



Ars Medica S.p.A.

CODE OF ETHICAL CONDUCT

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1. INTRODUCTION

Ars Medica S.p.A. (hereinafter referred to as "Ars Medica") is a multi-specialty healthcare facility that, in compliance with national and regional regulations and the directives of the Lazio Region, provides acute care services through both inpatient hospitalization and day hospital programs. The facility has 61 beds and boasts highly skilled medical and surgical professionals who are dedicated to ensuring patient health and meeting clinical and care-related needs.

Additionally, Ars Medica operates under an accredited outpatient system with the Lazio Regional Health Service (S.S.R.) for clinical and microbiological laboratory analyses, dialysis, nuclear medicine, and radiology services.

The company is managed and coordinated by CAT HOLDING S.p.A.

Ars Medica is committed to maintaining integrity and transparency in the provision of healthcare services, safeguarding its reputation and image, meeting the expectations of its shareholders, and ensuring the well-being of its employees and collaborators.

The company strives to provide the highest standards of diagnosis and treatment, ensuring appropriateness, timeliness, effectiveness, consistency, and continuity of care, while guaranteeing patients comprehensive information regarding the treatments adopted.

The guiding principles of the **Code of Ethics** are outlined in this document.

Ars Medica encourages the voluntary adherence to and dissemination of this Code while mandating compliance and application by all individuals acting on behalf of the company or interacting with it. Disciplinary and/or contractual sanctions will be enforced in the event of any violations.

The **Code of Ethics** undergoes continuous improvement based on:

- Significant changes in the company's structure, organization, or infrastructure.
- Major regulatory developments.
- Changes in the company's risk profile.
- The occurrence of incidents or non-compliance resulting from actual or potential violations of the Code.

Revisions to the **Code of Ethics** are subject to approval by the Administrative Body.

2. GENERAL PRINCIPLES

2.1. GENERAL ETHICAL PRINCIPLES

In the provision of healthcare services, Ars Medica adheres to the following ethical principles, which all individuals involved in its activities are expected to observe.

Ars Medica conducts its operations in strict compliance with European, national, and international regulations, firmly rejecting corruption and any unlawful practices. Any conduct that violates applicable laws, this **Code of Ethics**, or regional regulations—whether undertaken by the company's governing bodies, management, employees, or collaborators in the execution of their duties—will not be tolerated or justified, even if carried out in pursuit of the company's interests or advantages. Violations will result in disciplinary measures.

Ars Medica considers diligence, competence, professionalism, and efficiency fundamental to the performance of its employees and collaborators, ensuring the highest quality of service for its patients. Impartiality is regarded as a core value in both internal and external relationships, and the company upholds the protection of individuals, their values, and their rights, including the right to health.

Ars Medica recognizes its corporate image and reputation as collective assets that must be protected and enhanced through the broad dissemination, adoption, and compliance with the ethical principles outlined in this Code.

All individuals acting on behalf of, working with, or collaborating with Ars Medica are required to conduct themselves—and ensure that their colleagues and interlocutors conduct themselves—with absolute honesty, integrity, fairness, diligence, and good faith. In addition, they must uphold the ethical obligations and professional standards dictated by their field, as well as those principles deemed necessary in light of the company's mission and objectives.

Under no circumstances can the belief that one is acting in the best interest of Ars Medica justify conduct that contradicts the principles set forth in this **Code of Ethics**.

2.2. RECIPIENTS OF THE CODE OF ETHICS

The provisions of this **Code of Ethics** apply without exception to all Ars Medica employees, as well as to all individuals who, directly or indirectly, on a permanent or temporary basis, establish relationships or collaborations with the company in any capacity, contributing to its operations and objectives.

The principles of the **Code of Ethics** must guide the Sole Administrator and all members of the management team in every decision and action related to corporate governance. Likewise,

executives must apply these principles in their leadership roles, serving as role models for employees and collaborators.

Each department head:

- Serves as an example of ethical conduct for their team.
- Promotes adherence to the **Code of Ethics** among all “Recipients.”
- Ensures that all “Recipients” understand that compliance with the **Code** is an essential component of workplace quality and professional responsibility.
- Takes immediate corrective action when necessary.
- Works proactively to prevent any behavior that may violate applicable laws, this **Code of Ethics**, or internal policies, within the limits of their responsibilities and authority.

Continuous awareness and training programs on the **Code of Ethics** are implemented across all levels of corporate communication.

2.3. OBLIGATIONS OF RECIPIENTS

All actions, operations, negotiations, and general conduct of the “Recipients” of this **Code of Ethics** in their professional activities must be guided by the principles of honesty, fairness, integrity, transparency, legality, clarity, and mutual respect. “Recipients” must actively cooperate with internal and external audit activities, adhering to applicable laws and internal procedures.

