

CODE OF ETHICS

of Interlab S.r.l.

Approved by the Board of Directors on 26/03/2024

CODE OF ETHICS

Ed. E-01 of 26/03/2024

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¹ The term Corporate Governance refers to the structure (Shareholders' Meeting, Board of Directors, Board of Statutory Auditors and Independent Auditors) and the set of corporate rules and processes that, with utmost efficiency and operational effectiveness, are capable of ensuring that the Company implements strategies and achieves its objectives.

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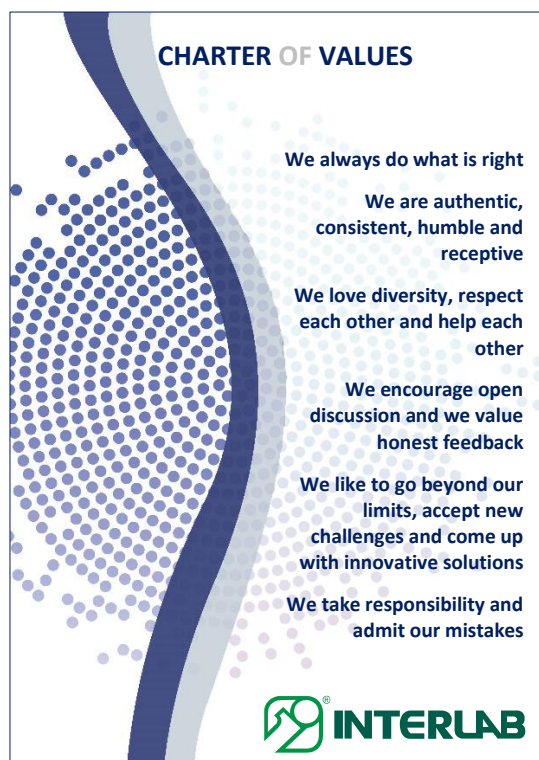
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1 - Company presentation

Our Mission

Interlab is committed to improving the health of people worldwide by providing innovative diagnostic solutions, services, and training.

Our Values



Our priorities

Interlab Srl (also referred to herein as "INTERLAB" or "the Company") is an Italian company which, as of 1 September 2016, became part of the French multinational group SEBIA SA following the acquisition of the entire share capital by Sebia Italia Srl and given the specific field in which it operates, it plays a fundamental role in providing a primary good, which is ensuring the health of citizens and improving the National Health System.

In this regard, the achievement of Interlab's strategic objectives is a fundamental prerequisite for establishing a relationship of trust with all stakeholders² and, in particular, with organisations working in the health field.

This awareness has led Interlab to come up with an ethical - behavioural tool, whose adoption shows interlocutors Interlab's desire to inspire its behaviours on principles of respect, seriousness, professionalism and ethics.

² The term "Stakeholders" refers to all those persons (individuals, groups, organisations e.g. customers, suppliers, shareholders, etc.) who have significant relations with the Company and whose interests are, for various reasons, involved in Interlab's business.

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The orientation towards the highest standards of ethics of conduct became even more significant after Legislative Decree 231 of 2001 was introduced into Italian law, which establishes the administrative liability of companies for any offences committed by their staff. In this context, attention to ethical aspects makes a significant contribution to the prevention of the offences covered by the aforementioned Decree and is an essential part of the implemented control system, including the establishment of a Supervisory Board, which is primarily responsible for checking the suitability of this document, company structures, procedures and policies, to make the principles established practical and effective.

This Code of Ethics identifies the ethical principles on which the Company intends to base its conduct and specifically regulates the conduct of its internal employees³ and external contractors by defining rules that need to be followed in order to adapt one's conduct to the identified ethical principles.

This document also incorporates the contents of the "Code of Ethics" drafted by the Trade Association of which Interlab is a member (Confindustria Dispositivi Medici), where its scope has been adapted to the company's specific characteristics.

Compliance with the provisions of the Code of Ethics must be considered an essential part of the obligations entered into with Interlab by all parties who cooperate with it, in any capacity.

³ "Internal employees" are all those who are members, including temporary members (e.g. through temporary or project contracts) of the Interlab organisation on the basis of an employment relationship.

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2 - Scope

The Code of Ethics has been drafted to establish a stable and specific framework of ethical principles that must form the essence of the corporate culture, as well as minimum standards of conduct for all parties who work with Interlab in activities related to the pursuit of the company's purpose.

