European Union, issued in September 2013 by EBPF (European Biocidal Products Forum). This activity is intended to reduce the suffering of animals caught in the traps, and also to promote new projects that will contribute to the development of articles in this area.


• **PROTECTION AND RESPECT FOR THE EMPLOYEES:** the Company is actively engaged in combating any kind of discriminatory attitude whether based on ethnicity, religion, sexual orientation or sex of the employee. The Company strives for the "professional achievement of people" contributing to the development of their career paths and promotes values such as: respect for the rights and dignity of individuals and courtesy and cordiality in communicating not only with colleagues, but also the whole community.

The Company's main aims in that area are: to facilitate the integration in the Company's context, to improve the quality of life and safety in the workplace, to evaluate and enhance the skills and performance of individuals, to guarantee a rewarding remuneration policy and to encourage the development of professional paths of the employees. The Company selects the candidates/employees without any discrimination.

Article 6 Rules of conduct

The Company, to assure that all the recipients of this Code will respect the above-mentioned principles, has prepared specific rules of behavior that should be followed as mentioned below:

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• **Fight against illicit behavior:** the Company, assures to implement all the necessary measures to prevent and avoid the offences. In particular, the Company prohibits all the recipients of this Code to pay the sums of money or to undertake other forms of corruption in order to obtain direct or indirect benefits for themselves in an improper manner. It is permitted to offer or accept gifts of small value. A gift is of small value if its value does not exceed 50 euros per person and is in any case a customary use.

• **Fight against conflicts of interest:** the Company does not allow its employees or collaborators to be involved in relationships that could lead to conflicts of interest with their organizational role. This applies to the situation when an employee or collaborator pursues an interest against the interest of the Company or to the situation when he personally benefits from the Company's business opportunities. Furthermore, the members of the staff cannot overuse their positions inside the company and the information acquired in their workplace, to create conflict between their personal interests and corporate interests. It is also necessary to add that the current contractual provisions obliged the staff of the Company to not take external positions in companies whose interests are directly or even potentially conflicting or interfering with those of the Company.


Specifically, for all the managers and the employees it is forbidden:

- To take personal advantages from the opportunities that can arise during conducting the work activities inside the company without before obtaining the express written consent given from the Managing Director;
- To accept any appointments at any other organization outside the Company without firstly having received written consent from the direct supervisor or the Managing Director;
- To participate in transactions on behalf of the Company with other organizations in which they have a personal material interest or with a close family member (a spouse, a father, a mother, a sister, a brother, a son or a daughter) without first obtaining written consent from the supervisor or from the Managing Director;
- To Offer/receive directly or indirectly money, gifts, or any kind of personal benefits to/from executives, civil servants or employees of customers, suppliers, public administration bodies, public institutions, or other organizations in order to obtain undue advantages.

Art 7. Confidential information and privacy rights

Among the most precious assets of the Company there are certainly the confidential information. As an example, such information may include:

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- Lists of customers and information about them that contain personal, sensitive and sanitary data;
- Personal files of employees or collaborators of the Company that contains personal, sensitive and sanitary data;
- Commercial and labor contracts;
- Business plans;
- Marketing strategies of the Company, information about its services or the prices;
- Financial data of the Company;

The dissemination and inappropriate disclosure of the confidential information may significantly damage the interests of the Company and decrease its profits. As a result, the employees are obliged to protect the company's property by taking all possible actions to preserve its confidentiality.


In the same way, all the employees are obliged to respect the rights and the dignity of all their colleagues. Although it is essential for the Company to collect and retain certain information about its employees, the Company's main task is to acquire and retain only the information that are expressly required by the law or those ones that are relevant to the actual performance of the Company's activities.

All data are collected and processed in compliance with the provisions of the European Regulation n. 679/2016 GDPR. The Company have established all the necessary criteria and procedures to ensure compliance with all applicable laws concerning the disclosure of confidential information. Only authorized employees with legitimate interest connected directly with their job duties are allowed to get access to those information and use them. In addition, the Company also respects the confidential information and intellectual property rights of the competitors by never being involved in activities through which such information could be obtained illegally. The various types of commercial documentation represent an essential part of the activity of the Company. The commercial documentation consists of e-mails, the voice mailboxes, computer files, financial records, written correspondence, contracts and legal documents. Like with any other business assets, even in this case the Company must manage the documentation effectively to meet the various legal requirements and carry out the business efficiently.

8) Rules of conduct in the company premises

1) The Company registers all the accesses to the Company's facilities using the badges which are present in all the entrances and the exits to all the buildings.

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2) According to the rules of the Company it is forbidden for the employees to go to the workplace at the hours which do not correspond to the time of working agreed in the proper contracts, except the exceptional situations, which must be communicated in advance and expect the situations when the work is performed outside the company premises.

3) It is also forbidden to smoke inside the company's premises, as it is forbidden to use mobile phones at the workplace excluding the emergencies or on-call cases.

4) E-mails must be used exclusively for business purposes.

5) Social networks and internet for personal purposes can only be used after the working hours and never with the devices that are available in the company.

