

CODE  
OF CONDUCT



# We believe in harmony, in the future and in our abilities. The earth is our heritage: of goodness, culture and future.

**Ortomad**, a company of the "La Linea Verde Group", was born in 1998 from an idea that needed a generous heart and a pair of strong hands to sow it in fertile soil and allow it to grow and become bigger and bigger.

**We are agricultural entrepreneurs who believe in their roots and their territory**, we work our land with love and respect and we are specialized in the cultivation of horticultural products for the preparation of salads of the first and fourth range. Our craft is an ancient art that is renewed everyday by combining experience with continuous research, the evolution of methods, the improvement of techniques.

This is how we transform the discipline and practice of cultivating the land into a modern science, keeping a central focus on the different needs of the consumer and on respect for the environment and for workers.

With this Code of Conduct we want to strengthen our convictions and maintain a high commitment to offering "**healthy food**" by spreading and sharing the values that guide our behaviors and our decisions.

The Company's investments have always been oriented towards supporting these commitments: machines and plants with low environmental impact, protecting our workers who represent the arms and eyes of our company.

Our men and women are the added value of Ortomad, through their participation, the sharing of responsibility and the pooling of "ideas and knowledge" the company continues to grow, reconfirming its ability to innovate.

The Code of Conduct represents the strong conviction of acting by affirming the positivity of our principles and the firm will to indicate and maintain the guidelines of our behaviors especially when we will encounter non-linear choices.

I therefore hope that this Code of Conduct is a point of reference and that it stimulates us in the search for forms, languages and methods that belong to our history and trace the future paths.

The contribution that each of us can express to create value and excellence by adhering to these principles in action, represents a commitment to implement sustainable development to guarantee the future that belongs to the next generations.

**I wish the best to all the people who collaborate in and for Ortomad.**

Ortomad Società Agricola Srl  
Sole Director  
**Raffaele Maddalo**

## Code of Conduct

ORTOMAD

Approved by the Board of Directors  
on 10<sup>th</sup> January 2017

# Table of contents

## 5 FOREWORD

### 6 1. Introduction

- 1.1 The meaning of «Conduct»
- 1.2 The importance of Conduct for our company
- 1.3 The importance of the Code of Conduct
- 1.4 The Recipients of the Code of Conduct

### 7 2. Our mission and our core values

- 2.1 Compliance with current legislation
- 2.2 Honesty, loyalty and transparency
- 2.3 Integrity
- 2.4 Respect for workers
- 2.5 Commitment to research and innovation

### 8 3. Our commitment to consumers

- 3.1 Quality and safety of food products
  - 3.1.1 Suppliers' selection
  - 3.1.2 Company's infrastructures
  - 3.1.3 Improving our organizational efficiency
- 3.2 Our products
- 3.3 Information about our products
- 3.4 The way our company communicates

### 10 4. Attitude towards our staff

- 4.1 Protection of fundamental rights
- 4.2 A working environment which encourages personal development
- 4.3 Staff management
  - 4.3.1. Recruitment
  - 4.3.2 Training
- 4.4 Health and Safety in the workplace
- 4.5 Protection of personal and sensitive information

### 12 5. How we source our raw ingredients

- 5.1 Choice and inspection of raw ingredients
- 5.2 Relationship with our farmers and producers

### 13 6. Protecting the environment

### 14 7. Professional behavior

- 7.1 Protecting the company's interests. Conflict of interests
- 7.2 Protecting company property
- 7.3 Confidential information
- 7.4 Protecting the company's image
- 7.5 Receiving gifts and favors

### 16 8. Relationships with Stakeholders and with the market

- 8.1 Relationship with Customers
- 8.2 Relationship with Suppliers
- 8.3 Relationship with Competitors
- 8.4 Prevention of illegal business practices
- 8.5 Relationship with public institutions

### 18 9. Implementation and verification of the Code of Conduct

- 9.1 Contractual obligations
- 9.2 Informing staff about the Code of Conduct
- 9.3 Monitoring the Code of Conduct and disciplinary procedures
- 9.4 Approval of the Code of Conduct and future amendments

## Foreword

**Ortomad**, a company of the La Linea Verde Group, was founded in 1998 inspired by human values and enterprise in which the roots and love for our territory are reflected.

Virtue in work, respect for people, honesty and transparency have always been fundamental principles for us, **farmers who work the land with love and responsibility towards our customers**.

