

Arsutoria School S.r.l.



Organization, Management and Control Model pursuant to
Legislative Decree n. 231/2001

Code of Ethics and Conduct

Version .01 - Adopted by the Board of Directors on February 18, 2016

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Definitions

Arsutoria or the School

Arsutoria is a private limited company based in Milan (MI), via Ippolito Nievo n. 33, with a fully paid-up share capital equal to Euro 25,000.00, registered in the Milan Business Register, Fiscal Code/VAT n. 07935430962.

Code of Ethical behavior and Conduct or Code

Set of principles contained in this document, to which the School and Recipients must conform their conduct.

Recipients

Parties for which the Code of Ethics and Conduct is intended, and more precisely:

1. members of the Board of Directors ("Directors");
2. employees of the School of any rank, qualification, level ("Employees");
3. consultants, agents, managers, partners, collaborators in general ("Collaborators");
4. parties who participate in the various educational and training activities carried out by the Society ("Students").

Decree

The Legislative Decree 231/01 as subsequently amended and supplemented.

Model

The Document, in accordance to articles 6 and 7 of the Decree, prepared by the School in order to prevent the commission of offenses covered by the Decree, of which the Code is an integral and substantial part.

Supervisory Body or SB

Body provided for in article 6, first paragraph, letter b) of the Decree, which must be appointed by the Board of Directors of the School in order to control the observance of the Model.

Public Administration

Set of authorities, bodies and individuals to which the judiciary institution entrusts the care of the public interests.

1. Foreword

1.1 Generalities

Arsutoria School s.r.l. (hereinafter "**Arsutoria**" or "**Society**" or "**School**") is an Italian school that offers specialization courses on design and pattern making in the world of shoes and bags. The School aims at teaching and training pattern makers whose techniques produce state-of-the-art products suited to guarantee the maximum quality possible, following the "Made in Italy" tradition. The School carries out its activity in Italy and also largely on foreign markets. The international appeal of Arsutoria is confirmed by its activity in numerous countries like, China, Colombia, India, Japan, Mexico, Singapore, Thailand and the United States.,

The School operates in a variegated context, also because it is projected into foreign markets. In fact, the rules on administrative liability of legal entities for crimes, like other rules applicable to economic professionals (like, for example, those on product safety and quality, on health protection at work, on environmental protection) tend to impose increasingly strict obligations to companies. It is precisely for this reason, and in the knowledge that the full compliance with legal rules and ethical principles is nowadays unavoidable in order to be able to keep on operating successfully and to favor the growth of economic operators, that the School considered it necessary and appropriate to adopt the Model, in accordance with articles 6 and 7 of the Decree.

The School believes that the adoption of the Model and of the Code of Ethics and Conduct should be meant as a further demonstration of its commitment to guarantee that the social activity is carried out in absolute compliance with all legal provisions and ethical principles. This commitment is testified also by the quality certification ISO 9001 that the School got on November 06, 2015.

The present Code of Ethics and Conduct summarizes - simply but completely - the values aimed at ensuring the good functioning and reliability of the School, protecting its reputation in front of the customers and all the parties involved in the activity of the School, like, for example, employees, collaborators, suppliers and, more generally, the community.

The School complies with the Code in proposing and realizing its projects, operations and investments, believing that the principles defined in it are useful to improve the company's assets and technologies, and the long-term well-being of the community and Recipients.

1.2 Principles that inspire the Code

All Schools activities must be carried out complying with the laws applicable from time to time, with due regard to the legitimate interests of customers, employees, associates, business and financial partners and the community.

Any action, operation, negotiation and, in general, conduct of the Recipients in the performance of their duties on behalf of the School must be inspired by fairness, integrity and legitimacy both formally and substantially, and by clarity and truthfulness in accounting records, in compliance with the applicable laws in force and internal procedures.

In particular, the social activity is marked by the following principles, of which the definition is provided:

- **Principle of legality**
Any transaction must comply with the applicable laws, rules, procedures and regulations, including the provisions of the Model.
- **Principle of separation**
The corporate functions and their related powers are separated so that no operator can have full control over an entire business process.
- **Principle of conformity to delegations**
Any act must be implemented by those who have the powers to do it: the authorization and signatory powers must be consistent with the organizational responsibilities entrusted.
- **Principle of reliability**
Any operation, transaction, action that implies a financial commitment for the School must be verifiable, documented, consistent and reasonable, and must be based on information as provable and complete as possible.
- **Principle of transparency**
Any business transaction must be meticulously documented, so that it can be subject to impartial analysis and verifications, with accurate identification of the parties and corporate functions involved.

