



CODE OF ETHICS

Version	Date of approval
1 st edition	Board of Directors' resolution of 22/10/2020



TABLE OF CONTENTS

Introduction	
Recipients	4
Code of Ethics Framework	4
1. General Ethical Principles.....	5
1.1 Lawfulness.....	5
1.2 Physical and Moral Integrity of the Person and Prohibition on Discrimination	5
1.3 Transparency and Loyalty	6
1.4 Conflicts of Interest.....	7
1.5 Confidentiality, Privacy and Use of Information Systems.....	7
1.6 Value of Human Resources	8
1.7 Due Care and Responsibility	9
1.8 Health and Safety in the Workplace	9
1.9 Environmental Protection	10
1.10 Standards of Conduct Relating to Corporate, Administrative or Financial Business.....	10
1.11 Bribery Prevention: Gifts and Other Benefits	11
1.12 External Relations and Communications	12
1.13 Prohibition on Transactions Aimed at Money Laundering	12
1.14 Food Safety Protection.....	13
2. General Standards of Conduct	13
2.1 Internal Relations	13
2.1.1 Corporate Bodies	13
2.1.2 Human Resource Management	13
2.1.3 Use of Company Tools and Equipment.....	15
2.2 External Relations	16
2.2.1 Relations with Suppliers.....	16
2.2.2 Relations with External Consultants	17
2.2.3 Relations with Customers	17
2.2.4 Relations with Public and Private Bodies.....	18
2.2.5 Fair Competition	19
3. Reporting Breaches	19
4. Implementation and Modification of Code of Ethics.....	20
5. Compliance with Code of Ethics.....	20



INTRODUCTION

In the performance of its business, as well as complying with the rules that are in force in the country where it is active and the self-regulatory code it is certified for, L'ITALIANA AROMI s.r.l. will also observe a Code of Ethics built on strong values and such principles as honesty, transparency, integrity, social/environmental responsibility and focus on the staff. The last-mentioned term refers to all the people who work to achieve the objectives of L'ITALIANA AROMI s.r.l., namely the employees, external consultants, suppliers and customers. In this respect, L'ITALIANA AROMI s.r.l. is committed to providing satisfaction for its customers and professional growth for its employees and consultants.

According to L'ITALIANA AROMI s.r.l., an ethics-focused approach is key to ensuring reliability within the civil and economic environment in which the Company operates.

This Code of Ethics sets out the business principles that must inspire the choices and conduct of everybody who acts on behalf, and in the interests, of the Company, in different capacities and at different levels.

In particular, L'ITALIANA AROMI s.r.l. is committed to conducting business within a framework of transparency, honesty, integrity, fairness and good faith, safeguarding the interests of the customers, employees, sales partners and – generally speaking – the community to which the Company belongs.

Compliance with laws, ethical integrity, loyalty, solidity, reliability, transparency and management fairness, trust and cooperation are the ethical principles that inspire L'ITALIANA AROMI s.r.l. and result in its models of conduct, in order to effectively and fairly compete in the market, improve its customers' satisfaction, increase the value for its shareholders as well as develop the skills, and ensure the professional growth, of its human resources.

All the activities undertaken by the Recipients shall be performed with professional care, moral rigour and proper management, with a view, for example, to safeguarding the image of the Company.

The conduct and relationships with all the Recipients, both inside and outside the Company, shall



be based on transparency, fairness and mutual respect.

In such context, the Directors shall be the first to set a good example to all the human resources of the Company, by performing their duties in compliance with the principles that inspire the Code of Ethics as well as with the Company's procedures and rules, seeing to the circulation thereof among the employees, who will be invited to request clarifications, or submit proposals for updating such rules and procedures, where necessary.

Under no circumstance will the conviction of acting to the advantage, or in the interest, of the Company justify conduct which is contrary to the said principles.

This Code of Ethics is an integral and substantial part of the Organization, Management and Control Model adopted by L'ITALIANA AROMI s.r.l. pursuant to Italian Legislative Decree 231/2001. The Company will disseminate both of the above documents, by means of internal and external communication as well as through its website, and to anybody with whom the Company maintains regular relations.