Consistency, regularity and precision are fundamental requisites for living with awareness every moment of life on earth: sowing, care and harvesting.

The attention we pay to respecting the environment and the people who work there is the concrete and verifiable explication of the value we attribute, convinced that ensuring healthy food from the earth to the table is our mission.

This Code of Conduct, which is inspired by the principles and values of Ortomad, explains the company's commitments and ethical responsibilities aimed at creating value for the customer, professional growth for employees and collaborators and describes the expected behaviors from the people who will act within the company organization.

# 1. Introduction

## 1.1 THE MEANING OF «CONDUCT»

"Conduct" means the set of rules and principles that the community, drawing on its vast experience and wisdom, considers to be valid and which it has chosen to adhere to in the interests of progress and for the benefit of all of its members.

## 1.2 THE IMPORTANCE OF CONDUCT FOR OUR COMPANY

We believe, therefore, that values and rules governing our conduct should be explicitly stated and also observed within a company like ours in order to ensure good performance and instill confidence in us in the current business climate.

Indeed, for Ortomad, Conduct is an indispensable asset which clearly inspires, guides and influences our business decisions both internally and externally in relation to our Customers, Suppliers, and Institutions.

Ortomad considers that especially in this day and age it is essential to have an ethical vision which can be clearly defined. By adhering to this Code of Conduct the Company can achieve consistent growth and remain strongly competitive in both the domestic and international markets.

## 1.3 THE IMPORTANCE OF THE CODE OF CONDUCT

The current Code encapsulates our principles, and the values we believe in and our working practices, with the primary aim of communicating them to everybody who may have future dealings with our Company, in any capacity.

Notwithstanding the rapid and exponential growth enjoyed by our Company, the values it is based on are the same as they have always been, namely to focus on the importance of the consumer and on the quality of our products. Sharing our values and ethical principles can only reinforce our common vision and commitment.

The Code is therefore the means by which we set out clearly and communicate the values we identify ourselves with so that everybody who has dealings with our Company is inspired by them.

## 1.4 THE RECIPIENTS OF THE CODE OF CONDUCT

The current Code is intended for all our Company Functions such as Managers, Auditors, Executives, Staff, Consultants, external Collaborators, Suppliers, and everybody else.

Anyone working and establishing relationships with our Company in any capacity whether directly or indirectly, on a permanent or a temporary contract, should adhere to the principles contained in this Code of Conduct in addition to the regulations governing the industry.

We consider that it is especially important for people to conduct themselves in accordance with the values and principles outlined in this document in order to achieve ethically responsible working practices and to maintain the Ortomad's reputation for respectability and reliability in the market.

## 2. Our mission and our core values

Ortomad will ensure that its Customers are supplied with products of the highest quality while respecting the dignity of the worker and protecting the environment.

In fact, an organization like ours is not only a distributor of high-quality products, but also considers itself to be an ethically responsible organization, adhering to working practices which respect both nature and the rights of workers.

With this in mind, Ortomad is continually striving to improve and to innovate, as improvement and innovation are the main sources of competitive advantage and excellence.

Ortomad has always been convinced that we can achieve success just by adhering to ethical values.

### 2.1 COMPLIANCE WITH CURRENT LEGISLATION

One of the Company's fundamental principles is to always act within the law. This is mandatory and ensures that our business runs smoothly.

Ortomad always complies fully with the laws and regulations of the Italian Republic as well as with the rules of the European Union, in addition to those of the foreign territories, countries and states with which we have business relationships of any kind.

While conducting its business abroad, Ortomad does its utmost to avoid doing things which, although considered legal within the country with which it is dealing, could contravene the regulations of the Italian Republic and/or the European Union.

We urge all of our Staff, Consultants, Suppliers, and Customers, as well as anybody who has dealings of any kind with our Company, to abide by the existing laws and regulations, which should be studied and understood wherever possible.

### 2.2 HONESTY, LOYALTY AND TRANSPARENCY

We believe it is important to establish sincere, loyal relationships. For this reason we do our utmost to communicate, both inside and outside the Company, clear and complete information which allows everyone we deal with to make their own well-informed and independent decisions.

Ortomad does not exploit its competitors' weaknesses and

values genuine competition while refraining from conspiring with other people. **We carry out our activities, operations and negotiations with the maximum honesty and transparency and we expect everyone to behave with integrity when conducting their business.**

### 2.3 INTEGRITY

Ortomad acts with integrity and in compliance with both domestic and EU legislation, doing everything possible to avoid any illegal activities even if the individual in question is only indirectly connected to it.