1.3 Scope of the Code

The rules of the Code apply to all Recipients, each of which must actively contribute to its application and notify any deficiency. The School facilitates and promotes the knowledge of the Code on part of the Recipients, within their own area of expertise, and encourages their constructive contribution on its contents. In particular, the Code aims at giving to Employees a synthetic instrument designed to foster the understanding of the behaviors to adopt and to avoid in the performance of their duties.

Generally speaking, the Recipients, besides fulfilling the general duties of loyalty, fairness and good faith, must follow the provisions of the Model, whose observance will be expressly required in every single contractual relationship that binds each Recipient to the School.

Directors establish the corporate objectives taking inspiration from the principles and values indicated in the Code, taking on the related responsibilities both inside and outside the School.

Employees, Collaborators and Students abide by the principles and rules of the Code in performing their duties and tasks. Everyone must ensure the utmost care and rigor, provide skills and expertise adequate to the responsibilities assigned and act in such a way as to guarantee the prestige and image of the School.

Any behavior that violates the principles and rules of the Code is forbidden to the Recipients, even if justified by the belief to act in the interest of the School.

The School presides over the compliance with the Code, predisposing adequate information, prevention and control instruments and intervening, if it is the case, also with corrective actions. Each Recipient can directly contact SB for notifications concerning the compliance with the Code.

The behaviors in contrast with the letter and spirit of the Code can be sanctioned, as provided by the Model, by the applicable legislative and contractual provisions (individual and collective).

The Code is brought to the attention of all those having business relations with the School through the publication on School's website. In any case, it is made easily available for all Employees with the most appropriate means, also via computer.

2 Rules of behavior inside the School

2.1 Commitments of the School

In order to effectively achieve the purposes indicated in the Code, the School:

- ensures the diffusion of the Code among the Recipients;
- puts at disposals information and clarification tools about the interpretation and implementation of the rules contained in the Code;
- updates the Code to make it adequate to the evolution of the values and rules of reference as well as to any change in the organization and activity of the School;
- executes periodic checks on the compliance with the Code and, in any case, on any notice of violation;
- adopts adequate sanctions in case of violations;
- ensures immunity from retaliations to whoever notify violations of the Code, legal acts or other rules with which the School committed to comply through the implementation of the Model.

2.2 Obligations of all Employees, Collaborators and Students

Each Recipient must know the norms of the Code and the organizational procedures that regulate the activity linked to his function.

In particular, the Employees, Collaborators and Students must:

- abstain from behaviors contrary to the Code;
- turn to their hierarchic superior or to the Supervisory Body for clarifications on how the Code applies;
- promptly inform their hierarchic superior or the responsible of the corporate function involved and the Supervisory Body on any violation of the Code noticed directly and any request they have received to violate the Code;
- collaborate to the check of possible violations of the Code.

2.3 Further obligations for Directors and Employees with managing responsibilities (Managers and departmental managers)

Directors and Employees with managing responsibilities must:

- set with their behavior an example for their colleagues in the School;
- guide their direct Employees to the compliance with the Code and solicit suggestions about the application of its rules;

- operate in such a way that Employees, Collaborators and Students understand that the compliance with the Code is an essential part of the work quality.
- select, within their area of responsibilities, Employees and Collaborators, entrusting with mandates people who give full assurance of their commitment to comply with the Code;
- promptly inform the SB about observations and/or news heard directly about possible violations of the Code;
- adopt immediate corrective measures when required by the situation;
- prevent retaliations against those who notified violations of the Code.

2.4 Staff management

Human resources are an indispensable element for the existence and development of the School. The loyalty and professionalism of the Employees and Collaborators are decisive values and conditions to reach the objectives of the School.

The School offers job opportunities and professional growth to everyone, and hires following criteria of merit and ability, strictly professional anyhow, guaranteeing an equal treatment to all. The School protects the psychological and physical integrity of the worker and the respect of his personality, ensuring that he does not suffer illicit conditioning or undue discomfort or discrimination.