All activities must be carried out with commitment and professional rigor. Each “Recipient” must contribute in a manner consistent with their assigned responsibilities and act in ways that protect the prestige and reputation of both the company and the Lazio Region’s healthcare system.

Ars Medica employees must not only fulfill their general duties of loyalty, integrity, and good faith in executing their employment contracts but must also refrain from engaging in any activities that compete with the company. They are expected to comply with corporate policies and adhere strictly to the principles set forth in this **Code of Ethics**.

“Recipients” must avoid situations or activities that could create conflicts of interest with Ars Medica or compromise their ability to make impartial decisions in the company’s best interest. Any potential or actual conflict of interest must be promptly reported to a superior or the designated compliance officer.

Employees and all individuals collaborating with Ars Medica must align their conduct with the provisions and principles of this **Code of Ethics**, refraining from any actions that contradict its guidelines. In particular, the **Code of Ethics** must be followed not only as a set of explicit rules but also as a framework for ethical corporate behavior.

To protect the image and reputation of Ars Medica, interactions with external parties must always be characterized by:

- Full transparency and fairness.
- Compliance with the law, especially regarding offenses against Public Administration.
- Independence from any form of internal or external influence.

2.4. ACCREDITATION RELATIONSHIP WITH THE NATIONAL HEALTH SERVICE

Ars Medica recognizes the crucial social role of its healthcare services for the community. The company provides accredited outpatient services, including chemical-clinical, microbiological, and radioimmunological (RIA) analyses, dialysis, nuclear medicine, and radiology, under agreement with the regional health service.

It operates in accordance with the terms of its contract with the Lazio Region, ensuring that patients can fully and consistently exercise their right to choose safe and high-quality healthcare services. Given the public importance of its services, Ars Medica is committed to enhancing its reputation as a healthcare provider dedicated to patient well-being.

2.5. CONTRACTUAL VALUE OF THE CODE OF ETHICS

Compliance with the rules and provisions of this **Code of Ethics** is an integral and essential part of the contractual obligations arising from employment relationships for staff members, as well as from contractual agreements for non-employee collaborators.

3. Violations of these rules will be considered breaches of contractual obligations, with all the legal and contractual consequences that follow.

3. PRINCIPLES IN RELATIONS WITH THIRD PARTIES

3.1. GENERAL PRINCIPLES In its relations with third parties, Ars Medica is guided by principles of loyalty, fairness, transparency, and efficiency. Employees and external collaborators must adopt correct behaviors in all business dealings related to the company and in relations with Public Administration. All practices involving corruption, fraud, deceit, illegal favors, collusion, or solicitations (directly or through third parties) for personal or career advantages—whether for oneself or others—are strictly prohibited.

Ars Medica is committed to defining specific, transparent, documented, and traceable methods for managing incoming and outgoing financial resources to prevent the commission of crimes. Additionally, Ars Medica ensures the proper filing of accounting and tax documentation in compliance with applicable regulations.

3.2. RELATIONS WITH USERS The facility and all its collaborators must strive for the utmost satisfaction of users, providing truthful and comprehensive information about adopted clinical care protocols and the services offered. This allows users to make informed decisions (known as "informed consent for treatment"). A patient's consent to undergo a specific medical treatment is a fundamental prerequisite for establishing the professional relationship, as guaranteed by constitutional principles and ethical standards in the doctor-patient relationship.

Once users have fully evaluated the diagnosis, proposed treatment, the purpose of the treatment, possible alternatives, and potential risks, they are in a position to decide freely whether to undergo the medical treatment by expressing their consent.

To ensure informed consent, Ars Medica commits to:

- Providing the patient (or their family member/guardian/legal representative) with the most appropriate information regarding the diagnosis, prognosis, possible alternatives, and the likely consequences of their choices.
- Not using deceptive or untruthful persuasion techniques, whether scientific or otherwise.
- Ensuring adequate and complete information for foreign users, where necessary, with the use of interpreters with appropriate linguistic skills.
- Prohibiting any behavior by staff that may result in discrimination or preferential treatment in the delivery of healthcare services.

To foster better relationships with users, Ars Medica also commits to periodically verifying the proper conduct of staff involved in public relations.

3.3. RELATIONS WITH EMPLOYEES AND DOCTORS Ars Medica ensures broad dissemination of the Ethical Code among doctors and employees. The company adheres to impartiality, autonomy, and independent judgment in the selection of doctors and employees, fully respecting current regulations and internal procedures.