**All of our activities, operations and negotiations are conducted with the utmost diligence and seriousness with regard to our interlocutors.** With this in mind we expect the recipients of this Code of Conduct to conduct themselves appropriately and respectfully.

### 2.4 RESPECT FOR WORKERS

Ortomad considers Human Resources a key asset in the development and achievement of the Company's objectives.

For this reason, Ortomad is committed to creating a happy working environment where everybody can work together in a professional manner. **The Company values people's competences, their potential and their hard work and, for this reason, offers equal career opportunities to all of its staff, without discrimination.** We always select, recruit, and manage our staff and our collaborators according to their competences and merit.

**Equality and fairness are our guiding principles** and we do not accept or allow any form of favoritism.

Ortomad expects the recipients of the Code to act responsibly and take responsibility for their own actions and behave with transparency, integrity, and professionalism without betraying the trust we have between us.

### 2.5 COMMITMENT TO RESEARCH AND INNOVATION

One of the most important aspects of our business strategy is, of course, innovation, a key factor in the success of our products and the growth of the business, thereby keeping both our customers and consumers satisfied.

**Ortomad encourages its workers to innovate on a daily basis and at every level of the company by developing new products, new processes, and new solutions in order to improve the way in which we carry out all of our activities while striving to find new and more efficient solutions.**

### 3. Our commitment to consumers

#### **The quality, authenticity and safety of our products are both our starting point and our ultimate goal.**

The standards that we set ourselves in the cultivation of our raw ingredients are very high, the production process in our factory is strictly managed, the final product is highly appreciated by consumers on account of its high quality. In other words, quality is "the main driver" of our activities, from the field to the point of sale: we monitor it regularly and we continually re-invest to ensure our customers are completely satisfied.

#### **3.1 QUALITY AND SAFETY OF FOOD PRODUCTS**

##### **3.1.1 SUPPLIERS' SELECTION**

Ortomad qualifies its suppliers according to the type of product/service they provide.

**The qualification/approval of Suppliers is carried out in order to ensure that the products supplied and the method of supply always meet the specific requirements of the Quality Management System in order to achieve and improve customer satisfaction over time.** The qualification/approval of Suppliers also takes into account their environmental performances and whether they are certified.

##### **3.1.2 COMPANY'S INFRASTRUCTURES**

The building, the work spaces and connected services enable us to achieve our quality objectives. In particular, the technical equipment installed in the designated areas of the building is highly suitable for food production and ensures that the cold chain is carefully maintained under controlled conditions.

We also plan and carefully carry out cleaning, washing and sanitizing as well as the disinfection of each part of the building. The company is constantly committed to improving the monitoring systems and safety parameters in the work areas.

The buildings and the machinery used in the production and logistic lines are regularly monitored by both internal and external inspectors according to a precise schedule.

#### **3.1.3 IMPROVING OUR ORGANIZATIONAL EFFICIENCY**

Ortomad constantly strives to improve the **Integrated Management System for Quality and the Environment**, the **Cold Chain Tracking System** and the **Product Certification System** in compliance with the reference standards for their certification, and in compliance with the health and hygiene Self-monitoring Plan.

**Improving the efficiency of the organization is in fact one of the Company's objectives**, which we intend to pursue through a "dynamic" management that constantly seeks to identify ways in which we can improve and update our systems. While complying with the regulations and taking account of organizational variations, Ortomad is continuously striving to improve and innovate, where improvement and innovation are the main sources of competitive advantage and excellence.

Our passion and determination to achieve innovation in the "super fresh" industry is the real driver of our growth.

We continuously and consistently invest in new technology to improve our productivity. We have a team of experts that are totally dedicated to research and development, and they conduct regular agronomic research as well as closely monitoring the needs of the market.

"Our innovation is not just aimed at creating a new product, but a unique modus operandi consisting of a natural process in which we only use fresh raw ingredients and can guarantee swift delivery compatible with the cold chain. In this way we have created a new category of products that we like to call 'fresh from fresh', meaning fresh products made using fresh raw ingredients."

Innovation means to improve on established processes, not only at an aesthetic level and in terms of the product itself, but also at the earlier stage, in other words in terms of our raw ingredients.