All Interlab employees, Directors and all third parties who collaborate with it, either directly or indirectly, permanently or temporarily, are required to comply with the following ethical principles and rules of conduct. All of these parties are generally defined as "*Recipients*" of this document.

Violation of the ethical principles and rules of conduct listed below may result in application of the rules set out in the Disciplinary System adopted by Interlab.

In addition, Interlab has adopted a policy governing the implementation of the Code of Ethics within the contractual regulation of relations with the Company. The objective of this corporate policy is to ensure that all counterparties are informed of the existence of this Code of Ethics and expressly assume their obligation to comply with it.

To this end, contracts entered into by Interlab contain a clause endorsing the principles and rules of this code, express acceptance of which is a necessary condition for the conclusion of the agreement. If the provisions of the Company's Code of Ethics are not complied with, this clause provides for the application of the penalties set forth in Interlab's Disciplinary System.

3 - Responsibility for the Code of Ethics

All recipients of the Code of Ethics are required to know and comply with its principles and regulations, as well as any other provision dictated by applicable national or international laws and Interlab's internal policies and procedures.

The Company encourages all employees and contractors to speak up if they have any concerns about the compliance of their personal conduct or the conduct of others with the Code of Ethics; recipients should take steps to obtain the information or clarifications they need by contacting their manager or sending the relevant requests to the Supervisory Board.

If a mistake occurs, transparency and timeliness in communication will be the basis for remedying it in the best possible way.

People who witness conduct that does not uphold the principles and rules of conduct set out below have a duty to immediately report it to the Supervisory Board, which, in turn, has a duty to protect the anonymity of the whistleblower.

Interlab does not tolerate any form of retaliation against whistleblowers.

Any employee held accountable for retaliation may be subject to disciplinary action; if you believe that you have been subject to retaliation, you should contact the Supervisory Board.

Every recipient of the Code of Ethics has a duty to cooperate with verifications conducted by the relevant bodies, in order to ascertain that behaviours adopted comply with the established ethical principles.

Finally, the Directors have a duty to ensure that the Code of Ethics is fully disseminated and to raise awareness among employees and external contractors of compliance with its principles and rules through appropriate training.

Directors must provide guidance for the company's business by demonstrating full agreement with and respecting the company's values, so that they serve as an example to their own employees and external contractors.

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4 - Ethical principles and rules of conduct

Interlab asks all internal employees and external contractors to adopt, in all circumstances, ethical behaviour that is: oriented towards protecting the image of the Company, the sector and respecting the primary purpose represented by the good of patients and progress in their care and assistance.

Under no circumstances can the conviction to act in the interest or to the advantage of the company justify the adoption of conduct that is contrary to the ethical principles and rules of conduct indicated below.

4.1 - General Ethical Principles

a) Honesty, Integrity, Fairness

Honesty and Integrity in dealing with stakeholders must be the key principles that govern all Interlab's business initiatives. Interlab's success is based on the value of the technology it offers, its customer support services, aimed at their complete satisfaction, and the enthusiasm of the people who work with Interlab.

Therefore, the Company undertakes to provide high quality products and related services, in the interest of safety and well-being of citizens, and, in general, to conduct itself in accordance with the principles of honesty and integrity in all circumstances, as per the company regulations and the ethical and professional rules that specifically apply to the sectors of reference for any activity carried out on behalf of the Company.

In particular, when relations are established with the Public Administration, including through a contribution or in competition with third parties (e.g. Temporary Associations of Companies), Interlab recognises that more specific precautions should be taken.

To this end, the drafting of transparent and objective procedures and the regulation of the activities in which company processes are performed also offers an element of protection under the terms of Legislative Decree 231/2001.

Interlab also undertakes to respect third party rights in matters of copyright and, in any case, rejects every type of forgery and counterfeiting.

b) Confidentiality and Privacy Protection

Recipients must act with the utmost and necessary confidentiality regarding all information that comes to light with performing activities for the Company, including any information that could influence the financial markets.

Furthermore, with specific reference to personal data protection, data must be processed solely for the purposes related to professional activities, within the limits of the tasks received and, in any case, prohibiting disclosure to third parties without the explicit consent of the data subjects and without the Company's authorisation.

In this respect, internal employees and external contractors must not send confidential information to unauthorised persons, including friends and family members, and must not disclose any information on documents, *know-how*, research projects, business operations and, in general, all information gained as a result of their work duties or because they are in business relationships with Interlab.

c) Transparency

The recipients of this Code are required to provide timely, complete, transparent, accurate and relevant information, so that *stakeholders* establishing their relationships with the Company are able to make their own, informed decisions. Interlab rejects all deceptive attitudes used in its business activities and or are in any way related to its relationship with the Company.

d) Legality

Interlab undertakes to comply with all recognised national, EU and international laws, directives and practices.