The provisions of this Code of Ethics shall be construed to supplement such documentation and management tools as referred to in Form 231.

RECIPIENTS

This Code of Ethics shall be complied with by all the business functions of L'ITALIANA AROMI s.r.l. and anybody who is involved in the performance of its business and the pursuit of its purposes, in Italy as abroad.

The Code of Ethics sets out the values and rules that shall be conformed to by all the Recipients; therefore, compliance with the Code of Ethics constitutes a specific obligation of due care on the part of the Recipients.

Hence each Recipient shall be aware of the principles and contents of the Code of Ethics and take an active part in implementing it, reporting any deficiencies or violations.



CODE OF ETHICS FRAMEWORK

The Code of Ethics is comprised of the following:

- ❖ **General Ethical Principles**, which include a set of fundamental benchmark principles shared and acknowledged by the Company as well as the guiding values implemented in the business processes of the Company;
- ❖ **Standards of Conduct**, which provide specific guidelines and rules which shall be followed by the Recipients in the internal and external relations, with a view to ensuring full compliance with the general principles and preventing unethical conduct.



I. GENERAL ETHICAL PRINCIPLES

1.1 Lawfulness

L'ITALIANA AROMI s.r.l. is committed to the strict observance of laws and equivalent deeds, regulations and any applicable provisions.

Hence all the Recipients are required – within their respective fields of operation – to know and observe applicable laws and regulations.

Any relationships between the Recipients and public authorities and institutions shall adhere to the highest standards of fairness, transparency and cooperation, in full compliance with applicable laws and regulations, and in line with institutional functions.

No violations of this principle will be accepted, not even when violation reflects an interest or objective of the Company.

The Recipients shall also comply with the internal rules, as these are specifically aimed at ensuring ongoing compliance with the provisions of the law.

The Company will not establish or maintain relations with anybody who will not comply with applicable provisions.

1.2 Physical and Moral Integrity of the Person and Prohibition on Discrimination

The Company ensures, and promotes respect for, the physical and moral integrity of the person as well as interpersonal relations.

The conduct of the Company is inspired by the principles of moral integrity and transparency combined with the values of honesty, fairness and good faith.

In all the relations with the Recipients, L'ITALIANA AROMI s.r.l. avoids any discrimination based on age, gender, sexual orientation, health status, race, nationality, political opinions and religious beliefs. Furthermore, the Company prohibits any abuse, threat of abuse or form of intimidation. The personnel of L'ITALIANA AROMI s.r.l. are not subjected to any form of forced or compulsory labour and are free to leave their jobs after giving reasonable notice. Child labour is prohibited. Contracts and work assignments are carried out as consciously established by the parties and in compliance with national laws and collective agreements. In this respect, when a relationship between the Company and an employee is established, the employee receives clear written



information on the characteristics of the function and duties to perform as well as on regulatory and remuneration requirements.

L'ITALIANA AROMI s.r.l. upholds the right to freedom of association of the workers. Workers' representatives shall not be discriminated and shall have access to carry out their representative functions in the workplace. The Management adopts an open attitude to trade unions and their organizational activities.

In the decisions that have an impact on the relations with the Recipients and the external interlocutors, including the selection and management of the personnel, the organization of work, the selection and management of the suppliers and the relations with the institutions, the Company avoids and denounces any discrimination based on age, gender, health status, ethnic or social origin, nationality, sexual orientation, political opinions or religious beliefs, and affiliation to political or trade union associations.

The Company is committed to preventing the creation of a work environment which permits intimidation, mutual hostility, offence or any other form of harassment on people.

1.3 Transparency and Loyalty

The Recipients shall provide complete, correct, clear, understandable information, so that anybody who maintains relations with the Company can make autonomous, conscious decisions with regard to the interests involved, the alternatives and the significant consequences that may arise therefrom.

Any business conducted in the name and on behalf of the Company is inspired by loyalty and good faith.