### 3.2 OUR PRODUCTS

**Ortomad is committed to fulfilling the quality and safety requirements of its products through:**

- prompt assessment of the suppliers of raw ingredients and packaging materials we use by identifying and recording the traceability parameters of supplies;
- requesting and obtaining Certifications, which are constantly updated and reviewed by external bodies. We guarantee that our collaborators are regularly updated on food hygiene, quality and safety procedures and that the procedures are implemented under the supervision of the different organization functions depending on their level of responsibility;
- a number of activities aimed at innovation, which range from Research and Development to activities intended to improve industrial processes. The entire cold chain is involved and all our collaborators participate with proposals for improvement and innovation.

### 3.3 INFORMATION ABOUT OUR PRODUCTS

We believe in the importance of a correct diet and we always bear this in mind when creating new products.

In order to encourage better food choices, while at the same time safeguarding the health of our consumers, Ortomad complies with both the national and the EU legislation, which regulates the food and health recommendations (the so-called CLAIMS) to be included in food and/or packaging labels.

**We therefore do our utmost to include in all of our products all the information about the composition and characteristics of the food product, its correct use, consumption and shelf life.**

In view of the above, we request that the recipients of the Code should not mislead the consumer in attributing to the food product effects or properties it does not have.

### 3.4 THE WAY OUR COMPANY COMMUNICATES

Transparency and clarity of information are the basis of our business communications so that anyone who buys our products can make a conscious and well-informed decision based on their attributes. In our marketing activities we endeavor to use clear, simple and comprehensible language intended for the average consumer.

**We know that we can influence the food choices of our consumers, and we ask the recipients of the Code to refrain from using ambiguous and misleading messages that could lead to excessive consumption.**

## 4. Attitudes towards our staff

Ortomad has always believed in creating a collaborative working environment where people are encouraged to use their skills in pursuing group projects, expressing the "ethics of contribution", applying their efforts responsibly in order to achieve collective results and rejecting individualism for the benefit of all, in other words for the benefit of the Company.

Our employment strategy is therefore intended to achieve growth for the Company while at the same time looking after the needs of workers and promoting occupational development, meritocracy, the quality of work and the dignity of each individual worker.

Ortomad guarantees the rights of collective bargaining and the rights of workers to belong to a union.

### 4.1 PROTECTION OF FUNDAMENTAL RIGHTS

**We object to any form of forced labor and, under no circumstances do we exploit child labor.**

We do not allow any form of discrimination based on age, sex, sexuality, health, race, nationality, political ideas or religious beliefs.

**On the contrary, we value diversity.**

Ortomad was founded on the principles of equal opportunity, on the total and unequivocal respect for human rights and on the complete respect for equality.

Our policy has always been to encourage interpersonal relationships based on loyalty and correctness, ensuring cooperation among our collaborators and guaranteeing a friendlier and happier working environment.

### 4.2 A WORKING ENVIRONMENT, WHICH ENCOURAGES PERSONAL DEVELOPMENT

The Company is committed to developing and encouraging a positive working environment inspired by mutual respect, the importance of individual freedom and meritocracy.

We are against any form of discrimination and we have in-

ternal procedures in place that enable us to identify, anonymously if necessary, any untoward or awkward situation which could arise within the Company. **Ortomad hopes that the recipients of this Code of Conduct will help maintain this climate of mutual respect, tolerance and cooperation.**

With this in mind, we encourage everyone's right to interact and associate with other people both in the work place and outside work.

**The Company does not tolerate offensive, abusive, discriminatory, or slanderous behavior intended to create problems for other people and hinder their career prospects.**

A well-organized workplace is essential so that we can create a suitable working environment that can support each individual's professional development.

Ortomad, therefore, assigns responsibilities and tasks to each member of the organization, within their roles, so that they can take the right decisions in the best interests of the Company.

### 4.3 STAFF MANAGEMENT

#### 4.3.1 RECRUITMENT

Ortomad acknowledges the key role its recruiting staff plays within the Company by selecting candidates and ensuring that their profiles match the Company's requirements.

The recruitment of staff, collaborators and employees is carried out on an equal opportunities basis using objective criteria based on an individual's merit and abilities.

When assessing and developing new recruits, we base our decisions on the competences, skills and aptitudes needed to fill our vacancies and an assessment of the candidates' abilities and potential.

**Any form of nepotism or discrimination is forbidden.**

The selection process is based on transparency, in accordance with current Company procedures, and managers are always involved of the process.