Where required and necessary, the Company cooperates in the implementation of the Law and the punishment of offences, and rejects all attitudes that obstruct justice.

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The commitment to compliance with applicable legislation and collaboration with the Justice Department is also undertaken by all recipients of this document, who are Interlab's internal employees and external contractors: the Company will not enter into or continue any relationship with those who do not wish to uphold this principle.

e) Respect for human dignity and protection of individual personality

Interlab promotes and ensures a serene, inclusive and safe working environment. An environment in which everyone is treated with dignity and respect that, in addition to being the founding values of every community, are also crucial factors for business success.

For this reason, the Company does not tolerate any form of discrimination, harassment, retaliation, bullying or violence at work, even if done without awareness or intent to harm.

The Company requires everyone to work together to speak openly, with courage and the confidence that they will be heard, if harassment or threats of any kind are observed, including those suffered by others. This is a shared responsibility.

Interlab requires all parties that work with it, i.e. the recipients of this document, to respect the fundamental rights of individuals and the Company acts to protect the physical and moral integrity of individuals by guaranteeing equal opportunities and undertakes to share these same principles in its business activities and *primarily* among its employees, contractors, suppliers and partners.

Interlab renounces any discriminatory behaviour based on political, trade union, religious, racial, ethnic, national beliefs, age, gender, health condition and in any case any intimate characteristic of a person. The Company will not enter into or continue any relationship with those who do not wish to align themselves with this principle.

4.2 - Ethical principles in the context of corporate governance⁴

a) Transparency and traceability of operations and transactions

All Interlab operations and transactions must be lawful, properly authorized and recorded, verifiable, consistent and appropriate.

For each operation or transaction, adequate documentary evidence must be produced, so that controls can be conducted at any time to certify the characteristics and reasons thereof, in such a way that it is always possible to reconstruct the relevant decision-making and authorisation processes.

In addition, for each operation or transaction, preliminary assessments must be conducted by appropriate corporate figures to ensure that they are consistent with and abide by company policies and procedures, and also comply with the relevant legislation.

In order to prevent the occurrence of so-called corporate offences, as well as the use of resources for receiving and/or laundering money, all Directors and financial operators are required to comply with the principles of correctness, transparency, integrity, truthfulness and collaboration in the accounting and financial management of resources, in every area related to the supply and provision of such resources.

The same principles must be observed and upheld in the management of relations with the Authorities, Supervisory Bodies and Independent Auditors.

The Company renounces any other type of conduct.

Recipients are required to promptly notify the Supervisory Board of any conduct that violates the aforementioned principles, or any omission, falsification or negligence.

b) Corporate bodies

Interlab implements transparency procedures for the appointment of members of Corporate Bodies.

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The resolutions of these bodies must be adopted after the facts, the reasons and any implications are made know, in absolute autonomy and, in any case, solely for the purpose of enhancing the Company and pursuing its interest, in accordance with the principles of legality, transparency, independence of judgement and propriety. In particular, Directors and the Company's legal representatives are required to perform their duties with professionalism and seriousness, guaranteeing their presence and competence.

c) Internal Control

Internal Control is a process, managed and implemented by the Company's Directors, Managers and other employees, defined in order to provide reasonable certainty about the achievement of objectives, such as the effectiveness and efficiency of the Company's operations, the truthfulness of the information and compliance with applicable laws and regulations, as well as the containment of the risks of the Company's operations.

Every person who is part of Interlab's organisation is an integral part of its internal control system and has a duty to contribute, in the context of the functions and activities performed, to its proper functioning.

In addition, all Interlab employees are required to report any deficiencies encountered in the control system or any negligent or malicious conduct of which they become aware to their manager.

4.3 - Ethical Principles in Third Party Relations

Recipients are required to manage relations with the utmost transparency, fairness and impartiality, rejecting any form of impropriety and discrimination in relations with third parties, including suppliers and customers.

Persons acting on behalf of the Company must act courteously and openly, seeking to improve the quality of the services and products offered.

a) The fight against corruption

Interlab undertakes to implement all necessary measures to prevent and avoid corruption.

