



Management, Organization and control model

D.Lgs. 231/01

CODE OF ETHICS



Code of Ethics

RELATECH S.p.A.

Viale Ercole Marelli, 165 – 20099 Sesto San Giovanni (MI)
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CODE OF ETHICS**INDEX**

1. PREMISE	3
2. GENERAL PRINCIPLES	4
2.1 SCOPE AND ADDRESSEES OF THE CODE OF ETHICS	4
2.2. VALUES and PRINCIPLES	4
2.3 RELATIONS WITH THE ORGANISATION, MANAGEMENT AND CONTROL MODEL EX D. LEGISLATIVE DECREE NO. 231/2001	6
3. CRITERIA OF CONDUCT	7
3.1 GENERAL CRITERIA OF CONDUCT IN RELATIONS WITH STAKEHOLDERS	7
3.1.1 Information management and Communication and relations with information and the media	7
3.1.2 Gifts, presents, benefits	7
3.2 CRITERIA OF CONDUCT IN RELATIONS WITH EMPLOYEES	7
3.2.1 Staff selection	7
3.2.2 Establishment of the employment relationship	8
3.2.3 Human resources management	8
3.2.7 Protection and use of company assets	8
3.3. CRITERIA OF CONDUCT IN RELATIONS WITH THIRD PARTIES	9
3.3.1 Relations with customers and suppliers	9
3.4 CRITERIA OF CONDUCT IN RELATIONS WITH THE COMMUNITY AND THE PUBLIC ADMINISTRATION	9
3.4.1 Political and trade union organizations	9
3.4.2 Contributions and sponsorships	9
3.4.3 Relations with the Public Administration	10
4. PROVISIONS	10
5. CONTROL AND VIOLATIONS OF THE CODE	11
5.1 CONTROL OVER THE CODE OF ETHICS	11
5.2 VIOLATIONS	11
6. ENTRY INTO FORCE AND AMENDMENT PROCEDURES	11

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CODE OF ETHICS**1. PREMISE**

This Code of Ethics defines the values, principles, commitments and ethical and behavioral responsibilities by which Relatech S.p.A. is inspired. (hereinafter referred to as "Relatech" for short), in the conduct of its corporate activities.

Relatech is a digital solution company listed on the AIM Italia segment of the Italian Stock Exchange since 28 June 2019. Innovative SME present on the market with innovative solutions for the digitization of companies in the fastest growing technological areas such as Digital Customer Experience, Artificial Intelligence and Bigdata Analytics, Internet of Things and Industry 4.0; Cybersecurity and Blockchain a service activity specialized in the growth and accompaniment of companies in the digital world.

Relatech essential objective is to maintain over time a relationship of trust with its stakeholders and to contribute, through high-tech solutions and IT consulting services, to the creation of value and competitiveness for the company, becoming its reference partner for all information technology needs.

The purpose of this Code of Ethics is to strengthen and communicate Relatech commitments and responsibilities, as well as to standardize the behavior of its employees, in order to strengthen this relationship of trust with all its stakeholders.

The Code of Ethics details a series of criteria of conduct to which the activities of Relatech, its employees and all those who cooperate in the exercise of Relatech activities must be based.

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2. GENERAL PRINCIPLES

2.1 SCOPE AND ADDRESSEES OF THE CODE OF ETHICS

The Code of Ethics is addressed to all those who operate permanently or temporarily on behalf of Relatech (hereinafter, for the sake of brevity, "Recipients").

Recipients are required to comply with the provisions of this Code of Ethics for the entire duration of their relationship with Relatech and their contractual commitments with it.

The Management Body is inspired by the values and principles of this Code of Ethics when carrying out its activities and is required to consider the principles of the Code of Ethics when setting Relatech objectives, as well as when proposing and implementing strategies, investments and projects.

Relatech top management are required to comply with the contents of the Code of Ethics when developing processes, proposing and implementing the activities and actions necessary to achieve Relatech objectives.

The Code of Ethics must inspire Relatech employees in their work activities, adapting their conduct and actions in compliance with the law and regulations in force.

Collaborators who are not linked to any subordinate relationship with Relatech, as well as business partners who, for various reasons, have business relations with Relatech, are required to adapt their conduct to the provisions of the Code of Ethics.