Ars Medica requires its doctors and employees to be familiar with and observe the Ethical Code and, to the extent possible, to promote awareness of it among newly hired employees and any third parties interacting with the company for their roles.

Doctors and employees are obligated to:

- Refrain from behaviors contrary to the Ethical Code and demand compliance with it.
- Consult their superiors or designated functions for clarification on how to apply the code.
- Report promptly to their superiors or the appropriate functions:

1. Any information, whether firsthand or reported by others, regarding potential violations of the Ethical Code.
 2. Any requests to violate the code.
- Cooperate in verifying potential violations with the relevant departments.

Employees may not conduct personal investigations or share information with others except their superiors or the relevant functions.

Employees must report any violations of the Ethical Code they become aware of to the Sole Director. For this purpose, the Supervisory Body (OdV) has an email inbox for receiving reports: odv@clinciaarsmedica.it.

Reports can also be sent to the OdV at the following address: Via Cesare Ferrero di Cambiano, n.29, 00191 Rome.

Any unfounded or bad-faith reports made with the intent of harming colleagues and/or collaborators will be considered a violation and subject to disciplinary action.

Ars Medica places the utmost emphasis on valuing human resources. The company considers merit, professional competence, honesty, and integrity as the primary criteria for any decision regarding employees' careers and other related matters.

Employees are required to conduct themselves with constant respect for the rights and personalities of colleagues, collaborators, and third parties, regardless of their hierarchical position within the company.

Employees and collaborators must use company assets properly, preserving the value of the company's property. Ars Medica recognizes and respects the right of doctors and employees to engage in investments, business, or other activities outside of their work for the company, provided these activities are legal and/or consistent with the relevant sector collective bargaining agreements, as well as compatible with the duties of their employment. Employees must, however, avoid any situation or activity that could conflict with the company's interests or interfere with their ability to make impartial decisions in the best interests of Ars Medica and in full compliance with the Ethical Code.

Any situation that could constitute or lead to a conflict of interest must be promptly reported to the superior or the designated function. In particular, doctors and employees are required to avoid conflicts of interest between their personal and family economic activities and the duties they perform for the company. They must focus on maintaining their professional competencies,

growing professionally, and fostering the professional development of their collaborators. They must contribute to achieving and maintaining the high standards of Ars Medica in delivering healthcare services through ongoing professional commitment and personal conduct. Employees must independently stay updated on relevant legislation and comply with the ethical standards set out in applicable professional codes of conduct.

In particular, employees, collaborators, and doctors are prohibited from:

- Using persuasion techniques—scientific or otherwise—that are misleading or untruthful.
- Providing unnecessary services or falsely claiming services were rendered.
- Coding services with incorrect codes that do not correspond to actual services provided.
- Duplicating billing for the same service or failing to issue credit notes when services that were incorrectly or inappropriately billed are canceled.
- Engaging in behavior that interferes with the proper management of waiting lists.
- Altering or tampering with medical documentation (e.g., reports, medical records, dialysis records) in any way.
- Using company-developed projects, systems, procedures, methodologies, relationships, or any inventions or activities owned by the company for personal purposes.

3.4. RELATIONSHIPS WITH COLLABORATORS AND CONSULTANTS

Ars Medica carries out the identification and selection of collaborators and consultants with absolute impartiality, autonomy, and independence of judgment. The provisions stated in the previous section for employees also apply to external collaborators and consultants, within the context of their relationship with the organization. Behaviors contrary to the principles outlined in the Ethical Code may be regarded as serious breaches of the duties of fairness and good faith in contract execution, potentially damaging the fiduciary relationship and justifying the termination of contractual relationships.

In the absence of an explicit commitment to comply with the Organizational Model and the Ethical Code, Ars Medica will not conclude, continue, or renew its relationship with the third party. It is stipulated that the terms of engagement and/or contractual agreements will include specific clauses confirming the third party's obligation to fully comply with the Organizational Model and the Ethical Code, and provide for, in case of violation, a formal warning to adhere to the Organizational Model and the Ethical Code or the termination of the contractual relationship.

Employees and collaborators involved in the signing of contracts of any nature or the assignment of professional duties must conduct their activities in the pursuit of the greatest advantage for the organization, in line with the principles and criteria that guarantee the selection of contractors, adhering to principles of transparency and impartiality.

3.5. RELATIONSHIPS WITH SUPPLIERS

In the conduct of its activities and in managing relationships with suppliers, Ars Medica strictly adheres to legal regulations, the principles of this Code, existing contracts, and internal procedures.

Employees involved in supplier relationships and service providers must select them and manage such relationships based on impartiality and fairness, avoiding any potential conflict of interest, and promptly reporting any such situations to the responsible person.