In this respect, and in view of the laws that prohibit or limit incentives aimed at influencing public officials or persons performing a public service, Interlab prohibits any form of gift, offer or promise intended to obtain favourable treatment or that in any case exceeds normal commercial practices or courtesy.

This prohibition also applies in the event of unlawful pressure to Interlab's internal employees and external contractors.

In particular, the Company does not tolerate any kind of corruption towards public officials, persons in charge of a public service, employees of private companies or any other third parties connected with them.

b) Combating conflicts of interest

Interlab employees and contractors must take all decisions in the interest of their own organisation and must avoid any conflict of interest between their personal or family economic activities and their duties.

Interlab undertakes to implement appropriate tools to prevent any conflicts of interest. In particular, the Company has tasked the Supervisory Board with the responsibility of identifying or receiving reports relating to any violation committed by internal employees and external contractors.

In turn, all internal employees and external contractors are required to promptly bring any conflicts of interest that have arisen to the attention of the Supervisory Board, including potential conflicts of interest, so that the appropriate assessments can be made.

c) Sustainable development and responsibility for the community

In its development programmes, Interlab takes into account the needs of the community where the company is established, in accordance with an approach that meets the principles of sustainable development.

Accordingly, the Company conducts its business through the use of the best available technologies, the promotion and development of activities aimed at enhancing natural resources and preserving the environment and in accordance with the laws and regulations on the protection of the environment.

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d) Rejection of all forms of terrorism and criminal association

Interlab rejects all forms of terrorism and intends to adopt, as part of its business activities, appropriate measures to prevent the danger of involvement in terrorist acts, in order to contribute to the affirmation of peace between peoples and democracy. To this end, the Company undertakes not to establish any employment or business relationship with persons, whether natural or legal persons, involved in acts of terrorism, nor to finance or otherwise facilitate any such activities.

Similarly, the Company rejects any type of conduct that the law punishes as an offence, including when committed in association with other persons; to this end, it undertakes to assess and obtain information on the persons with whom it intends to establish relations in its corporate activity.

The Company invites its employees, contractors and representatives to collaborate with the authorities in order to ensure compliance with applicable legislation.

e) Rejection of cybercrime

Interlab rejects all cybercrime and misuse of computer tools for illegal purposes. In order to prevent offences of this type, it has selected specialised professionals for the management of IT systems and requires employees and contractors to comply with appropriate regulations on the use of electronic tools, which in all cases are provided solely for activities related to work and company activities.

f) Competition

Interlab recognizes the value of competition and undertakes to conduct its business in accordance with other market operators.

Accordingly, Interlab takes all necessary actions to ensure that the Company is never involved in restrictive agreements or other conduct detrimental to competition.

g) Conduct in Supplier Relations

Interlab is committed to building ethical and transparent commercial relations with suppliers, avoiding misleading information and conduct that could unduly benefit others in positions of weakness or who have a lack of knowledge.

4.4 – Ethical principles in relations with the Public Administration

Relations with public institutions are managed only by internal employees and external contractors delegated to this effect. To this end, Interlab drafts specific documents to formalise the responsibilities and methods for interaction with the Public Administration, based on maximum transparency, guaranteeing adequate dissemination throughout the entire organisation.

Relationships with public officials or persons responsible for a public service, including through contributions or partnerships with third parties (e.g. Temporary Business Associations), must be undertaken and managed in strict accordance with applicable laws and regulations, the principles set out in the Code of Ethics and internal procedures, so as not to compromise the integrity and reputation of both parties. They must be as transparent as possible.

In particular, in any negotiation or relationship with the Public Administration, all internal employees and external contractors are strictly prohibited from improperly influencing the other party's decisions, for example by offering, promising or giving money or any other benefits, for the purpose of promoting or favouring the Company's interest, also as a result of unlawful pressure.

Interlab's operating procedures define the methods of documentation and the *reporting* obligations that must be observed by employees and contractors in cases where their activities involve significant contact with representatives of the public administration, so that, for each contact, adequate evidence of the related responsibilities and purposes exists.

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a) Conduct for participation in Tenders

In the specific case of the execution of a tender procedure with the Public Administration, Interlab undertakes to operate in accordance with the law and proper commercial practice and to establish relations with employees of the public administration in all cases characterised by the utmost transparency and propriety. Recipients are required to act in accordance with these same commitments.

For each operation or transaction, adequate documentary evidence must be produced, so that controls can be conducted at any time to certify the characteristics and reasons thereof, in such a way that it is always possible to reconstruct the relevant decision-making and authorisation processes.