#### **4.3.2 TRAINING**

Ortomad values its employees and attaches great importance to motivating its staff through personal development. Accordingly, it encourages them to take part in training and educational programs that will help them carry out their tasks more effectively.

We value everyone's contribution by ensuring that everyone has the same opportunity to develop, while acknowledging their professionalism, in order to maximize their potential, based on an assessment of their achievements.

We continuously strive to guarantee a healthy and safe working environment, respecting the dignity of the individual and physical well-being of our collaborators and employees.

**Ortomad promotes a culture of safe working procedures by adopting accident-prevention measures and having an integrated Risk Assessment and Safety Management System.**

Our Company continuously invests in the latest technology for its production processes in order to prevent accidents amongst its workers.

#### **4.4 HEALTH AND SAFETY IN THE WORKPLACE**

We created and are continuing to uphold healthy and safe working environments, while making sure that we respect the dignity and physical well-being of our collaborators and staff.

Ortomad promotes a culture of safety and accident prevention by adopting preventative measures and having an integrated Risk Assessment and Safety Management System. Our Company continuously invests in the latest technology for its production processes in order to prevent accidents amongst its workers.

We expect everybody who works with or for the Company to act responsibly and to ensure their own safety as well as that of others. Everyone should comply with the Company regulations, procedures, instructions, and the rules regarding accident prevention.

With this in mind the consumption of alcohol, drugs or similar substances which might affect performance or a person's ability to carry out their work is strictly forbidden.

If you become aware of any critical situation which could be dangerous to you or others while you are carrying out your work, you should immediately inform your manager.

#### **4.5 PROTECTION OF PERSONAL AND SENSITIVE INFORMATION**

Ortomad is committed to keeping all its collaborators' and staff's personal information strictly confidential.

Any personal data that the Company receives, as long as the individual has given their permission, will be carefully collected and stored in accordance with the rules and working practices of current Data Protection legislation.

Equally, Ortomad expects its staff and collaborators not to use or pass on to third parties any confidential or private information without just cause and/or the Company's express permission.

## 5. How we source our raw ingredients

Freshness and quality are what makes our products stand out. It is therefore fundamentally important that we only choose suppliers who can provide natural raw ingredients that are good for our consumers' health.

**We have a short well organized and fully integrated cold chain. This allows us to carefully manage and validate all the stages of production:** from selecting the raw ingredients, to processing, packaging, and distribution.

### 5.1 CHOICE AND INSPECTION OF RAW INGREDIENTS

Ortomad has set up a procedure for selecting/qualifying the suppliers of raw ingredients. This is carried out directly with the supplier itself or with the sub-supplier (platform), with specific procedures (regarding operations, information and inspection, evaluation and decisions).

Once selected/qualified, our direct suppliers or sub-suppliers are constantly monitored in order to ensure the suitability of the product and to make sure that it is compatible with the cold chain.

Ortomad is committed to ensuring traceability of the product both inside the company and in the cold chain as well as the origin of its components.

Furthermore, Ortomad has set up a product Recall Procedure, including how this is carried out and who is responsible for it. This is possible despite the extremely short period of time between production and product consumption.

### 5.2 RELATIONSHIP WITH OUR FARMERS AND PRODUCERS

Over the years, Ortomad has established solid, sound relationships with its farmers and producers, which are based on transparency and mutual respect.

We are loyal to our farmers and producers and expect them to adhere to the principles and values outlined in this Code. We maintain an open dialogue with them in order to prevent any potential problems, disagreements or difficult situations.

Our aim is to achieve a finished product which is of guaranteed and tested high quality. Therefore, we ask our farmers and producers to work with us while acknowledging their know-how and valuing their expertise.

We aim to develop a relationship with our suppliers that ensures that all of our activities are both environmentally and socially sustainable.

## 6. Protecting the environment

Ortomad is extremely keen to combine its growth and profitability with policies that respect nature and the environment and encourage sustainable development.

**We encourage pollution prevention measures, a concrete example of this being our waste management system, which is intended to recover and recycle the materials we use. For the packaging of our products Ortomad chooses packaging solutions that use materials from renewable sources and takes into account their entire life cycle** (from source to waste and recycling).

Ortomad is continuously committed to raising awareness amongst its staff of ways to optimize its production procedures and the forward planning in its plants in order to achieve the highest standards. This commitment extends to identifying and putting in place preventive measures and working practices intended to save water and energy through rational and careful consumption as well as taking care to avoid unnecessary waste or leaks.