The relations among Employees and/or Collaborators and also the relationship with Students, at any level, must be characterized by fairness, collaboration, transparency, loyalty and mutual respect. Everyone must collaborate to maintain a climate of common respect for personal dignity, honor and reputation and must intervene to prevent offensive or abusive attitudes.

2.5 Harassment at work

Every Employee, Collaborator and/or Student has the right to work in an environment free from discriminations of race, religion, sex, ethnic origin, union or political membership or of any other nature.

The internal and external work relations must be marked by the utmost fairness and there shall no be any harassment, by which term is meant:

- intimidations, humiliations, menaces or other behavior apt to isolate or create damage to the psychological and physical well-being of individuals or groups;
- undue interferences in the work performed by others;
- the placing of obstacles in the way of the work prospects of others merely for reasons of personal competitiveness;
- subordinating activities and relevant behaviors for someone's working life to the acceptance of sexual attentions;
- any undesired act or behavior, also verbal, with a sexual connotation that offends the dignity and freedom of the person who suffers from it, i.e. that can cause retaliations or a climate of intimidation towards him.
- in general, the offensive conducts of sexual nature, as they are defined in the current legislation.

3. Rules of behavior outside the School

3.1 Generalities

The School, in managing its activity and business relations, takes inspiration from principles of legality, loyalty, fairness, transparency, efficiency and openness to the market.

Every business operation and transaction must be correctly registered, authorized, verifiable, legitimate, consistent and congruous.

The Recipients whose actions may somehow be referred to the School must have a fair behavior in the School's affairs and in the relations with the Public Administration, regardless of market competition and the importance of the negotiation. It is forbidden to offer money or gifts to managers, officers or employees of the public administration or their relatives, both Italian and foreigner, except in the case of gifts of modest value and in accordance with honest commercial practices.

Bribes, illegitimate favors and collusions that can integrate the commission of crimes are forbidden and can constitute a breach of the primary duties of the work or collaboration relation or a disciplinary offense and can entail consequences provided by the applicable law and contractual provisions, including termination of work and/or collaboration contract and can also imply compensation for damages caused to the School.

The financial resources and goods of the School shall not be used for practices that are illegal, unethical or of doubtful transparency. The School does not intend to gain advantages from illegal practices and illicit, monetary or any other kind of favor.

3.2 Third party obligations

The Recipients, within their competences, in their contacts with third parties must:

- adequately inform them about the commitments and obligations imposed by the Code;
- require to comply with the principles of the Code that refer directly to the activities carried out by third parties;
- adopt the correct internal and, if within their competence, external initiatives in case third parties fail to comply with those principles.

3.3 Non-competition obligation and regulation of conflicts of interest

The School recognizes and respects the right of the Recipient to participate in business or other activities outside those carried out in the interest of the School, with the condition that they are admitted by the law, do not have a negative impact on the professional activity carried out for the School and are compatible with the obligations taken.

According to article 2390 of the Civil Code, Directors can not become partners with unlimited liability in competing Schools.

According to article 2105 of the Civil Code, all Employees are forbidden to carry out activities that may result to be, even if only potentially and/or indirectly, in competition with those of the School.

Directors and Employees must pursue, in performing their activity, the objectives and general interests of the School. As a consequence, they do not carry out activities for which they (or their close relatives) are or could be holders of interests in conflict with those of the School or that can interfere with their ability to take impartial decisions in the best interest of the School and in compliance with the rules of the Code. In case it is not possible to avoid the conflict of interests, the Recipients that hold an interest in conflict must promptly inform the Directors and the SB.

In particular, according to article 2391 of the Civil Code the Directors must inform the other Directors of any interest that they have, on their own or for a third party, in a specific operation of the School; in case the person is the Chief Executive Officer, he has to abstain from making the operation, giving the responsibility to the Board of Directors.

For illustrative, yet incomplete purposes, the following situations cause conflicts of interest:

- economic and financial interests of the Employee (and/or of third parties to whom the Employee is connected by kinship, friendship or affinity) in activities of suppliers, costumers and competitors in conflict with the interests of the School, in the commercial transactions with the School and except on explicit authorization of the same;
- use of one's own position as Employee or of the information learned in performing one's competences and attributions to pursue personal and/or third parties' interests in conflict with the interests of the School;
- performance of work activities, of any kind, for costumers, suppliers, competitors, except those performed on behalf of the School or duly authorized by the School;
- accepting money, favors or utilities from people, companies or institutions that are or intend to be in business with the Schools, when this acceptance can be intended as an illicit instrument to alter the social will and with the exception of the cases of mere commercial courtesy.