6) Anyone who will behave not in accordance with the above-mentioned rules will become a subject of the disciplinary proceedings and also will be applied relative sanctions which are established in the disciplinary code that is regularly being approved by the Managing Director. The notification of this behavior will be also posted inside the Company's premises in appropriate spaces.

7) All permits and holidays must be promptly communicated and authorized by the supervisor. Any unjustified absences at the workplace will bring the disciplinary consequences.


Art. 9 Personnel Management

In compliance with the current Legislation concerning the protection of working conditions, the Company commits to respect the fundamental human rights.

In particular, the Company:

- Avoids any form of discrimination towards its personnel and offers all the employees the same opportunities, so that everyone can be treated fairly based on merit criteria, without any discrimination;
- Recruits and hires the personnel ensuring compliance with the values of equal opportunities and equality. The Company also always remains in line with the relevant legal requirements, with the statute of workers and the applicable national labor agreements;
- Creates a work environment in which the personal characteristics of the individual worker do not lead to the discrimination;
- Ensures the protection of the privacy of personnel and their right to work without being a subject of illegal conditioning;

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- Ensures that in the internal and external work relationships it will not take place a reduction or maintenance in the state of subordination by violence, the threat, deceit or abuse authority;
- Prevents situations in which anyone could use their superiority over a person who is in a worse physical or mental situation;
- Commits to not establish any work relationships with subjects without a residence permit and also commits to not carry out any activities that can enable to enter into Italy unauthorized persons;
- Commits to promoting the culture of safety at work, through organizing information and training meetings for the staff, at the same time respecting the environment.

Art. 10 Rules of conduct in the workplace

The Company expects all the employees, customers and suppliers to behave properly regardless of the gender, ethnicity, religion, language, religion and other factors. The Company also expects that all employees will protect company's assets in order to avoid damage, loss or theft and that all employees will behave and communicate with high professional standards, managing both internal and external relations with customers and suppliers with respect, courtesy and solicitude. All employees are required to preserve the confidentiality of information acquired during their working activities. It is forbidden to conduct any working activities under the effects of abuse of an alcohol, drugs or substances having similar effects on the psyche or on the body. It is forbidden to use the Company's goods and services for personal purposes.

Art. 11 Accounting and financial management


The Company forbids its employees to exchange or transfer money, assets or other benefits coming from illegal activities; or to perform other operations in relation to them, like for instance hiding the place of their origin. For this purpose, the Company and its employees are never allowed to be involved in activities that involve money laundering (acceptance or processing) from criminal or any other illegal activity. In any case, it is forbidden to carry out transactions in cash except for payments of low value which, however, must always be justified in the company's accounting documents.

Art. 12 Security

The Company is particularly concerned with the health and safety matters at the workplace in order to avoid the risks associated with carrying out the company's activity. Therefore, it demands from its employees to respect all legal obligations that are required by the relevant legislation.

In particular the Company:

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- Organizes the adequate trainings for its personnel in matters of safety and health at work, which are mandatory for all of them;
- Installs devices that effectively and promptly inform about the danger; the Company also delivers the predisposition of the evacuation plan and adopts all the security measures that are necessary for the performance of its activity;
- Organizes periodically the simulated tests for the management of emergencies in order to illustrate to its staff the behaviors which should be adopted in case of serious and imminent danger;
- Adopts first aid and emergency medical assistance plans;
- Verifies periodically the adequacy of the offices by ensuring the correct adaptation of the workplace to the legislative provisions in matters of the safety and health of the workers and obliged the personnel to meet all the requirements in this regard.

The Company also obliged relevant employees and collaborators to cooperate with the maximum availability with anyone who comes to the Company to carry out inspections and controls on behalf of the bodies in charge. The Company's personnel is not allowed to put other employees in front of unnecessary risks that could cause damage to their health or physical safety. All those who work for the Company are responsible for the proper management and the respect of the adopted procedures regarding safety and health at the workplace.

The Company commits to guarantee their employees and collaborators a healthy and proper work environment that can minimize the risk of accidents and the stress of the work, also thanks to the predisposition of technological tools and the avant-garde.


Art. 13 External Relations

Relations with the customers: the primary aim of the Company is to increase the level of satisfaction and acceptance of its services/products by the customers, sensitizing itself to their needs, even potential ones, and providing them real, accurate, complete and correct information.

Therefore, these relationships are based on the principles of maximum collaboration, professional availability and transparency.

They also respect and protect privacy in order to construct the basis for a solid and lasting relationship grounded in mutual trust. The Company finalizes its commercial transactions through agreements. Regardless of the areas in which the business is carried out, the employees or collaborators of the Company are required to comply with all the regulations inside the contracts, to comply with the commitments and to vigorously implement the rights on the basis

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of these agreements. However, in order to fulfill this obligation, it must be ensured that the terms of commercial agreements are clear, unambiguous and fully understood. The best method to achieve this goal is to verify that all trade agreements have the written form and to ensure that this form reflects commercially and legally acceptable terms.