Continuing to improve environmental performance is an important aspect of our business strategy, which means that we invest significantly in seeking the best solutions which have the least environmental impact, such as optimizing our supply chain processes (so-called supply chain management) and adopting more suitable building methods in order to control the temperature of our buildings more effectively.

# 7. Professional behaviour

Ortomad asks all the recipients of this Code of Conduct to work together in order to attain the objectives and general interests of the Company so that we can maintain its reputation and respectability in the market.

We therefore ask the recipients of this Code to carry out their roles with the utmost professionalism and to perform their duties to the best of their abilities, while observing our principles and our values.

## 7.1 PROTECTING THE COMPANY'S INTERESTS.

### CONFLICT OF INTERESTS

To ensure that the Company's choices and decisions are made in accordance with the objectives of the Company, one should avoid any situation, opportunity or relationship which could possibly constitute a conflict between the interests of the Company and the interests of the individual or of the individual's family.

By way of example, but not limited to this, here are some situations which would constitute a conflict of interests. Anyone using his or her position to achieve an objective which is different and/or in competition with Ortomad either for himself or herself. Anyone trying to conduct or conclude their own negotiations and/or contracts, in the name of or on behalf of Ortomad, with their own family members or associates or legal entities of which the individual is a member of or at least has a stake in.

Those who consider themselves to be in a situation where there is a conflict of interests may not be involved directly or independently in the running of the Company, and will not be permitted to make any decisions, or conduct any activities connected with or related to this situation.

**Ortomad requires any staff member or collaborator who finds him or herself in a situation where there is a conflict of interest to immediately inform their manager, the Board of Directors, the Board of Statutory Auditors and/or the Supervisory Authority.** This should not prejudice any disciplinary action regarding conflicts of interests provided for by the civil code.

## 7.2 PROTECTING COMPANY PROPERTY

Ortomad's assets consist of tangible assets – such as buildings, infrastructures, plants, equipment, software, as well as raw materials – and intangible assets – such as confidential information, know-how, as well as intellectual and industrial property.

**The recipients of the Code are expected to protect the Company's assets.** Therefore, they are responsible for the assets that have been entrusted to them and under no circumstances should they allow unauthorized persons to have access to them.

**Individuals may use the Company's assets exclusively to carry out the Company's business, in accordance with the Company's rules and industry regulations.**

Assets must only be used for their original purpose avoiding any inappropriate use, which could result in damage or reduce their effectiveness.

Under no circumstances can the Company's assets be used for purposes other than for those of the Company or for illegal or immoral purposes.

## 7.3 CONFIDENTIAL INFORMATION

Under the terms of this Code, Ortomad requires individuals associated with the Company to respect privacy and confidentiality.

Any news or information pertaining to the Company should be considered the property of the Company and must therefore be protected and safeguarded.

Therefore, the recipients of the Code should under no circumstances, either inside or outside the Company, disclose or access for private use or use against the Company, any information, data, or material of a sensitive nature acquired while carrying out their duties.

The Company's business information must be used according to the current rules and internal procedures, as well as in compliance with existing legislation.

#### **7.4 PROTECTING THE COMPANY'S IMAGE**

Credibility, reliability, and respectability are fundamentally important attributes of Ortomad.

Therefore, it is expected that recipients of the Code will always act and behave in the Company's best interests in order to maintain its reputation in the market.

The recipients of the Code must act honorably and with integrity, according to the Company's standards and principles contained in this Code.

The Company's image should be safeguarded by all the individuals who work with and for Ortomad.

#### **7.5 RECEIVING GIFTS AND FAVORS**

To maintain its integrity and prevent any conduct that might affect the Company's decisions in favor of a person with whom they conduct business relations, Ortomad bans, including in the event of a celebration, the recipients of the Code to offer, donate, request, accept, even through a third party, any gift, favor, present or any other benefit of any kind, unless of very limited value.

Ortomad acts in accordance with the principles of transparency. Should the recipients of the Code accept or offer any form of gift, even of a symbolic nature, they must promptly inform their manager who, together with the appointed body, will assess the legitimacy of the item received or donated and decide what action should be taken.

The Directors, Statutory Auditors, Executives, Employees, as well as anyone working on behalf of the Company, must abstain from taking part in any activity that is not allowed under the law, under standard business practices or under the Codes of Conduct of other companies and bodies they deal with.