3.4 Gifts or other utilities

In the performance of one's duty or in representing the School it is forbidden to give or offer, directly or indirectly, gifts, payments, material benefits or other utilities to costumers, suppliers, public officers or third parties in general.

Acts of commercial courtesy, like presents or forms of hospitality, are only allowed if of modest value, meant as a value not exceeding 100 Euros and if, in any case, do not compromise the integrity or reputation of either party and can not be construed, by an impartial observer, as aimed at obtaining undue advantages. In any case this kind of expenses must always be authorized by the Top Management and properly documented. Anyhow, all this is subject to the need to comply with more stringent obligations potentially imposed by contractors of the School

3.5 Relations with costumers

The School pursues its business success on the markets through the offer of high-quality products and the compliance with the rules regarding the protection of fair competition, safety of the products and health of the community.

The School believes that the satisfaction of the Students is of paramount importance for the success of the school.

To that end, the Recipients are obliged to:

- strictly follow the contract terms;
- respect all internal rules for the management of the relations with the Students, besides the instructions given by hierarchic superiors in compliance with the corporate principles and procedures;
- provide services in conformity with all the applicable technical provisions and the contractual regulations, taking into account the reasonable expectations and needs of the Students;
- provide accurate and exhaustive information about the services offered, protecting the company's confidentiality when necessary;
- be truthful, clear and complete in commercial communications with Students and costumers in general.

3.6 Relations with business partners. Commercial communications

The School pursues its objectives by offering competitive services of high quality, in full compliance with all the rules for the protection of the market.

To that end, in order to fully comply with the principles of the Code, the Recipients are obliged to

- collaborate, according to contractual provisions, with business partners;
- provide accurate and exhaustive information about the services offered, protecting the company's confidentiality when necessary;
- be truthful, clear and complete in commercial communications.

3.7 Relations with suppliers

Directors, Employees and Collaborators must verify that the School constantly complies with the obligations imposed by the contracts stipulated with the suppliers.

As regards the conducts of the suppliers, should Employees or Collaborators become aware of illicit facts, they will immediately inform the Director and/or the SB, which will take the appropriate actions available to the School in order to protect its reputation and all the subjects that may be damaged by such conducts.

In relations connected to the supply of goods/services, the Recipients must:

- comply with all internal rules and procedures on the selection and management of the relations with suppliers;
- not preclude any supplier meeting the requirements from starting contractual relations with the School, adopting objective criteria of equity and transparency in selections;

- choose the suppliers on the basis of the needs of the School and the reliability of the other parties, with the purpose of obtaining the best contractual conditions possible, following the needs of quality and commercial fairness;
- keep a frank and open dialogue with suppliers, in line with good commercial habits;
- inform the Director and/or SB about the behaviors of the suppliers that are in contrast with the rules of the Code;
- inform the Director and/or the SB about any failure of the School to fulfill the contractual obligations imposed by the suppliers.

3.8 Relations with public institutions, officers and persons in charge of a public service

In the relations with public institutions and their officials and clerks, public officers and persons in charge of a public service that are in contact with the School, the Recipients whose actions can be referred to the School must act in full compliance with the law and, in any case, with fairness and transparency.

Bribes, illegitimate favors, collusions and requests, direct and/or through third parties, of illegal actions for personal advantage or for the School are forbidden and can be sanctioned in compliance with what provided both by the Code itself and applicable provisions of the law and/or the contract.

In its activity the School collaborates in a full, transparent and effective way with public institutions and supervisory authorities, the related officials and clerks, with public officers and persons in charge of a public service.

3.9 Relations with political organizations and trade unions

The School does not provide direct or indirect contributions to political parties, movements, committees and organizations and trade unions, to their representatives and candidates, except within the scope provided in the current laws and in compliance with the principle of transparency. In any case this type of expenses must always be authorized in advance by the Board of Directors and properly documented.

3.10 Relations with market authorities, mass media, research School, trade associations and other similar institutions

The information transmitted to the outside that can be directly or indirectly referred to the School must be complete, truthful and transparent.

The relations with mass media, research companies, trade associations and similar institutions are exclusively reserved to specifically appointed corporate functions and responsibilities and within the limits of specific proxies.