In procurement, supply, and general provision of goods and/or services, the recipients of this Code's rules are required to:

Follow internal procedures outlined by the Quality Management System certified under UNI EN ISO 9001:2015 for selecting and managing relationships with suppliers;

Allow any supplier meeting the required qualifications the opportunity to compete for contracts, adopting objective, transparent, and declared selection criteria;

Maintain open communication with suppliers in line with good commercial practices, free from personal obligations;

Not accept goods or services from external or internal parties in exchange for confidential information or actions intended to favor such parties, even if there is no direct impact on the organization;

Immediately report any attempts or cases of unjustified alteration of normal commercial relationships to the General Manager of Ars Medica, the Ethical Code Officer, and the Supervisory Body.

Suppliers must fully comply with the Organizational Model and the Ethical Code. Therefore, it is mandatory to include in contractual agreements specific clauses confirming the third party's obligation to comply with the Organizational Model and the Ethical Code, with provisions for violation, including a warning to adhere to the Organizational Model and the Ethical Code or the termination of the contractual relationship.

Commercial courtesy gestures, such as gifts or hospitality, are permitted only if of modest value (below approximately €100) and do not compromise the integrity or independence of judgment of either party or seem aimed at obtaining improper advantages. In any case, such expenses must always be authorized by the respective manager and adequately documented. Similarly, social bodies, management, employees, external collaborators, and particularly those in public functions or services are prohibited from receiving or requesting gifts or preferential treatment outside of normal courteous relations.

In such cases, it is mandatory to formally report the situation to the responsible manager.

For certain types of goods/services, in addition to the usual selection criteria, the existence of adequate quality systems must also be considered.

3.6. RELATIONSHIPS WITH OTHER PROVIDERS

The organization strictly complies with the regulations concerning competition and refrains from engaging in deceptive, collusive behaviors, or any other actions that may be considered unfair competition.

3.7. RELATIONSHIPS WITH PUBLIC ADMINISTRATION

For the purposes of the Ethical Code of Conduct, "Public Administration" refers to any authority, body, or entity entrusted with public interests, including, by way of example and not limited to: a) public institutions, central or local (Ministries, Local Health Authorities, Regions, Provinces, Municipalities, police authorities, Revenue Agency, Guardia di Finanza, INPS, INAIL), European and international, responsible for pursuing public welfare using legal means, including regulatory and independent authorities; b) public officials, regardless of whether they are employed by the state or another public entity, who perform legislative, administrative, or judicial public functions; c) those in charge of public services or public functions that perform activities of public interest, including private partners holding public service concessions.

Additionally, "Public Administration" includes any private entity performing a public function safeguarding general interests, any government entity (domestic or foreign), independent administrative agencies (domestic or foreign), any European Union body, as well as

representatives, executives, officials, and employees of these entities and all those recognized as “public officials” or “those charged with public service.”

Relationships with any public entity, whether domestic or foreign, must be conducted in compliance with the laws, regulations, and the principles of ethics, fairness, transparency, professionalism, verifiability, and the provisions of the Ethical Code of Conduct.

Negotiations, commitments, and the execution of any type of relationship with Public Administration entities, organizations conducting public utility or interest activities, or otherwise involving public functions, are reserved exclusively for the designated and/or authorized company departments.

In dealings with the Public Administration, Ars Medica, and any employee, collaborator, or consultant, must not seek to improperly influence the decisions of the relevant institution in order to obtain its exercise of power or actions that are non-compliant or contrary to official duties, particularly through the offering or promising of gifts, money, favors, or benefits, directly or indirectly.

Ars Medica condemns any form of corruption, extortion, undue inducement to provide or promise benefits, or conflicts of interest. Corruption practices, unlawful favors, collusive behaviors, solicitations (directly or via third parties), and seeking personal or career advantages for oneself or others are strictly prohibited. Specifically, the following are expressly forbidden:

(a) the establishment of personal favor-based relationships, improper influence, or undue interference that may directly or indirectly affect Public Administration decisions or the proper conduct of business; (b) any conduct aimed at generating employment opportunities, collaborations, commercial possibilities, or activities that could personally benefit or indirectly advantage Public Administration representatives, both domestically and abroad; (c) the offering or promising of money, goods, or benefits (in any form or manner) to Public Administration representatives, officials, employees, or their relatives, either directly or indirectly, unless they are gifts of modest value, appropriate, in line with social and legal norms, and not perceived as attempts to obtain favors; (d) accepting offers or promises of money, goods, or benefits to promote or favor third-party interests in dealings with the Public Administration; (e) offering or accepting any object, service, performance, or favor of value to secure or grant preferential treatment in any relationship with Public Administration interlocutors; (f) actions aimed at soliciting or obtaining confidential information from Public Administration representatives beyond what is legally allowed; (g) offering or promising to provide benefits to a public official or person in public service to secure actions in favor of the organization.

