

 PedersoliGattai

**CODE OF ETHICS**

## CONTENTS

<b>1. INTRODUCTION .....</b>	<b>3</b>
1.1 <i>The PedersoliGattai Code of Ethics .....</i>	3
1.2 <i>Addressees and Scope.....</i>	3
1.3 <i>Relationship with the Code of Legal Ethics .....</i>	3
<b>2. GENERAL PRINCIPLES .....</b>	<b>4</b>
2.1 <i>Fairness and Integrity.....</i>	4
2.2 <i>Confidentiality and Privacy .....</i>	4
2.3 <i>Prevention of Conflicts of Interest .....</i>	4
<b>3. RULES AND ETHICAL PRINCIPLES IN INTERNAL RELATIONS .....</b>	<b>4</b>
3.1 <i>Respect for People .....</i>	4
3.2 <i>Communication and Training .....</i>	5
3.3 <i>Health and Safety at Work.....</i>	5
3.4 <i>Correct Use of Work Tools.....</i>	5
3.5 <i>Compliance with Anti-Money Laundering Legislation .....</i>	6
3.6 <i>Prohibition of Insider Trading.....</i>	6
3.7 <i>Relations with Suppliers .....</i>	7
3.8 <i>Relations with Clients.....</i>	7
3.9 <i>Relations with Public Authorities.....</i>	7
3.10 <i>Press and Mass Media .....</i>	7
3.11 <i>Sustainability and the Environment .....</i>	8
<b>4. VIOLATIONS OF THE CODE OF ETHICS .....</b>	<b>8</b>
4.1 <i>Compliance of the Code.....</i>	8
4.2 <i>Reporting Violations .....</i>	8
<b>5. APPROVAL AND DISSEMINATION OF THE CODE .....</b>	<b>8</b>

## 1. INTRODUCTION

### 1.1 *The PedersoliGattai Code of Ethics*

PedersoliGattai law firm (“**Firm**”) is firmly committed to providing excellent legal advice and assistance, in compliance with the law, ethical principles and professional codes of conduct, protecting the rights of its clients and promoting a respectful, safe and inclusive work environment.

This Code of Ethics (“**Code**”) therefore defines the principles and rules of conduct that all of the Firm's professionals, employees and collaborators undertake to respect in the conduct of their business, legal activities and, more generally, in the performance of any activity on behalf of and/or in the interest of the Firm.

The procedures and policies adopted by the Firm and referred to in this document are to be considered as an integral part of the Code insofar as they also serve to fulfil the ethical and compliance objectives pursued by the Firm in the performance of its activities.

### 1.2 *Addressees and Scope*

The Code is addressed to all of the Firm's associates, employees, consultants and collaborators in any capacity (“**Addressees**”).

The principles and rules of conduct set out in the Code are binding on Addressees and any violation of its provisions constitutes a breach of the obligations towards the Firm and may have consequences, proportional to the breach committed, on the individual's relationship, in whatever capacity, with the Firm (also including compensation for any damages arising from the breach) and, for employees, may also lead to the application of disciplinary sanctions, including dismissal, in the most serious cases.

Addressees shall comply with the provisions of the Code when performing their roles or activities, as well as in the internal and external relations (including those with any authority or public entity) they have within the Firm and/or in any case in the interest of or at the request or mandate of the Firm.

### 1.3 *Relationship with the Code of Legal Ethics*

With regard to the lawyers and trainees (even if not qualified) of the Firm, the provisions of the Code are additional to (and supplement, where relevant) those contained in the Code of Legal Ethics.

Observance of the Code of Legal Ethics is a mandatory obligation for all Addressees to whom it applies (i.e., lawyers, trainees) both when exercising the profession and in their private lives (when the personal reputation or image of the legal profession may be jeopardised by their conduct). Failure to comply with any of its provisions constitutes a breach of the principle of fairness outlined in this Code (see paragraph 2.1 *below*), without prejudice to the individual disciplinary responsibility of each professional pursuant to the Code of Legal Ethics and other relevant rules of the legal system.

## 2. GENERAL PRINCIPLES

### 2.1 *Fairness and Integrity*

Every activity carried out by the Firm is based on the principles of fairness and integrity.

Communications with clients, counterparties, institutions and colleagues must be clear, complete and truthful. The conduct of Addressees in both internal relations (with colleagues, consultants and collaborators) and external relations (with clients, suppliers, counterparties, authorities and the public) within the framework of their employment or collaboration relationship must always be respectful and professional, based on the principles of honesty and transparency.

### 2.2 *Confidentiality and Privacy*

The Firm guarantees the utmost confidentiality of the information acquired in the course of its professional activities. All confidential information and personal and sensitive data, including information and data relating to the financial, legal or health situations of clients, is processed in compliance with applicable legislation, including data protection regulations (GDPR and Legislative Decree 196/2003).