In no way or form the Recipients whose actions can be related to the School can offer payments, gifts or other advantages aimed at influencing the professional activity of institutions School or associations mentioned in this sections, or that can be reasonably interpreted as such.

3.11 Third party funding

In case of payment of economic contributions, or any other form of funding or direct or indirect support to associations, individuals or institutions, the School shall pay close

attention to the purposes and effective use of such contributions, in order to avoid the risk of being involved in transactions with illicit purposes.

3.12 Fundings or public contributions

Should the School require the provision of public funding, concessional tax treatment or contributions or other benefits that are subject to specific requirements, there is an explicit obligation to proceed with truthfulness, fairness, transparency and full compliance with the current legislation.

In the same way, in case of assignment of the benefit, there is an explicit obligation to destine the fundings to the specific authorized purpose, with immediate and formal communication to the disbursing institution if an essential condition for the provision of the funding/contribution no longer exists.

4. Rules of behavior in School management

4.1 Relations with shareholders

Directors must manage the School with fairness, transparency and legality, pursuing the interest of the shareholders.

Directors abstain from assuming any behavior aimed at illicitly influencing the vote of the partners in the assembly.

4.2 Capital and shareholding operations

Directors, Employees and Collaborators, if involved in the execution of the following operations:

- distribution of profits and reserves;
- operations on the capital (increases and reductions) as well as fulfillments connected to such operations, like contributions in kind and their evaluation;
- operations on shares owned by them or by the controlling society;
- mergers, split-ups and transformations

are bound to act with fairness, honesty, transparency and in compliance with civil rules for the protection of the interests of the Company's creditors to maintain their assets guarantees.

In preparing documents and/or reports concerning the above mentioned operations, Directors, Employees and Collaborators are bound to ensure the completeness, clarity and truth of the information and the utmost accuracy in the elaboration of information and data.

4.3 Transparency in accounting

The concept of transparency in accounting entries does not concern only the actions of Employees working in administration offices, but is applied also to every Employee that can be involved in the interested duties, in whatever company area they operate.

The accounting transparency is founded on the truthfulness, clarity and completeness of the basic information for the related accounting entries. Each Employee is therefore bound to collaborate so that the management-related issues are correctly and promptly represented in accounting.

For each economic transaction an adequate documentation must be filed in the records, in order to enable:

- a simple accounting entry;
- the identification of different levels of liability;
- the accurate reconstruction of the operation, especially in order to reduce the likelihood of errors of interpretation.

Every Employee involved - even marginally - in the preparation of the budget or other documents with similar functions is bound to behave fairly, collaborating at best during the redaction of such documents, providing complete and clear information, accurate data and elaborations and notifying any conflict of interest.

Each entry must attest exactly what results from the supporting documentation. The documentation must be easily traceable and arranged according to logical criteria and on the basis of the procedures established by the Society.

The obligations contained in the present section are notified and applied also to third-party companies that offer accounting services and budget drafting to the Company, besides any consultant employed for the same purposes.

The Directors and Employees that become aware of omissions, falsifications, negligence in the accounting or documentation on which the accounting entries are founded, are bound to inform their hierarchic superior or the corporate function in charge. There is always the possibility to inform directly the Supervisory Body.

5. Corporate computer systems

5.1 Generalities

The School believes that the use of computer technologies is fundamental and of strategic importance to perform its institutional activity and pursue its objectives. Maintaining a good level of cyber security is essential to protect the information that the School uses every day and is vital for an efficient development of the company's policies and business strategies.

The progressive diffusion of new technologies creates image and safety issues and exposes the School to risks of an involvement, both patrimonial and criminal.

It is precisely to that latest end that the School has already given appropriate indications and instructions to all the staff interested by the safety measures regarding the treatment of personal data imposed by the Legislative Decree n. 196/2003 and subsequent modifications.

5.2 Use of business computer systems

The use of computer or telematic systems must always be inspired by principles of diligence and fairness. The Recipients using the business computer systems must follow the company's indications, aimed at avoiding ignorant and/or unethical behaviors that can cause damages to the School, other Recipients or external partners.

Personal computers, and other information contained in the pcs, communication instruments and all the others computer equipment and related programs and/or applications entrusted by the School to the Recipients are work tools. Therefore they must be kept and used in an appropriate way and in compliance with the rules. Besides, it must be immediately reported to the School if they are stolen, damaged or lost.