Regarding the allocation of public funds:

- (a) it is prohibited to use or submit false or misleading documents or statements to obtain public funds, grants, or financial assistance from the state, public entities, or the European Union; (b) it is
- (b)
- (c) explicitly forbidden to use such funds, grants, or assistance for purposes other than those for which they were granted.

Regarding participation in tenders for funding, it is essential to:

(a) operate in accordance with the principles of fairness, transparency, and good faith; (b) assess the appropriateness and feasibility of the required services when reviewing tender documents; (c) maintain clear and proper relations with Public Administration officials involved.

In the event of funding award:

(a) ensure the clear and correct execution of tender obligations; (b) fulfill contractual obligations diligently and punctually, including to third parties.

When handling inspections and checks by Public Administration officials, it is vital to:

(a) clearly define authorized contacts; (b) maintain full traceability and documentation of activities performed during inspections; (c) provide continuous updates to the Supervisory Body.

Any operation carried out on behalf of the National Health Service (SSN), particularly concerning agreements/contracts for accredited health services, must be legitimate, appropriate, and properly documented to ensure continuous monitoring of characteristics and justifications, and to identify those who authorized, carried out, recorded, and verified the operation.

Any employee or collaborator receiving instructions to act contrary to these terms must immediately report them to the Sole Administrator and, if established, to the Supervisory Body, pending suspension of all relations.

Ars Medica guarantees full transparency and comprehensive information when preparing communications, documents, and notices for the Public Administration.

Recipients must strictly refrain from presenting false or altered documents to Public Administration, withholding or omitting necessary documents or information, or engaging in conduct intended to mislead Public Administration, especially regarding hospitalization and outpatient procedures.

The Administrative Body may, when deemed appropriate, appoint authorized delegates to interact with other public administrations/entities on its behalf.

3.8 Relations with Entities and Associations

Abstention from Political Pressure: Ars Medica refrains from exerting any form of improper influence (whether direct or indirect) on political figures, while still maintaining the possibility of making legal financial contributions to political parties, in compliance with current legislation.

Support for Volunteer Associations: Ars Medica fosters socialization and recreational activities aimed at improving patients' quality of life, with the selfless and professional contribution of volunteers.

Contributions to Non-Profit Entities and Associations: Ars Medica may respond to requests for funding for non-profit projects.

Sponsorship Activities: Ars Medica sponsors events related to medicine, scientific research, social issues, the environment, sports, entertainment, and the arts, ensuring high-quality standards and avoiding any conflicts of interest.

3.9 Relations with Regulatory and Control Bodies

Collaboration with Regulatory Entities: Ars Medica collaborates fully with regulatory and oversight bodies, ensuring maximum transparency and promptness in providing any requested information. Procedures are in place to facilitate this collaboration.

3.10 Relations with Trade Unions

Union Relations: Ars Medica does not provide any contributions to trade unions, directly or indirectly, unless permitted by law. Relations with trade unions are based on principles of fairness and cooperation, in full compliance with applicable regulations.

3.11 Relations with the Mass Media

Corporate Communication: Official communications with the press and media must be made exclusively by authorized management, in accordance with the company's communication policies and regional regulations. Employees are prohibited from sharing company-related information on social media or other online platforms without prior authorization.

4. Environment, Health, and Safety

Commitment to Environmental and Health Protection: Ars Medica is dedicated to complying with environmental, health, and workplace safety regulations, aiming to protect both the environment and the well-being of its staff.

Safety Culture: The company promotes awareness of risks among employees and collaborators, encouraging responsible behavior in all matters related to health, safety, and environmental protection.

General Protective Measures:

- Risk assessment and mitigation.
- Preventive programming.
- Regular maintenance of environments, equipment, and facilities.
- Training, consultation, and active involvement of employees in health and safety matters at the workplace.

In general, Ars Medica's Code of Ethics emphasizes the importance of operating transparently, responsibly, and in compliance with applicable laws, with a particular focus on safeguarding health, safety, and the environment.

5. PRINCIPLES IN ACCOUNTING ACTIVITIES AND DATA MANAGEMENT

5.1. Accounting Records

Ars Medica adheres to the principles of accurate, complete, and transparent accounting, in accordance with the relevant legislative provisions, including criminal, civil, and tax regulations, as well as the current Accounting Principles defined by the appropriate professional committees.