All Addressees of the Firm are obliged to avoid, within the scope of their role, the unauthorised disclosure of this information by adopting the technical and organisational measures implemented by the Firm to protect it and by strictly observing any internal procedure adopted for this purpose. Any violation of the security of confidential information and data must be reported immediately to the relevant personnel and managed according to internal procedures.

### 2.3 *Prevention of Conflicts of Interest*

The Firm guarantees compliance with regulations for preventing potential conflicts of interest, ensuring, in particular, scrupulous compliance with Article 37 of the Code of Legal Ethics. This objective is achieved through the use of management software and/or internal procedures specifically adopted by the Firm with which every Addressee is required to comply promptly and with the utmost diligence within the scope of their role.

## 3. RULES AND ETHICAL PRINCIPLES IN INTERNAL RELATIONS

### 3.1 *Respect for People*

Respect for the personality and for the dignity of every employee and collaborator is the basis for a healthy, safe and inclusive work environment.

The Firm puts respect for this principle before any other interest in the belief that the pursuit of excellence must always involve respect for the individual and the rejection of all forms of discrimination based on gender, ethnicity, religion, political and trade union affiliation, language, age or disability.

To this end, the Firm actively seeks to guarantee equal professional development and growth

opportunities based on individual ability, adopting fair and consistent methods for the recruitment and management of employees and collaborators, and preventing all forms of favouritism, abuse and discrimination.

### *3.2 Communication and Training*

The Firm defines its objectives with due care and attention, encouraging their understanding and sharing at all levels in order to promote honest and transparent behaviour both in its relations with employees and collaborators and in its relations with clients.

The Firm guarantees its employees and collaborators appropriate training on internal procedures and policies, including this Code.

All Addressees are required to attend, according to their role, the training and updating sessions organised by the Firm, such as those on health and safety at work, anti-money laundering regulations, the confidentiality and security of information, the use of IT systems and devices, and the reporting of offences.

### *3.3 Health and Safety at Work*

Safeguarding physical and psychological health and safety in the workplace is the Firm's primary obligation and objective with regard to both Addressees and third parties who have relations with the Firm and/or access its premises.

Safety and hygiene conditions in the workplace are constantly monitored; if necessary, technical and organisational measures are taken to ensure an optimal working environment. Health and safety performance assessments are an integral part of the Firm's management process and contribute to its continuous improvement.

The Firm undertakes to perform regular assessments of the risks associated with its work activities, identifying potential hazards and taking appropriate preventive measures. This assessment must be carried out systematically and continuously, with periodic updates on the basis of changes to activities and current regulations. The Firm also undertakes to provide its collaborators and employees with the necessary training on health and safety in the workplace.

### *3.4 Correct Use of Work Tools*

With regard to the use of the Firm's information systems and IT resources, Addressees are required to comply with current regulations and the specific policy adopted by the Firm (“**IT Policy**”) and must adhere to the principles of fairness, security and integrity.

Addressees are required to use the IT resources assigned to them in an appropriate manner and must keep the access codes and credentials to those systems confidential, ensuring that they are updated and changed periodically. The unauthorised accessing of IT or electronic systems used by the Firm or by third parties is strictly forbidden, as is obtaining or sharing access codes and/or credentials unlawfully or damaging the information, data and computer or electronic programmes of others.

Compromising, destroying, altering or concealing information, data or electronic documents

contained within the Firm's information systems, as well as using them for purposes other than to perform activities on behalf of and/or in the interest of the Firm, is strictly prohibited.

## RULES AND PRINCIPLES FOR EXTERNAL RELATIONS

### 3.5 *Compliance with Anti-Money Laundering Legislation*

The Firm recognises the importance of strictly complying with current anti-money laundering legislation, and Addressees must act with the utmost diligence and responsibility to prevent, identify and combat any activity that could facilitate money laundering.

To this end, the Firm has adopted a specific anti-money laundering procedure (“**AML Policy**”) as well as a “Procedure for client identification and verification and fulfillment of retention obligations”, valid in full also for the purposes of this document.

If, in the course of their professional activities, Addressees become aware of conduct, operations or transactions that may give rise to the suspicion of money laundering, they must immediately report such operations to the relevant authorities in accordance with the procedures established by law and the specific procedure adopted for such situations (“Procedure for reporting suspicious transactions”).

The Firm promotes ongoing training and updating on anti-money laundering legislation for all Addressees in order to ensure that they fully understand their responsibilities and the procedures to be followed.

The Firm has set up a special compliance function (“**AML Committee**”), and appointed a specific coordinator (“**AML Coordinator**”) responsible for monitoring compliance with anti-money laundering regulations and supporting Addressees in fulfilling their obligations, reviewing procedures and ensuring that their conduct in this area complies with applicable laws and best practices.