4.5 – Ethical principles in relations with Healthcare Professionals

Interlab acknowledges that compliance with specific rules of conduct, the criteria of which are defined in company procedures, is essential in relations with healthcare professionals.

All Company personnel, both internal and external, are required to maintain and develop these relationships by always acting in good faith, with fairness and transparency, in accordance with the instructions given.

a) Training courses and refresher sessions

Interlab undertakes to provide education and training to Healthcare Professionals in the diagnostic systems marketed and installed, in order to:

- improve clinical skills
- allow broader access to new technologies and/or related services
- facilitate and enable the safe, effective and efficient use of diagnostic technology

b) Information events

Interlab may organise information events for Healthcare Professionals selected by their home institutions.

The venue and premises of the event are chosen based on scientific, logistical and organisational reasons, excluding purely tourist locations.

In the event that, given the characteristics and timing of the event, participants should be reimbursed for travel and/or overnight expenses, Interlab may reimburse such expenses within the limits of the reasonableness and functionality of the expenses for the purpose of the event, following the criteria defined in the Code of Ethics of Confindustria DM and incorporated into the Company's internal procedures.

No compensation can be paid for attending the information event.

c) Assignments, consultancy, scientific collaborations

As part of the ongoing search for improvement, Interlab may avail itself of the collaboration of Healthcare Professionals, to whom, in accordance with applicable legislation, it may:

- award consultancy mandates;
- commission scientific work (studies, research, trials);
- entrust the scientific content of information and training courses;
- request cooperation and exchange of resources in order to achieve common objectives.

Healthcare Professionals may, in good faith and in accordance with applicable legislation, provide free professional consultancy activities for Interlab and collaboration in research, development and use of products.

In accordance with Article 53 of Legislative Decree 165/2001 (paragraphs 6 and 7 bis) and Article 4 of Presidential Decree 62/2013, particular attention shall be paid in cases where the awarding of fees, except in the exceptions provided for in the aforementioned legislative provisions, is paid to certain categories of public entities and as a result of significant activities.

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The particular nature of the activity carried out and its importance in the field of healthcare require Interlab to identify the most suitable professionals for the purposes of assigning such activities. For this reason, the choice of consultants is based on their qualifications and experience.

If an employee or director of Interlab considers it appropriate to being a collaboration relationship with a Healthcare Professional who is employed by the public administration, they must firstly obtain the authorisation of their home institution and, once obtained, formalise the terms of the agreement in specific contracts or letters of appointment, in which the content and financial terms of the relationship are specified.

In any case, such agreements may only be entered into if a legitimate purpose for such services has been identified in advance.

The remuneration paid to Health Professionals who work with Interlab is always reasonable and calculated on the basis of the services provided.

d) Sponsoring meetings, congresses and training courses organised by third parties

Interlab may support conferences organised by independent, educational and scientific third parties, or by policy-makers that promote scientific knowledge, medical progress, and effective healthcare.

It is expressly prohibited to provide financial support directly to individual Healthcare Professionals in order to cover the costs of participation in educational activities organised by third parties. Such support may be paid, directly or through a third-party company that undertakes to comply with the provisions of this Code, to the healthcare professional's home institution or to the third party organising the event.

Individual Healthcare Professionals who may benefit from participation in the event due to the payment of membership fees sponsored by Interlab shall be chosen fully autonomously and independently by the promoting entity or the entity to which the Professional belongs.

Interlab shall have no involvement at all in the process of identifying healthcare professionals and shall not engage in conduct intended to reach agreements with the sponsor and/or their member with regard to the prior identification of the healthcare professional(s) to be supported at a given event.

Interlab shall enter into, directly or through a third-party company that undertakes to comply with the provisions of this Code, with the sponsor and/or member of the Healthcare Professional, a specific sponsorship contract in which the individual sponsorship rights purchased and the individual amounts paid in relation to each of them will be punctually and specifically identified.

e) Scholarships

In accordance with applicable regulations, Interlab may contribute to the professional development of healthcare professionals through the awarding of Scholarships.

Scholarships must be awarded on the basis of written agreements between Interlab and the requesting beneficiary healthcare organisation, specifying that the choice will be made by the latter on the basis of its own transparent and objective candidate assessment procedures and according to recognised scientific and training criteria.

Interlab will have no involvement at all in the process of selecting and evaluating candidates.

Scholarships may only be provided to the requesting beneficiary Healthcare Organisation, subject to an appropriate rotation criterion.

f) Donations

Interlab may make donations (including financial contributions) to support social, humanitarian, philanthropic, or charitable projects.