In the process of accounting for the management activities of the organization, employees and collaborators are required to strictly follow the applicable laws and internal procedures to ensure that each transaction is not only correctly recorded, but also authorized, verifiable, and legitimate.

Employees and collaborators involved in preparing financial statements must act with integrity, transparency, and cooperation, in compliance with legal standards and internal company procedures, ensuring that the financial statements and other legal disclosures to shareholders or third parties provide a truthful and accurate reflection of the company's economic, financial, and asset situation.

Employees and collaborators are obligated to operate with transparency towards auditors and the Supervisory Body, providing the utmost cooperation in carrying out their verification and control activities.

For each transaction, proper supporting documentation is maintained to ensure:

Easy and accurate accounting registration.

Clear identification of responsibility levels.

Accurate reconstruction of the transaction, thus reducing the likelihood of interpretative errors.

Each record must exactly reflect the content of the supporting documentation.

It is the responsibility of each "Recipient" to ensure that the documentation is easily traceable and organized logically.

Ars Medica is committed to archiving mandatory accounting documents in compliance with the relevant regulations to allow for the traceability of all financial transactions and the reconstruction of such transactions "ex post".

Recipients who become aware of omissions, falsifications, or negligence in accounting or the supporting documentation underlying accounting records must promptly report the matter to their superior or the relevant department to initiate verification procedures by the control bodies.

5.2. Privacy Protection

The activities carried out by the organization require the continuous acquisition, storage, processing, communication, and dissemination of information, documents, and other data related to negotiations, administrative procedures, financial transactions, know-how (contracts, deeds, software), etc., including through IT or telematic systems.

The company's databases may contain, even in digital or telematic formats:

Personal and sensitive data protected by privacy regulations.

Data that, due to contractual agreements, cannot be disclosed externally.

Data whose improper or untimely disclosure could harm the company's interests.

All activities related to the processing of personal, sensitive, or confidential data, including through IT or telematic systems, must be managed in strict adherence to the current legal provisions (GDPR 679/2016 and Legislative Decree No. 101 of August 10, 2018, which adapts the personal data protection code (Legislative Decree 196/2003) to EU Regulation 679/16). It is the responsibility of each "Recipient" to ensure the confidentiality required by the nature of the information acquired in the course of their duties.

Ars Medica is committed to protecting the information of its employees and third parties generated or acquired internally or in business relationships, and to preventing any misuse of this information. Information, knowledge, and data acquired or processed by Recipients during their work or in the performance of their duties belong to the company and cannot be used, communicated, or disclosed without explicit authorization from the superior, the competent department, or the Sole Director.

Without prejudice to the prohibition of disclosing information related to the organization and the methods of service delivery or using such information in a way that could harm the company, each "Recipient" is required to:

Acquire and process only the data necessary and appropriate for performing their duties.

Acquire and process the data only within specific procedures.

Store the data in a manner that prevents unauthorized individuals from accessing it.

Communicate the data only within predefined procedures and/or with explicit authorization from higher positions or relevant departments, and only after ensuring the appropriateness of disclosing such data.

Ensure that there are no absolute or relative restrictions on the disclosure of information regarding third parties connected to the company by any type of relationship, and, if necessary, obtain their consent.

Associate the data in a way that any authorized individual accessing it can easily derive a clear, comprehensive, and truthful understanding of the information.

Regarding the relationship with users, please refer to section 3.2.

To ensure compliance with privacy regulations, all company operators must use IT and telematic tools correctly and lawfully, avoiding any use aimed at damaging the information, data, programs, or systems of others, or the interception, disruption, or unlawful interruption of others' electronic or telecommunication communications.

Access to systems and IT programs must respect the rights of third parties regarding these systems and programs, using procedures and access keys that have been legitimately acquired.

6. STAFF POLICIES

6.1. Human Resources Relations

Ars Medica recognizes the central role of human resources development, respecting their autonomy and the importance of their participation in the achievement of the company's mission.

Ars Medica reiterates its commitment to combating any form of discrimination in the workplace based on gender, nationality, religion, political opinions, union affiliations, personal beliefs, or economic conditions. Employees who believe they have been subjected to discrimination may report the incident to the Sole Director and/or their supervisor, who will proceed to verify any actual violation of the Code of Ethics. The company is committed to preserving the moral and physical integrity of its employees, doctors, collaborators, and consultants.

Human Resources staff responsible for establishing employment relationships must provide new hires with clear, correct, and precise information regarding:

The characteristics of the professional role and associated duties.

Legislative elements specifically related to the role and all relevant rules and procedures to mitigate potential risks associated with the duties.

Remuneration details.