The workers are required to draw up documents concerning their jobs using a clear, objective, exhaustive language, allowing any checks by colleagues and managers.

1.4 Conflicts of Interest

In conducting business operations, the Recipients are required to avoid any situation wherein parties to the transaction have, or may only appear to have, a conflict of interest, understood as



when a Recipient pursues an interest other than the directives of the Company, or when the Recipient deliberately and personally benefits from any business conducted in the interest of the Company, and in cases where the acts of the representatives of the external interlocutors violate their fiduciary or institutional duties.

Any situation that may potentially lead to a conflict of interest or affect the ability of the business functions to make decisions based on the best interests of the Company shall be immediately reported to the Managers. This also involves refraining from taking any action relating to that particular situation, unless expressly authorized by the Managers.

The Manager may submit the case to the Oversight Body for evaluation.

1.5 Confidentiality, Privacy and Use of Information Systems

The Company will treat all the acquired data and information as strictly confidential, in accordance with current privacy regulations.

The Recipients are required to refrain from using confidential information for any purposes other than to perform their tasks, and to follow such privacy procedures as implemented by the Company to protect personal data.

Protecting information is a top priority for L'ITALIANA AROMI s.r.l., with particular regard to security, integrity and confidentiality. Therefore, access to the information and company know-how is protected at various levels, e.g. through the provision of personal access credentials, depending on the job and the tasks being performed.

Generally speaking, all the Recipients are required to maintain strict confidentiality on documents, know-how, internal organization, the management of the tangible and intangible assets of the Company, the business and commercial transactions conducted by the Company, the judicial and administrative proceedings involving the Company as well as any and all information that is acquired because of, or in the course of, their work or contractual relationships, and the disclosure and use of which may endanger or harm the Company and/or result in an undue gain for the Recipient.

Therefore, the Recipients are required to process company data and information only within the



scope, and for the purposes, of their jobs.

Such obligation will also apply after termination of the relationship with the Company, in accordance with the provisions of the said regulations.

IT and electronic tools shall be used in compliance with the principle of fairness and in such a way as to ensure the integrity and authenticity of the processed data, with a view to safeguarding the interests of the Company, with particular reference to Public Authorities and Institutions.

L'ITALIANA AROMI s.r.l. adopts suitable measures to ensure that electronic and computer data can only be accessed in accordance with the applicable regulations and the privacy of any involved persons, and in such a manner as to guarantee that any information will be processed only by expressly authorized persons, and that any intrusions will be impeded.

1.6 Value of Human Resources

The Company will value its human resources, promoting the conditions that allow all those working in and for the Company in various capacities to effectively express their skills and personality, enjoy the same opportunities for professional growth, without discrimination of any kind, and take an active part in the decision-making processes of the Company within the scope of their tasks and according to their skills.

In the contractual and organizational relationships that involve the establishment of hierarchical relations within the Company, those in a hierarchically superior position agree to exercise authority fairly and equally, and to not engage in any abuse. In particular, the Company agrees that authority shall not lead to the exercise of a power that will harm the dignity and autonomy of the employees, and that work shall be organized in a way that will safeguard the value of the employees.

1.7 Due Care and Responsibility

Contracts and work assignments shall always be carried out as consciously established by the parties, with due care and responsibility, in accordance with professional rules.



1.8 Health and Safety in the Workplace

The Company ensures the Recipients that it will promote and maintain a high degree of attention to safety in the workplace and the health of the worker, so that working processes can be performed in a safe environment.

The Company is committed to ensuring safety in the workplace. To this end, the Company encourages the Recipients to report any doubt they may have in relation to the safety of the work environment, relying on rapid, effective mechanisms to find, and deal with, any problems.

L'ITALIANA AROMI s.r.l. will provide a well-preserved, hygienic, safe work environment, with a view to protecting the health of its staff. The workers are given access to both compliant manufacturing areas and clean toilet facilities with hot and cold running water, drinking water and proper food and storage consumption areas.