Donations shall be made only at the specific request of the beneficiary entity, and shall not entail any commercial interest, only for the benefit of organizations and entities that are entitled to receive them under applicable laws and regulations and after verification of the absence of any conflict of interest.

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Any donation to individuals is therefore prohibited.

All donations must be appropriately documented and assessed, in accordance with an appropriate rotation criterion.

g) Ethical Human Resource Principles – Discrimination and Harassment

Interlab considers attracting, retaining, and developing high-quality people to be a business priority.

In this respect, the Company adopts employee selection policies aimed at ensuring that the profiles of the acquired resources are aligned with the company's needs, avoiding favouritism and advantages of any kind.

The essential criteria for assessing employees are based on recognition of the results achieved, the professional potential and the skills offered by each person, without any discrimination regarding private life and personal opinions.

The Company has a central role in the development of human resources, respect for their autonomy and the importance of their participation in the pursuit of the *corporate mission*.

It reaffirms its commitment to comply with legislation on child labour, as well as to combat any type of discrimination in the workplace on the grounds of sex, nationality, religion, political, trade union and personal opinions, economic conditions, and also any irregularity in work, including in relation to the illegal access and employment of foreigners.

It rejects all types of harassment and conduct in violation of the aforementioned principles and, in any case, respect for people.

Personnel who believe that they have suffered discrimination or harassment may report the incident to the Supervisory Body, which will check whether or not the Code of Ethics has been violated.

5. Scientific Information

Scientific information disclosed by Interlab must be accurate, balanced, correct, objective, unambiguous, documented and capable of being documented. The information must be made available and disclosed in accordance with the relevant provisions.

6. Occupational Health and Safety

Interlab is committed to providing a work environment that protects the health and safety of its employees and external contractors.

All internal employees and external contractors must comply with internal rules and procedures on risk prevention and health and safety protection and promptly report any deficiencies or non-compliance with the applicable rules to their managers.

7 - Communication regarding the Code of Ethics

In order to ensure compliance with the rules and principles set out in this Code of Ethics, Interlab undertakes to disseminate it, to ensure that its content is correctly interpreted and to provide any possible means that facilitate its full application.

The importance and critical nature of the principles set out in the Code of Ethics require Interlab to take steps to ensure that anyone acting in its name and/or on its behalf has a clear understanding of the values recognised and expressly established herein. Therefore:

- Interlab will provide all its employees, both internal and external, with a copy of this Code and ensure that it is implemented by the parties indicated;
- Interlab undertakes to ensure that a copy of this Code is also sent to persons who, although not linked to the Company by any type of contractual relationship, engage in activities that involve them acting on behalf of the Company.

The existence of the rules of conduct laid down in this Code of Ethics must be brought to the attention of the opposite parties in business dealings.

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To this end, in contracts entered into after the adoption of the Code of Ethics, Interlab includes a clause whereby the Third Party Recipients are made aware of the existence of the Code of Ethics and undertake to comply, in relation to the activity requested of them, with the ethical principles with which Interlab complies. Any breach will, in fact, trigger the penalties set forth in the Disciplinary System relating to the Organisation, Management and Control Model pursuant to Legislative Decree 231/2001.

Finally, Interlab undertakes to ensure that information relating to the Code of Ethics is complete, timely, accurate, accessible and continuous, so that the recipients of information flows are fully aware of the principles and rules that they are required to observe.

The Code of Ethics is published on the company website at <https://www.interlab-srl.com/>

8 - Code of Ethics training

In order to ensure that all internal employees and external contractors understand the Code of Ethics correctly, Interlab prepares and implements training plans on the subject, differentiated according to the role and responsibility of the recipients, and ensures that training has been performed.

In addition, the company has established a special training programme for new recruits, which explains the contents of the Code of Ethics that must be observed to new recruits.

9 - Monitoring compliance with ethical principles

Interlab is committed to implementing effective monitoring mechanisms, in order to ensure compliance with the identified ethical principles.

In this respect, the Company has formally tasked the Supervisory Board with supervising and monitoring compliance with the Code of Ethics.

The Supervisory Board defines and implements a monitoring plan for compliance with the ethical principles laid down in the Code of Ethics by Interlab's internal employees and external contractors. In addition, the Supervisory Body is responsible for identifying or receiving and analysing all reports of conduct that are inconsistent with the principles and rules of conduct established in this Code of Ethics, and for promptly intervening when appropriate.