Ars Medica promotes and supports the creation of a workplace free from any form of discrimination, ensuring the protection of its collaborators' moral integrity.

All employees and collaborators are eligible for consideration for new organizational roles solely based on the company's needs and merit-based criteria, without any arbitrary discrimination.

6.2. Workplace Harassment

While Ars Medica acknowledges the central importance of human resources development, the respect for their autonomy, and their role in advancing the company's mission, it also firmly reaffirms its commitment, in compliance with Article 25-terdecies of Legislative Decree 231/01 regarding Racism and Xenophobia, to combating all forms of discrimination in the workplace based on gender, nationality, religion, political opinions, union affiliations, personal beliefs, or economic conditions.

The company requires that no harassment occurs in internal or external work relationships. Harassment is defined as:

Creating an intimidating, hostile, or isolating work environment for individuals or groups of workers.

Unjustified interference with the performance of others' work.

Hindering others' career prospects for personal competitive reasons.

The company seeks to prevent, as far as possible, and actively addresses mobbing and all forms of personal harassment, including sexual harassment.

6.3. Abuse of Alcohol or Drugs

The company requires each “Recipient” to contribute personally to maintaining a work environment that is respectful of others’ sensitivities. It is strictly prohibited to:

- Perform work under the influence of alcohol, drugs, or any substance with similar effects.
- Consume or distribute drugs during working hours.

The company is committed to supporting social actions related to this matter, as provided by current legislation.

6.4. Smoking

In compliance with current regulations, smoking is prohibited in the workplace.

6.5. Use of Company Property

Every employee or collaborator must carefully and respectfully safeguard company property and avoid misuse of items provided for official duties. The use of company property and resources must align with the duties assigned.

Assets that are unsuitable for use, due to damage, lack of maintenance, or inability to guarantee safe use, must be identified and stored to prevent misuse. No employee or collaborator is authorized to override this policy, even if such action appears to be in the company’s interest.

Within the quality management system, the organization has developed PSQ 07 and PSQ 18 procedures for maintenance management and the management of electromechanical equipment.

All employees and collaborators must adhere to specific safety policies for managing and using assigned technological resources (desktop and portable computers, software, peripherals, email accounts, internet access, and external systems). No company operator is authorized to bypass these policies, even if such an action seems to benefit the company.

All informations residing in the company’s IT and telecommunication systems, including email, is the property of the company and must be used exclusively for business activities, within the guidelines and limits set by the company.

All company operators who use company IT systems in the performance of their duties, even to connect to external IT systems, must do so solely for professional purposes, strictly within the scope of their assigned duties. They must also adhere to the applicable information security regulations.

Within the quality management system, the organization has developed PSQ 16 for managing IT system procedures.

7. AUDITS

7.1. Internal Controls

“Recipients” must be aware that an Organization, Management, and Control Regulation has been adopted, structured into numerous specific and codified procedures, which are systematically and continuously updated to ensure compliance with current legislation and full effectiveness. They must also be aware of the contribution and significance this organizational, managerial, and control model provides in achieving the company’s strategic and operational goals, as well as in ensuring efficiency.

Internal controls refer to all the necessary or useful tools to direct, manage, and verify the activities of the organization in all its components, with the primary goal of ensuring compliance with laws and regional regulations, protecting company assets, efficiently delivering healthcare services, and providing accurate and complete financial and accounting data.

In this context, and in compliance with current regulations, this model must also protect the company from the risk of incurring "administrative liability for crime" and the resulting sanctions, in accordance with Legislative Decree 231/2001 and subsequent amendments.

The responsibility for creating an effective internal control system is shared at all operational levels. Consequently, all “Recipients,” within the scope of their duties, are responsible for defining, implementing, and ensuring the proper functioning of the controls within their assigned operational areas. Within their areas of competence, department heads are required to engage with the company’s control system and ensure that their collaborators are informed. Each operation and transaction must be properly recorded, authorized, verifiable, legitimate, consistent, and appropriate.

7.2. Registration of Operations

All services provided by Ars Medica must be properly recorded to ensure effective and concrete traceability, and the decision-making, authorization, and execution processes must be verifiable.

For each operation, there must be appropriate documentation to enable, at any time, controls that confirm the characteristics and reasons for the operation and identify who authorized, executed, recorded, and verified the operation. All documentation must be archived and preserved, particularly the mandatory fiscal and accounting documentation, which must be stored on physical or electronic media, as specifically provided by the relevant regulations.

7.3. Reporting and Duty to Communicate to the Administration of the Organization, or to the Supervisory Body

All recipients of the Code are required to promptly report to Ars Medica's Supervisory Body any behavior contrary to the provisions of the Code itself, the Organizational Model for crime prevention, national and regional laws, and internal procedures. The organization has established a dedicated communication channel for this purpose.