The Code of Ethics is valid both in Italy and abroad, despite the cultural, social and economic diversity of the various countries in which Relatech operates.

2.2. VALUES and PRINCIPLES

The following values and principles represent an indispensable and fundamental heritage of Relatech, which must base its development on a solid and loyal reputation.

Values:

- **Honesty**

Relatech operates in compliance with the laws and regulations in force and the principles of honesty and transparency.

Relatech complies with the regulations in force in all countries in which it operates. Under no circumstances may the pursuit of Relatech interests justify a different conduct.

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Relatech repudiates and rejects any form of associationism for criminal purposes.

- ***Impartiality, dignity and equality***

Relatech avoids any discrimination based on age, language, gender, sexuality, health, race, nationality, political opinions and religious beliefs of its interlocutors.

Relatech respects the personal dignity, privacy and personality rights of any individual.

- ***Confidentiality, information and privacy protection***

Relatech ensures, in compliance with the provisions of the law in force, the confidentiality of the information in its possession, undertaking to protect the confidential, or personal data of employees, collaborators or third parties.

Relatech in full compliance with the provisions of Regulation (EU) 2016/679 ensures the correct processing of personal and sensitive data in its possession.

Appointment, for this purpose, of a DPO, which will supervise the adherent implementation of the above-mentioned EU Reg.

- ***Loyalty, fairness and good faith***

Relatech acts according to correctness and good faith.

Company activities must avoid situations where the persons involved are, or may even appear to be, in conflict of interest.

- ***Protection of the environment, safety and health***

The environment is a primary good that Relatech is committed to safeguarding.

Relatech manages its activities in respect of the environment and current regulations on environmental protection.

Relatech is committed to achieving and maintaining the highest standards of health and safety and ensures that the necessary measures are taken to prevent accidents and illnesses at work.

Relatech guarantees the physical and moral integrity of its employees and collaborators, working conditions that respect human dignity and safe and healthy working environments.

Relatech carries out communication and awareness raising activities aimed at activating the virtuous behavior of all those with whom it collaborates (customers, suppliers, etc.).

- ***Protection of copyright and intellectual and industrial property rights***

Relatech guarantees the respect of the intellectual and industrial property rights of third parties

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and those concerning distinctive signs.

▪ Fairness and fair competition

Relatech protects the value of fair competition in the market.

Relatech orients its activity to the satisfaction of its customers' requests and therefore researches high standards in the quality of its products.

Relatech refrains from collusive and predatory behavior and abuse of dominant position.

▪ Relations with Individuals, Public Administration and Institutions

Relatech manages its relations with private individuals, Public Administration and Institutions in compliance with the principles of legality, honesty, transparency and clarity, respecting the legislation in force in all the countries in which it operates.

▪ Transparency and truthfulness of information, financial statements and social communications

In the management of the various company activities, Relatech provides complete, transparent and accurate information.

Relatech ensures, in compliance with the regulations in force, that the principles of transparency, truthfulness and completeness are respected about any document in which economic, equity or financial elements are evident.

• Conflicts of interest

Relatech is committed to avoiding and/or identifying and managing potential conflicts of interest in the conduct of its business.

Recipients are not permitted to undertake activities or occupy positions outside Relatech in conflict with the interests of the company. Such conflict of interest could include taking management positions, buying or selling shares or hiring family members.

Each addressee must carry out his or her work in the exclusive interest of Relatech, avoiding any situation of conflict between personal economic activities (of his or her own, family members or cohabitants) and company interests that could result in damage to Relatech activities or an unlawful advantage in favor of himself or herself or of family members or cohabitants.

Specifically, Relatech undertakes to take all necessary measures to facilitate the timely identification and correct management of conflict of interest situations.

• Responsibility towards the community

Relatech is aware of the influence, even indirectly, that its activities may have on the conditions,

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economic and social development and general welfare of the community, as well as the importance of the social acceptance of the communities in which it operates, carrying out its activities in compliance with health and safety standards at work in order to also achieve an improvement in its reputation and social acceptance.

**2.3 RELATIONS WITH THE ORGANISATION, MANAGEMENT AND CONTROL MODEL EX D.
LEGISLATIVE DECREE NO. 231/2001**

In addition to this Code of Ethics, Relatech has adopted the Organization, Management and Control Model pursuant to Legislative Decree 231/01.