It is not allowed to install software and/or hardware instruments from one's own user profile that are not allowed or whose ownership rights belong to someone else.

It is not allowed to use software and/or hardware instruments to tap, falsify, alter or suppress the content of communications and/or IT documents of third parties that have evidential effectiveness.

5.3 Use of the corporate network

The network units are sharing areas for strictly professional information and can not be used for different purposes. Any unprofessional file or application can be deleted from the network at any time.

5.4 Use of Internet and e-mail

The Recipients who access Internet with the company's computer systems:

- are not allowed to surf websites that can reveal the political, religious and union opinions or sexual inclinations of the Employee, because this type of access can generate records on the corporate network that are not allowed by law;
- are not allowed to participate, for unprofessional reasons, in forums, to use chat line, electronic bulletin boards and register in guest books even using pseudonyms (or nicknames).

5.5 Monitoring and controls

In case of violations of the law, contractual terms or provisions here contained, both the School and the single Recipient using the computer systems belonging to the School are potentially prosecutable with sanctions, also penal. The School, within the limits allowed by legal and contractual rules, will verify the compliance with the rules and the integrity of its computer system.

6. Confidentiality and discretion

6.1 Generalities

Information sharing is an essential element for the better performance of processes and for business development. This sharing, though, must respect the privacy of individuals and the confidentiality of the company's assets.

The activities of the School require the acquisition, preservation, treatment, communication and diffusion of news, documents and other data concerning negotiations, financial and commercial operations, know-hows (contracts, acts, relations, notes, studies, drawings, pictures, software) etc.

The School ensures and requires the correct treatment of all information used in performing its undertaking.

All Employees and Collaborators have the obligation to ensure the confidentiality required by circumstances for any news learned by reason of their working function.

6.2 Databases

The School databases contain personal data protected by the rule on privacy protection, data that, because of negotiated agreements, can not be disclosed on the outside and data that, if inappropriately or untimely divulged, could damage the interests of the company.

The School protects the information concerning Directors, Employees, Collaborators, suppliers, business partners and third parties, created or acquired inside and/or in business relations, in order to avoid any inappropriate use.

The information, knowledge and data acquired or elaborated by the Recipients during their work or through their duties belong to the School and can not be used, communicated or disclosed without a specific authorization of the related responsible, both during the work relation and when it ends.

Withstanding the prohibition to divulge news concerning the organization of the enterprise or to use them in order to be able to cause prejudice against it, every Recipient must:

- acquire and treat only the data that are necessary and appropriate for the purposes and in direct connection with his functions, and that he is duly authorized to access;
- preserve the data so that other non-authorized people are prevented from taking cognizance of them.
- In particular, the Recipients are bound to the utmost discretion as regards the information belonging to the School of which they are aware even if not specifically not relevant to their work;
- verify that there are no absolute or relative restrictions to the divulgability of information regarding third parties connected to the School by a relation of any nature and, if that is the case, obtain their consent;
- manage the data so that any authorized subject accessing them can easily have a picture as precise, exhaustive and truthful as possible.

In order to guarantee the correct application of the business strategies, all Recipients and Collaborators are also required to abstain, outside the School, from negative comments about the activities undertaken and the results reached or set by the School.

7. Health, safety and environment

7.1 Generalities

The activities of the School are performed in compliance with the current law on accident prevention and occupational diseases.

The operational management follows criteria of environmental protection and efficiency, pursuing the improvement of health and safety conditions at work in order to prevent accidents or occupational diseases.

The technological innovation is focused on the research and promotion of products and services marked by a constant and continuous attention to the health and safety of operators, and increasingly compatible with environmental protection.

7.2 Work environment

The School offers a work environment that protects the health and safety of its staff. The School divulges and consolidates a culture of safety from a prevention point of view, developing the awareness of risks and promoting responsible behaviors on part of everyone. Adequate information and training for the compliance with rules and internal procedures are ensured, and it is requested to promptly notify any shortcoming or failure to comply with the applicable rules.

The purpose of the School is to protect human resources, constantly searching for the necessary synergies not only on the inside, but also with suppliers and enterprises involved in the activities of the Schools, also in order to constantly improve the management of health and safety at work.