In accordance with Law No. 179 of November 30, 2017, regarding "whistleblowing," an email address (odv@clinicaarsmedica.it) has been set up for submitting reports.

Whistleblowers will be protected against any form of retaliation, discrimination, or penalization. The confidentiality of the whistleblower's identity will also be guaranteed, except as required by law and for the protection of the rights of the company or individuals who are falsely or maliciously accused. However, the criminal and disciplinary responsibility of the whistleblower remains unaffected in the case of slanderous and defamatory reports, pursuant to Article 2034 of the Civil Code and Articles 368 and 595 of the Penal Code.

8. CONSEQUENCES OF VIOLATING THE ETHICAL CODE

8.1. Supervisory Body

Ars Medica has committed to establishing, in accordance with Legislative Decree 231/2001 and subsequent amendments, a collegial Supervisory Body composed of three members, characterized

by autonomy and independence. Consequently, the body is endowed with independent and effective powers of initiative, inspection, and control. A specific "Internal Regulation for Operations" is being adopted for the Supervisory Body, which is periodically updated to ensure its current relevance, efficiency, and operational effectiveness.

The Supervisory Body must:

Oversee, among other things, the adherence to the Ethical Code, as well as the compliance with the Organization, Management, and Control Regulation, promptly reporting any violations of these to the Sole Director.

Ensure the widespread distribution of the Ethical Code and the Organization, Management, and Control Regulation through an adequate information and awareness plan aimed at promoting knowledge of the principles and rules contained within them.

Ensure the constant updating of the Ethical Code and the Organization, Management, and Control Regulation in relation to their practical effectiveness and changes in the company's needs and current regulations.

Conduct checks, including preventive ones, on any reports of violations of the Ethical Code and the Organization, Management, and Control Regulation, evaluating the facts and taking appropriate sanctioning measures in the event of a confirmed violation.

Protect against possible retaliation of any kind arising from reporting potential violations of the Ethical Code and the Organization, Management, and Control Regulation.

The information and reports received by the Supervisory Body and the structures it uses are considered confidential and cannot be disclosed except in cases provided for by applicable regulations in the course of operational activities.

8.2. Distribution of the Ethical Code

Ars Medica is committed to communicating the values and principles contained in this code to all recipients and ensuring its internal and external dissemination through:

Distribution to all members of the Corporate Bodies, doctors, collaborators, and employees.

Posting in an accessible location and publication on the company website.

Making it available to third-party recipients and any other stakeholders on the company's website.

All medical staff, employees, directors, consultants, and key suppliers must review the Code and commit to adhering to its provisions and rules.

In addition, the Supervisory Body organizes periodic training initiatives on the principles outlined in the Code.

8.3. CONSEQUENCES OF VIOLATING THE CODE FOR EMPLOYEES

Failure to comply with or violation of the rules of conduct outlined in the Ethical Code and the company's procedures by employees constitutes a breach of obligations arising from the employment relationship and a disciplinary offense. Regarding applicable sanctions, it is specified that they will be enforced in accordance with the currently applicable disciplinary system for the various professional categories at Ars Medica, and their application will respect the provisions established in the aforementioned regulations.

The sanctions applicable to employees are those expressly provided for in the relevant National Collective Labor Agreement (CCNL). These sanctions will be applied based on the significance of each specific case, with the severity of the sanction being proportional to the gravity of the violation. The management of disciplinary procedures and the imposition of sanctions remain the responsibility of the designated corporate functions.

8.4. CONSEQUENCES OF VIOLATING THE CODE FOR EXECUTIVES, DIRECTORS, AND AUDITORS

In the event of a violation by executives of internal procedures and the Ethical Code, the Administrative Body will evaluate the facts and behaviors and take appropriate actions against the responsible individuals, keeping in mind that such violations constitute a breach of obligations arising from the employment relationship. In case of violation of the Ethical Code by the Administrative Body and the Auditors, the Supervisory Body will inform the shareholders' meeting to decide on the appropriate procedures.

8.5. CONSEQUENCES OF VIOLATING THE CODE FOR COLLABORATORS, CONSULTANTS, AND OTHER THIRD PARTIES

Any actions taken by collaborators, consultants, or other third parties linked to Ars Medica by a non-employee contractual relationship, in violation of the provisions of the Ethical Code, may result, as provided in the specific clauses in the engagement letters, in the termination of the contractual relationship. This is without prejudice to any request for compensation if such behavior causes damage, even independently of the termination of the contractual relationship.