### 3.6 *Prohibition of Insider Trading*

When performing their professional activities, Addressees are required to guarantee the utmost confidentiality and to avoid the improper use of privileged information which comes to their knowledge for reasons connected with their professional role or position (*i.e.* financial, strategic and legal information). To this end, Addressees must not:

- (i) disclose in any way, even indirectly, privileged information to unauthorised persons, either inside or outside the Firm; or
- (ii) use such information to obtain an unlawful advantage for themselves or for others, such as purchases or sales of goods, services, securities or shares that could be influenced by the possession of inside information.

Addressees are required to immediately report any suspicious behaviour or violation concerning the abuse of privileged information through the reporting channels made available by the Firm pursuant to Legislative Decree no. 24/2023 (“Whistleblowing law”), following the procedures outlined in the whistleblowing Procedure adopted by the Firm and published on its website.

### 3.7 *Relations with Suppliers*

The Firm selects its suppliers on the basis of the principles of fairness, transparency, cost-effectiveness and competence and requires them to comply with this Code of Ethics.

In particular, the Firm chooses its suppliers on the basis of clear and objective criteria (*i.e.* the quality and price of the good or service offered), periodically updating its assessment of the supplier's reliability. Relations with suppliers are based on contractual and pre-contractual conduct based on mutual loyalty, good faith and cooperation. The same principles and conduct are also required during the execution of the contract and/or of any additional agreement or service agreed between the parties.

### 3.8 *Relations with Clients*

Client relations are based first and foremost on trust: Addressees have a duty to maintain the utmost transparency towards clients, clearly explaining the main aspects and potential risks associated with the assignment entrusted to them, as well as providing an estimate of the costs that they will reasonably have to bear and any useful additional information.

Addressees are also required to conduct themselves with the utmost honesty, loyalty, confidentiality and professionalism and are expected to be respectful and available at all times when interacting with clients.

### 3.9 *Relations with Public Authorities*

In relations with public authorities (*e.g.*, employees of public entities, including the judiciary, public officials and persons in charge of public services), it is fundamental that Addressees behave in a manner founded on respect for the dignity of their respective functions as well as the strict application of all relevant legislation.

Addressees are required to cooperate in full with public authorities and in any case in accordance with the principle of professional privilege and all ethical and legal regulations in force. In the context of their relations with public authorities, Addressees are also forbidden to (*i*) offer, promise or receive, even indirectly, money or other benefits and, more generally, to engage in (or instigate others to engage in) corrupt practices of any kind (*ii*) establish relationships likely to influence or exert illicit influence, even only indirectly, on officials of any authority, public officials or persons in charge of a public service.

### 3.10 *Press and Mass Media*

In respect for the confidentiality of the information acquired during their professional duties, Addressees must adopt a particularly cautious and responsible approach in any relations with the press and the mass media, making sure that any communication or statement made in this context, as well as on social media, is not likely to cause economic and/or reputational damage or harm, even only potentially, to the Firm.

### *3.11 Sustainability and the Environment*

The Firm invests all appropriate resources and takes all necessary measures to ensure that every aspect of its business and organisation complies with applicable environmental legislation, taking inspiration from the best practices in the industry. The Firm is also actively committed to reducing its environmental impact, adopting sustainable practices such as the efficient use of resources, the reduction of waste and emissions, and recycling. The responsible management of daily activities is also promoted with the adoption of low-impact technologies and tools and the organisation of special awareness-raising initiatives on these topics aimed at all Addressees.

## **4. VIOLATIONS OF THE CODE OF ETHICS**

Any violation of the principles contained in the Code or the procedures or legal provisions referred to herein constitutes a breach of the trusting relationship with the Firm.

Without prejudice to the sanctions provided for by law and/or by the relevant professional association, appropriate measures may be taken against those responsible for violations, in line with the provisions of applicable legislation.

### *4.1 Compliance of the Code*

Within the remit of their respective activities and roles, Addressees are required to comply with the provisions of the Code, contribute to the dissemination of the Code's provisions and principles, and actively promote the observance of the Code, also by promptly reporting any violations of the Code that come to their knowledge during their employment or collaboration with the Firm.

### *4.2 Reporting Violations*

Any behaviours, actions or situations which may even only potentially constitute a violation of the Code may be reported via e-mail to the Management Team ([mgmtteam@pglex.it](mailto:mgmtteam@pglex.it)) provided that said violations (already committed or potential) do not also constitute a relevant criminal or administrative offence under the Whistleblowing Procedure (<https://pglex.it/whistleblowing/>). In this case, they should be reported using the channels indicated (and in the presence of the necessary prerequisites) in the Procedure.

Any reports of violations that fall within the scope of the Whistleblowing Procedure but which have nevertheless been submitted to the Management Team will be forwarded by the latter to the Whistleblowing Committee within seven days of receipt, with the whistleblower being informed at the same time wherever possible.

## **5. APPROVAL AND DISSEMINATION OF THE CODE**

This Code is approved by the Management Team and the Executive Committee. The document is brought to the attention of all Addressees as well as third parties through its publication on the Firm's website.



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