The workers are regularly trained in health and safety issues in the workplace, and the Company is committed to disseminating and instilling a safety culture, developing risk awareness and promoting responsible behaviour from all the Recipients. In addition, the health of each employee is constantly monitored, depending on the level of risk exposure.

1.9 Environmental Protection

The Company will comply with applicable environmental laws and regulations, and take preventive measures to minimize the environmental impact.

Furthermore, L'ITALIANA AROMI s.r.l. will safeguard the environment by limiting the impact of resource consumption to the largest extent possible, through the use of energy obtained from renewable sources.

Waste is disposed of in accordance with national regulations, priority being given to the reuse, recovery and recycling of rejects.

1.10 Standards of Conduct Relating to Corporate, Administrative or Financial Business

All the functions involved in drawing up the balance sheet and other company communications shall have a fair, transparent, cooperative conduct, in compliance with the provisions of the law and internal procedures, in order to provide truthful, correct information on the economic and



financial position of the Company.

External communications concerning the Company may only be made by the functions responsible therefor and in compliance with company procedures in force at the time, as specifically aimed at ensuring the truthfulness and proper dissemination of the information.

All the Recipients are prohibited from presenting untrue facts, even if these are the subject matter of evaluation, or omitting information or withholding data in direct or indirect violation of regulatory principles and internal procedural rules, so as to mislead third parties.

The Company requires all persons who use the financial resources of the Company to comply with legal and fairness criteria.

Every operation or transaction shall be correctly recorded, and be duly authorized, verifiable, legitimate, coherent and appropriate.

Every transaction shall be accompanied by appropriate documentary support, so as to allow, at any time, the controls on the characteristics and rationale of the transaction and the identification of those who authorized, performed, recorded and checked the transaction.

It is forbidden to prevent, or interfere with, the control activities permitted or provided for under the regulations concerning the accounting and financial management of the Company.

The Company will ensure the maintenance of the share capital as well as the protection of creditors and third parties establishing relationships with the Company in full compliance with the provisions of the law.

Within the limits established by current legislation, the Company will provide such information, explanations, data and documents as requested by the shareholders, the Sole Auditor, customers, suppliers, creditors, public oversight authorities and public institutions in general in the performance of their respective functions in a timely, comprehensive and truthful manner.

1.11 Bribery Prevention: Gifts and Other Benefits



The Company prohibits the giving of any form of gift or benefit to public and private bodies, with the exception of gifts or benefits of modest value that can in no way be construed as exceeding normal business or courtesy practices, or that is otherwise aimed at obtaining favourable treatment in the conduct of any business connected with the Company.

It is forbidden to promise or offer money, gifts or other benefits to public service officers or to their relatives, other third parties or persons close to them, whether Italian or foreign, in order to promote or favour the interests of the Company, or obtain advantages for the Company.

The Recipients shall examine the codes of conduct adopted by the public institutions with which they come into contact from time to time, in order to comply with any rules established by the said institutions.

It is forbidden to offer any object, service or performance of value to obtain more favourable treatment from the Public Administration.

Gifts and benefits of any kind shall however be managed and authorized in accordance with the company procedures and be properly documented.

The business functions may not accept gifts from third parties, with the exception of gifts of modest value not exceeding lawful and business courtesy practices. In the event that any of the employees or consultants of the Company should receive gifts from third parties, they shall inform their hierarchical superiors thereof.

Under no circumstance will the conviction of acting to the advantage, or in the interest, of the Company justify a violation of this rule of conduct.

1.12 External Relations and Communications

L'ITALIANA AROMI s.r.l. will pursue production strategies designed to respect and safeguard human rights and community wellbeing, promoting fair, sustainable development, in the awareness that such responsibility applies to the business of the Company as well as – and especially – to the developing countries that produce part of the purchased raw materials.

In line with the principles of transparency and completeness of information, the external communications of the Company are based on compliance with the right to information as well



as with laws and the internal rules of the Company.

However, external communications shall follow the principles of truth, fairness, transparency and coherence, safeguard the company know-how and be aimed at fostering knowledge of the policies, programmes and projects of the Company.