## 8. Relationships with stakeholders and with the market

Ortomad undertakes to maintain solid, loyal and appropriate relationships with all its Stakeholders in order to guarantee their welfare and to increase over time their trust and loyalty towards the Company.

**By the term "Stakeholder" we mean anyone directly or indirectly involved in the activities of the Company or having an interest in the initiatives, actions, and decisions taken by the Company, both domestically and internationally, for example, Customers, Consumers, Suppliers, Consultants, Competitors, as well as financial and/or commercial Partners.**

It is fundamentally important for the company to have appropriate relationships with the above-mentioned individuals. **To ensure consistency and the continuity of our values, we require our Stakeholders to operate within the law and to always behave in accordance with the principles expressed in this Code of Conduct.**

Ortomad will only enter into relationships with those who meet the requirements of integrity, as well as personal and commercial reliability, and will reject any relationship with those involved in illegal or criminal activities.

### 8.1 RELATIONSHIP WITH CUSTOMERS

A key priority of the Company is achieving the satisfaction of its Customers, that is of those who benefit, in any way, from our products.

**We are committed to respecting the right of our Customers not to receive sub-standard products which may damage their health and physical wellbeing.**

Our Company aims to establish solid relationships with its customers based on acting correctly, professionally, helpfully and courteously.

**To this end, we prefer the use of clear, simple forms of communication providing truthful, accurate, and complete information in order to allow our Customers to make well-informed decisions.**

**We expect anyone working for Ortomad to abstain from circulating false or misleading information when selling or marketing our products.**

### 8.2 RELATIONSHIP WITH SUPPLIERS

Ortomad develops partnerships with Suppliers capable of meeting the needs of our Customers, operating in a way which respects both the individual and the environment.

For this reason, we are always looking for Suppliers and external Collaborators who operate with integrity, technical competence, and professionalism and are able to guarantee the highest quality standards.

The selection of Suppliers and drawing up of contractual agreements must comply with the principles of impartiality and equality as well as with the Company's internal procedures and rules governing the management of relationships with Suppliers or external Collaborators.

Selection processes must be carried out with transparency, according to objective, pre-determined criteria which take into account only the professionalism, competence, reliability, and cost-effectiveness of the Supplier in relation to the nature of the goods or services to be purchased.

**Under no circumstances will Ortomad maintain relationships with Suppliers or external Consultants implicated in illegal activities or in activities that contribute to infringing fundamental rights such as exploiting child labor, inequality or discriminatory practices.**

Ortomad will, in any case, ask Suppliers to adhere to the Company directives regarding specific issues, to the principles expressed in this Code of Conduct, as well as to the company's standards and policies, and will request, if necessary, adequate documentation.

### **8.3 RELATIONSHIP WITH COMPETITORS**

Ortomad provides its Customers with quality products at competitive prices, while respecting the rules that protect competition. Our Company recognizes the fundamental importance of a free and competitive market. Therefore, anyone operating in the name or on behalf of Ortomad must act with integrity and according to both domestic and EU principles and rules of competition.

Ortomad regards its competitors positively as they represent a point of comparison and an incentive to us to develop and progress in order to achieve the objectives of the Company, which constantly aims to offer the market more competitive products. The Company will not allow its staff to make any negative comments or statements about its competitors.

The Company's Executives, Employees, and Collaborators must abstain from undertaking any inappropriate commercial activity, or from having agreement or conversations with competitors concerning prices or discounts, sales areas or markets, with the aim of undermining the principles of free competition. We therefore condemn any form of participation in any initiative contrary to the current legislation governing free competition, antitrust or monopoly, and we consider that each enterprise must be able to access the market and to compete on an equal footing.

Ortomad recognizes the importance of intellectual property and respects and protects the content of every form of intellectual property, whether its own or that of others, regarding copyrights, patents, brands, trade secrets or other accessible intangible assets.

We condemn any activity aimed at distributing products which are not genuine or are of poor quality or products which display counterfeit or fake labels intended to mislead the consumer about the origin of the product.

### **8.4 PREVENTION OF ILLEGAL BUSINESS PRACTICES**

Ortomad will undertake all the necessary steps to prevent and avoid illegal commercial operations such as, for example, corruption, extortion or money laundering from illicit or criminal activities.

Our Suppliers and Trade Partners should not, in any way or under any circumstances, be implicated in these crimes. Ortomad therefore can, prior to establishing new relationships or drawing up new contracts with third parties, request adequate documentation in order to verify the reputation of the party in question.