To that end, an internal structure, attentive to the evolution of the applicable mandatory regulations and the change in the organizational structure, proposes interventions as a result of:

- continuous risk and criticality analysis of the processes and resources to protect;
- notifications of accidents and almost accidents;
- the adoption of better technologies;
- the control and updating of working methods;
- the performance of training and communication interventions.

In particular, in compliance with the rules on health and safety at work, the School:

- applies to its organizational and functional structure the rules the protection of health and safety at work, with the purpose of systematically reducing the risks for the staff as regards accidents and occupational diseases. This objective is of paramount importance for the organization, which intends to pursue it in order to continuously improve its operational management in synergy with the primary end of optimizing the activity, reduce waste and diseconomies, improve profitability,

- manages the measures for Health and Safety at work as intrinsic ways for the organization itself and the work planning, with the objective to create, in this way, added value for its activity through the qualification of the staff and permanent training;
- elaborates safety procedures, operational instructions, training programs and staff education;
- ensures adequate and permanent economic, financial and personnel resources to the health and safety management system, recurring to external resources in all cases where the adequate competences can not be found inside the School.

7.3 Obligations of Recipients as regards health and safety

The Recipients are bound to:

- comply with the dispositions and instructions given for collective and individual protection;
- correctly use the equipment, means of transportation and other working tools, as well as safety devices;
- notify the deficiencies of means, devices and equipment as well as any other dangerous condition of which they become aware; acting directly, in case of urgency, within their competences and possibilities, to eliminate or reduce such deficiencies or dangers;
- not remove or modify without authorization the safety, signaling or control devices;
- not make under their own initiative operations for which they are not competent, i.e. that can compromise their own safety or that of other workers;
- undergo medical examinations and sanitary checks provided for them by the current law.

Each Recipient must take care of his own health and safety and of that of the other people present in the workplace who can be affected by the consequences of his actions or omissions.

7.4 Protection and use of corporate assets

The School assets are made up by physical assets, like, for example computers, printers, equipment, cars, real estates, infrastructures and immaterial goods, like, for example, confidential information, know-how, and technical knowledge.

Safety, that is protection and preservation of these goods, is a fundamental value for the safeguard of business interests.

Each Recipient, within his competences, is personally responsible for keeping this safety, through the compliance with and divulgation of the company directives and preventing the fraudulent or inappropriate use of corporate assets.

The use of business assets on part of the Recipients must be functional and exclusively aimed at the business activities they are charged with.

7.5 Environmental protection

The School recognizes environmental protection as a primary value, starting from the management of daily activities to the operational choices. Energy saving, waste management, correct reuse of recyclable products, attention to dumping and emissions

are the center of information and training also in order to fruitfully use the resources put at disposal by the School for that end.

The Recipients and those who get in contact with the School are required to actively collaborate to the environmental management and the continuous improvement of environmental protection, in line with the School policy.

Each Recipient and whoever collaborates with the School, because of his function and type of collaboration, as regards environmental protection, is bound to:

- comply with and make people comply with the dispositions and instructions given by the School in order to comply with the current law on environment.
- use the apposite spaces for the recollection and management of waste and material to dispose of.
- follow and comply with the directives given by the Schools in the use and maintainance of working tools;
- notify any deficiency that can compromise the compliance with the dispositions given by the School on environment;
- abstain from executing operations on their own initiative or have behaviors that are not within their competence, i.e. that can compromise the safety of the environment.

8. Disciplinary procedures and sanctions

The compliance with the rules of this Code must be considered as an essential part of the contract obligations of the Employees pursuant to and in accordance with article 2104 of the Civil Code.

The principles and contents of the Code make explicit, in an exemplary way, the obligations of diligence, loyalty and impartiality that qualify the correct performance of work requirements and the behaviors and conduct that the Employees must follow in relation to the School.

The violation of the rules of the Code can constitute:

- disciplinary offense in the less serious cases;
- breach of the primary obligations of the labor relation in the more serious cases,

with all the consequences provided by the law and the applicable collective agreements; also as regards the preservation of the labor relation. It can also entail the request to compensate the damages caused to the School.

The non-compliance with the dispositions of this Code on part of consultants, representatives, partners, external collaborators in general and goods or service suppliers, will be sanctioned according to the clauses contained in the respective contract agreements.

For further information on sanctions and disciplinary procedures for the violations of the present Code, please refer to the document named "Sanctionary system" attached to the Model.