Relations with the press are only held by the authorized business functions or people delegated by the authorized business functions, in accordance with law provisions, the Code of Ethics, the prevention measures and the principles established with regard to the management of relations with public bodies, with a view to safeguarding the image of the Company.

In no event may the business functions disseminate false or biased information and comments, nor may they disseminate, or use – for their own benefit or for the benefit of third parties – confidential information relating to the business of the Company.

1.13 Prohibition on Transactions Aimed at Money Laundering

The Company complies with all applicable anti-money laundering regulations, ensures maximum transparency in business transactions, and arranges for the most suitable tools to be implemented, in order to fight money laundering in any form or expression.

All the business functions shall check all information - including financial information – on commercial counterparties, consultants, customers and suppliers beforehand, in order to ascertain their moral integrity and respectability as well as the legitimacy of their work prior to establishing business relations with them.

All the business functions are required to strictly comply with corporate laws and company procedures in any economic transaction in which they are involved, ensuring full traceability of incoming and outgoing financial cash flows and full compliance with anti-laundering laws.

1.14 Food Safety Protection

The Company promotes compliance with provisions concerning the protection of food safety, ensuring that all of its lines of business subject to such legislation are conducted in accordance with both applicable hygiene and food safety standards and current good operating practice.



2. GENERAL STANDARDS OF CONDUCT

In the performance of its business, the Company will comply with the following general standards of conduct.

2.1 Internal Relations

2.1.1 Corporate Bodies

The members of the corporate bodies pursue the goals and interests of the Company in full compliance with applicable provisions and on the basis of the principles and guiding values of this Code of Ethics.

In particular, in the performance of their tasks, the members of the corporate bodies are inspired by such values as honesty, integrity, loyalty, fairness, due care and respect for people.

2.1.2 Human Resource Management

Honesty, loyalty, competence, professionalism, reliability, technical know-how and dedication are key to achieving the goals of the Company and are the qualities requested by L'ITALIANA AROMI s.r.l. for all the business functions.

In order to contribute to the development of the business objectives, and to ensure that such objectives are all pursued in compliance with the ethical principles and values that inspire the Company, the company policy is aimed at selecting each employee and consultant according to the characteristics stated above.

As part of the selection process – carried out in compliance with equal opportunity and without any discrimination regarding the private lives and opinions of the candidates – , the Company works so that the hired resources have personal profiles that correspond to the actual business requirements, thus avoiding any form of favouritism and benefits of all types, and basing its choice solely on the criteria of professionalism and competence.

All the information collected from candidates is strictly related to the verification of the professional profile being sought, while respecting the private sphere and views of the candidate.

The personnel of L'ITALIANA AROMI s.r.l. are hired with regular employment contracts, in compliance with laws, applicable collective agreements and current regulations.

In particular, the Company will not allow, or tolerate, the establishment of working relationships



– even by external consultants, suppliers or business partners – in violation of current legislation.

Each employee will receive clear, accurate information concerning the following:

- ✓ specifics of the tasks to be performed;
- ✓ regulatory and remuneration aspects, as per the applicable national collective agreement;
- ✓ rules and procedures to follow to prevent conduct contrary to law provisions and company policies, and to avoid potential work-related health risks.

As an employer, the Company shall:

- ✓ optimize the working conditions, fully respecting diversity in gender, culture, religion and ethnic origin, safeguarding physical and moral integrity through the implementation of current regulations concerning health and safety at the workplace;
- ✓ implement evaluation criteria that are solely aimed at recognition of personal merit, skills and professionalism in the management of the working relationships with its employees and consultants;
- ✓ oppose any form of harassment, physical or psychological violence and unprofessional performance, with a view to safeguarding the dignity of the employees and consultants.

The Company ensures that under no circumstance will reporting any breach of law provisions, regulations, rules of this Code of Ethics or Form 231, or of such prevention measures as referred to therein result in retaliation.

Likewise, in no event will reporting any irregularities and inefficiencies relating to work management to one's superior lead to retaliation.