Any commercial operations and transactions shall be authorized and correctly registered by the Company's accounts department according to the criteria stated in the industry's regulations and in accordance with company rules.

The recipients of this Code are asked to contribute towards this so that all of our business transactions can be tracked and authenticated and so that all management data is correctly and promptly recorded in the annual balance sheet on the basis of true, accurate, complete and verifiable information.

### **8.5 RELATIONSHIP WITH PUBLIC INSTITUTIONS**

Every Director or Employee, regardless of their role or responsibility within the Company, as well as every collaborator or consultant must comply with the regulations in force and abide by the general principles of correctness and integrity when working with the following: national, European and international public institutions, public officials or entities, representatives, as well as those in charge of public functions or services, public institutions, public administrations, public and financial bodies, local, national or international public organizations.

# 9. Implementation and verification of the code of conduct

## 9.1 CONTRACTUAL OBLIGATIONS

Ortomad requires the recipients of this Code of Conduct to work together in order to ensure that the above-mentioned principles are observed and respected by everyone and will not tolerate any commissive or omissive behavior that is contrary to our values, even if the individual is convinced that he/she is acting in the interests of the Company.

The Company Directors should be inspired by the principles of the Code of Conduct when establishing our corporate objectives. Members of the Supervisory Bodies will ensure that the contents of the Code of Conduct are respected and observed as they carry out their duties.

The Company Managers should take the Code into consideration when they propose and implement the Company's plans, activities and investments, putting into practice the above-mentioned principles and contents. Those in managerial positions in the Company (senior management) are expected to set an example to their staff and encourage them to observe the Code.

**Compliance with the rules laid down in the Code is a key contractual obligation for all members of Staff under the terms of Art. 2104 of the Italian Civil Code.** Therefore, their actions and behavior must comply with the principles and commitments set out in this Code of Conduct.

Corporate Representatives must liaise with those tasked with identifying any breaches of the Code, and with ensuring that their colleagues are aware of the existence of the Code and should seek further clarification from their manager or inform their manager of any inappropriate behavior.

## 9.2 INFORMING STAFF ABOUT THE CODE OF CONDUCT

In order to ensure that staff respect and put the values of the Code into practice, Ortomad will do its utmost to make sure that everyone is fully aware of the Code using suitable channels of communication when the opportunity arises.

Ortomad will regularly put effective measures in place so that every part of the organization is fully aware of the va-

lues of the Code and will make sure that everyone receives a copy of the Code.

In their business dealings staff should be aware of the Code of Conduct and adhere to its terms. To this end, when assigning responsibilities and negotiating agreements with third parties staff should refer to the clauses and/or statements both to confirm their adherence to the Code and to apply sanctions in the event of a breach.

## 9.3 MONITORING THE CODE OF CONDUCT AND DISCIPLINARY PROCEDURES

Ortomad undertakes to ensure that the principles and behavioral rules of this Code are observed. With this in mind we have established disciplinary procedures and sanctions which will be applied in the case of any breach.

These procedures are governed by disciplinary guidelines and/or organizational inspection models intended to ensure that the Company attains the highest standards of organization, efficiency and quality.

**In the event of any infringement of the principles contained in this Code, the Company has designated departments in charge of assessing what steps need to be taken, including those of a disciplinary nature or other sanctions, towards individuals who have contravened the terms of the Code of Conduct..**

The following sanctions, which might also include demands for compensation for any damages sustained by the company, shall be applied:

- a) against employees, in accordance with the provisions of the labor laws and the moral obligations of workers in the performance of their duties;
- b) against executives, in accordance with the specific provisions of the labor laws;
- c) against directors, who would be suspended or relieved of their roles;

- d) against external collaborators and third parties, whose contracts might be terminated.

In the event of taking disciplinary procedures and/or sanctions, all information and data must remain confidential, unless there are any legal requirements or specific provisions to the contrary provided for by current legislation.

#### **9.4 APPROVAL OF THE CODE OF CONDUCT AND FUTURE AMENDMENTS**

This code of conduct has been approved by Ortomad's Board of Directors, and circulated to every company within the Group. Now that it has been circulated throughout the Group, it should be considered that the Code of Conduct applies to every company controlled by the Group.

The company is committed to regularly developing and updating this Code of Conduct, in order to keep it in line with future legislation that is relevant to the Code itself.

All future modifications and/or updates will be approved by the Board and circulated to all relevant personnel.



**Ortomad**  
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