Relationships with the suppliers: Suppliers are selected according to internal procedures and operating instructions. The Company performs a preliminary assessment that can be done by filling out a form internally prepared by the Company or through a careful technical-practical evaluation of supplier. This evaluation is based on the following parameters: company organization, certifications in its possession, level of corporate computerization, attention to the issues: Security, Quality and Environment, analysis of the provided products or services and the processes implemented and related checks and registrations, batch traceability, quality of the offer, economic convenience, technical and professional suitability, complaint management, customer assistance, design capability, delivery times, plant maintenance, staff training, warehouse management, company indicators and related targets, cleaning and suitability of workplaces, insurance, assessment methods of its suppliers, monitoring of customer satisfaction, ethical attitude towards employees and collaborators, competence and reliability.

The preliminary evaluation allows Company to classify the supplier in one of the three classes envisaged by the Quality System: Q1, Q2 and Q3 (from the best to the least) according to the obtained score. In that way the supplier can be included in the Company's list of suppliers. Once a year, the purchasing department re-evaluates the supplier by filling out the supplier's periodic evaluation form. The periodic evaluation leads to the updating of the supplier's score. If the deterioration of the score leads to a downgrading of the supplier, the Company announces this fact to the supplier, so that the supplier can issue an appropriate improvement plan and implement the procedures to strengthen controls on the supplies, in order to follow the process of requalification established internally.

Relationships with commercial partners and competing companies:

Relationships with commercial partners and competing companies comply with market rules. Any agreement or behavior, which violate the anti-trust and unfair competition rules is prohibited.

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Art. 14 Corporate obligations

In the preparation of the financial balance and all other corporate communications required by law, the Company observes and asks its employees to:

- Respect the code regulations and accounting standards in force in this regard;
- Representing the Company's financial situation in a correct and proper manner;

Furthermore the Company prohibits to:

- Carry out, except the cases of legitimate reduction of the share capital, also through simulated behaviors, refunds of contributions made by the shareholders or release them from the obligation to execute them;
- Deliberate allocations of profits or advances on profits not effectively earned to legal reserves or to distribute unavailable reserves;


Art. 15 Obligations and sanctions

The recipients of the code, as per art. 2, are obliged to observe and respect the principles set out above and to comply with the behavioral rules defined therein. The knowledge and adaptation to the provisions of this Code are a prerequisite for the establishment and maintenance the collaborative relationships with third parties, in relation to which the Company commits to disseminate all related information. The Company is in charge to impose the disciplinary sanctions in case of ascertain disputes or infringements.

As for the type of sanctions that can be imposed, it should be noted that for both employees and managers, any sanctions must comply with the procedures set out in art. 7 of Law 300/1970 and/or special regulations and/or the relevant CCNL.

The violations of the provisions contained in this Code by suppliers, external collaborators and consultants are considered as a serious breach of the Code and they will be punished according to the rules that are established by the disciplinary code, which is regularly approved and published and in the absence of a specified sanction, reference will be made to what is established by the relevant applicable national labor contract and/or by the special legislation. If the violations are committed by suppliers, consultants or other personnel outside the company, the offenses will be punished according to what is established by the respective contracts stipulated between the parties.

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Any employee who becomes aware of offenses or improper behaviors that are not compliant with the provisions of the aforementioned Code must immediately report it to the body/person that is in charge of receiving these kinds of reports in the person of Dott.ssa Lucia Perugini, Head of Personnel and Legal, who will present this issue to the Boards of Directors.

Employees, collaborators, consultants, partners and third parties will send notices as described above, as soon as they become aware of the events that caused them. If the employee receives an alert from other parties about the above indicated issues, he will have the same obligation to transmit the notification, immediately and exclusively, complete with any documentation that is attached. In this situation, he must refrain from independent analysis and/or deepening the issue. The failure or incomplete communication of a report constitutes a violation of this procedure and in case of proven bad faith of such conduct, those who acted in that way, will be punished according to the disciplinary sanctions.

All reports are the subject of preliminary analysis in order to verify the presence of data and information useful to allow to assess if the report is valid. If at the end of the preliminary analysis phase there is a lack of sufficiently detailed elements or, in any case, there are mentioned facts that are groundless, the last analysis will be archived.

With reference to each report, where, after the preliminary analyzes, useful and sufficient elements will emerge, without prejudice to the right to defense of the report, the Board of Directors depending on the case:


- or will directly impose sanctions following a disciplinary procedure;
- or, in the most serious cases, will report the violations to the competent Authorities.

Retaliation from the side of other employees is also forbidden in relation to employees who have behaved in violation of the provisions of this Code. Such retaliatory behaviors are firmly condemned by the company and will be punished.

Art. 16 Dissemination, Information and Training connected with the Principles of the Code

In order to guarantee the effective and efficient application of the principles contained in this Code, the Company commits to spread the information about the Code towards its internal staff, collaborators, agency workers and managers, and towards all its suppliers.

With particular reference to its internal staff, collaborators, agency workers and directors, the Company commits, during the establishment of the employment relationship, to inform them and to

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provide them the essential training, with appropriately diversified modulation, about the implementation of the Code, the principles contained in it and each modification.