2.1.3 Use of Company Tools and Equipment

The physical assets of the Company shall be used in compliance with applicable regulations and only as tools assisting the work carried out on behalf of the Company.

The instrumentation of the Company shall be used in a way as to safeguard the functionality and integrity thereof, reporting any malfunctioning to the staff in charge of the specific services.

Therefore, it is forbidden to use any company assets for personal gain or in the pursuit of



objectives that conflict with law provisions or business purposes, or result in slowdowns in operation.

It is forbidden to:

- ✓ use office telephone lines to make personal calls, except for absolute emergencies;
- ✓ use office email for personal messages or reasons unrelated to work.

As far as IT equipment is concerned, it is forbidden to:

- ❖ install any unauthorized or unlicensed software;
- ❖ have personnel or technicians who have not been authorized by the Company install any software on the company network or on individual PCs;
- ❖ download any software from the Internet (e.g. through free downloads) without the specific consent of the Company and without prior technical examination;
- ❖ establish Internet connections which are not aligned with the IT architecture;
- ❖ use one's mailbox to send documents and data outside the corporate IT network;
- ❖ take part in blogs, debates and forums unrelated to work from one's corporate workstation.

The Company reserves the right to check the conditions of use and maintenance of the company equipment in compliance with relevant standards.

2.2 External Relations

2.2.1 Relations with Suppliers

The Company shall ensure that the suppliers meet all the requirements to satisfy the need for cost effectiveness, efficiency and expertise, and comply with the principles guiding this Code of Ethics.

In this respect, particular attention is placed on the availability of an environmental management system and an anti-child labour system.

Under the procurement process of L'ITALIANA AROMI s.r.l., suppliers are evaluated and selected on the basis of objective, verifiable criteria (e.g. product quality, price, observance of regulations, guaranteed assistance, prompt response and supply compliance with such requirements as established during purchase).



The supplier shall be selected in accordance with both current regulations and the internal procedures established by the Company.

Therefore, when selecting suppliers and partners, the Company will abide by the following principles:

- avoiding selecting suppliers or partners who are known to be directly or indirectly linked to criminal and unlawful organizations;
- preventing – at any grade and level – inappropriate exchanges of favours and gifts from occurring, in order not to affect transparency and fairness in the relations maintained by the Company with its suppliers and partners;
- sensitizing suppliers and partners to the importance of complying with this Code of Ethics.

The services provided by the suppliers will be constantly monitored and subjected to re-examination at least on a yearly basis.

Furthermore, L'ITALIANA AROMI s.r.l. reserves the right to carry out checks at the production units or operating headquarters of the supplying company, in order to make sure that such requirements are met.

In case of violation of the principles set out in this Code of Ethics, the Company may take appropriate action, including termination of the business relationship with the supplier.

2.2.2 Relations with External Consultants

As regards relations with external consultants, the relevant business functions shall select counterparties with adequate professional qualifications, and request the application of the contractual conditions and compliance with current regulations.

In case of violation of the principles set out in this Code of Ethics, the Company may take appropriate action, including termination of the business relationship with the consultant.

2.2.3 Relations with Customers

In order to optimize its lines of business, the Company is committed to reliably understanding the requirements and expectations of customers within their respective fields of operation, and



providing a proper, comprehensive, timely service, in accordance with such principles as established in the relevant regulations.

Therefore, for such goals to be efficiently achieved, all the business functions must be able to work out, and satisfy, the requirements of the customers, by submitting feasibility and efficacy focused solutions and strategies.

In the context of business relationships with customers, it is forbidden to behave in such a way as to harm the rights and interests of consumers, while prejudicing market transparency and security.

2.2.4 Relations with Public and Private Bodies

Relations with public bodies and third parties, including private individuals, are only held by the authorized business functions or by people delegated by the authorized business functions, in accordance with regulations, the rules of this Code of Ethics and internal provisions, with special regard to the principles of fairness, integrity and transparency.

The Company will strictly comply with the regulations set out by the Authorities regarding the current legislation applicable to the sectors connected with the business of the Company.

The Company will rely on its business functions to take an active part in any preliminary proceedings.

In the relations with public and private bodies, the Recipients may not, either directly or indirectly or through a third party, accept, promise or offer gifts, material benefits or other benefits of any kind to third parties, public service officers or private individuals, or their relatives or cohabitants, in order to influence or offset their actions or decisions, or to obtain an advantage from them.

It is forbidden, either directly or indirectly, to offer or promise money or compensation in any form whatsoever.

The above prohibitions may not be eluded by resorting to different forms of contributions (e.g. sponsorships, assignments, consulting arrangements) which have the same purposes above forbidden.

It is forbidden to engage in conduct that is likely to mislead or deceive third parties, through the use or submission of statements or documents that are false or contain untrue declarations, or



through the omission of required information.

It is forbidden to use contributions, loans, or other funds otherwise classified, granted by the State, a Public Body, the European Union or a Private Body, for any purposes other than those for which they were assigned.

In case of business relations with any third parties, the Public Administration or private individuals, including participation in public tenders, the Recipients of this Code of Ethics are expected to act in compliance with the law and sound business practice.

It is forbidden to alter the operation of a computer or telecommunications system in any way whatsoever, or to illegally interfere with the data, information and programmes contained therein or pertaining thereto, in order to make an unjust profit to the detriment of others.

The correct operation of the judiciary is guaranteed through the ban imposed on all the Recipients to engage, directly or indirectly, in any wrongdoing that may favour or harm one of the parties to any civil, criminal or administrative proceedings.

In particular, it is forbidden to put undue pressure, or use coercion, on a person summoned to appear before the Judicial Authority and make statements to be used in legal proceedings, in order to lead the same person not to make any statement or to make a false statement.

2.2.5 Fair Competition

The Company accepts and upholds free market and fair competition values as tools for development and the achievement of legitimate profits, avoiding doing business that is contrary to current provisions for the benefit of the Company, or exploiting such conditions as ignorance, dependence or weakness of its counterparties.

The Company operates in the market according to the principles of correctness, fair competition, transparency and truthfulness vis-à-vis all operators, refraining from collusive practices, which may impair the correct functioning of market mechanisms, predatory behaviour and abuse of dominant position.

3. REPORTING BREACHES

Any suspected or known violation of the rules of this Code of Ethics shall be reported to the Oversight Body promptly, or as soon as possible anyway, in accordance with such instructions as



referred to in section 4.4.1 of the General Part of Form 231 of the Company.

L'ITALIANA AROMI s.r.l. encourages the employees to report any concerns or irregularities relating to their own tasks, ensuring that no retaliatory measures will be taken against reporting persons.

In particular, L'ITALIANA AROMI s.r.l. will ensure protection from any form of retaliation following a report relating to the compliance with the Code of Ethics made in good faith pursuant to the rules and regulations protecting reporting persons (so-called “*whistleblowing*”) under Article 6, paragraph 2*b* of Italian Legislative Decree 231/2001.

4. IMPLEMENTATION AND MODIFICATION OF CODE OF ETHICS

The Company will disseminate the Code of Ethics to all the Recipients through relevant, effective, proper information and communication activities.

The Board of Directors shall be responsible for the implementation, enforcement and updating of the Code of Ethics.

The Code of Ethics is subject to annual review and updating (if need be) by the Board of Directors, in concert with the Oversight Body, who may submit proposals to the Board of Administration.

5. COMPLIANCE WITH CODE OF ETHICS

Any violation of the rules of this Code of Ethics by the business functions will constitute a disciplinary offence and result in liability for damages; as regards the sanction system, such provisions as contained in the General Part of Form 231 adopted by the Company will apply as compatible.

The Company requires any of the business partners (suppliers, consultants, commercial or financial partners, agents) who maintain relations with the Company to comply with the principles of the Code of Ethics, including through specific contractual clauses.

In case of violation of the Code of Ethics by the Directors or the Sole Auditor, the Oversight Body will inform the Meeting or the Chairman of the Board of Directors (as appropriate), who will take the required action, according to the severity of the breach, and the powers conferred on them.