The Code of Ethics has a general scope and represents an instrument adopted independently by Relatech, even if it recalls principles of conduct relevant to the Model.

This Code of Ethics respects, for the purposes of Legislative Decree no. 231 of 8 June 2001 (Legislative Decree 231/2001)

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3. CRITERIA OF CONDUCT**3.1 GENERAL CRITERIA OF CONDUCT IN RELATIONS WITH STAKEHOLDERS****3.1.1 Information management and Communication and relations with information and the mass media**

The information, data, knowledge acquired, processed and managed by the Recipients in the performance of their work activities must remain strictly confidential and suitably protected and may not be used, communicated or disclosed, both inside and outside Relatech, except in compliance with current legislation and company procedures.

Any external communication of documents and information of any kind and in any form concerning Relatech, must be made in compliance with the laws, procedures and professional conduct practices in force, must be carried out with transparency and clarity and must be expressly authorized by the company managers in charge.

The disclosure of false, tendentious or confidential information regarding Relatech, its employees or collaborators is prohibited.

Recipients are required to comply with these criteria of conduct and avoid behavior aimed at acquiring favorable attitudes on the part of the media and the press.

3.1.2 Gifts, presents, benefits

It is expressly forbidden to distribute gifts and gratuities outside of what is provided for by company practice (i.e. any form of gift offered in excess of normal business practice or courtesy, or in any case aimed at acquiring favorable treatment in the conduct of any business activity).

In particular, it is forbidden to give any form of gift to Italian or foreign public officials (even in those countries where the giving of gifts is a widespread practice), or to their family members, which may influence independence of judgement or lead to any advantage for the company.

Permitted gifts are always characterized by their low value.

Directors, top management and employees can accept gifts or other forms of gift from third parties who have or could potentially have relations with Relatech, within the limits of normal courtesy relations and only if of modest value.

It is forbidden to accept gifts in the form of money or goods easily convertible into money.

If you receive a gift that does not meet the above criteria, it must be refused.

3.2 CRITERIA OF CONDUCT IN RELATIONS WITH EMPLOYEES**RELATECH S.p.A.**

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3.2.1 Staff selection

Staff evaluation is carried out in compliance with equal opportunities for all stakeholders. The Department that oversees personnel management, within the limits of the information available, adopts appropriate measures to avoid favoritism, nepotism or forms of patronage during the selection and recruitment phases. Any third parties involved in the management of the processes in question are required to comply with the principles laid down in this Code of Ethics.

3.2.2 Establishment of the employment relationship

Personnel are hired with a regular employment contract and no form of work is tolerated that does not comply with the applicable laws and the rules of the applicable national collective labor agreements.

When the employment relationship is established, each employee receives information on the characteristics of the function and the tasks to be performed, regulatory and salary elements, rules and procedures to be complied with.

Any third parties involved in the management of the processes in question are required to comply with the principles set out in this Code of Ethics.

3.2.3 Human resources management

Relatech is aware that the dedication and professionalism of its employees are decisive values and conditions for achieving its objectives.

Relatech is committed to developing the skills, competences and potential of each employee.

Relatech offers all workers the same job opportunities, ensuring that everyone can enjoy fair treatment based on merit without any discrimination.

The company managers responsible for this must:

- adopt criteria of merit, competence and in any case strictly professional criteria for any decision concerning an employee;
- to manage employees without discrimination;
- create a working environment in which personal characteristics cannot give rise to discrimination.

Relatech expects employees at all levels to work together to maintain a climate of mutual respect for each other's dignity, honor and reputation in the company.

Relatech rejects insulting or defamatory interpersonal attitudes and intervenes to prevent them.

The Addressees, including any third parties involved in the management of the processes in question, are required to comply with these criteria of conduct.

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3.2.7 Protection and use of company assets

The company's assets consist of physical tangible assets (e.g. computers, printers, equipment, cars, buildings, infrastructure) and intangible assets (e.g. trademarks, etc.).

Heritage conservation is a fundamental value for the protection of social interests.

Recipients, in the performance of their company activities, must protect company assets and prevent their fraudulent or improper use.

The use of company assets by the Recipients must be functional and exclusive to the performance of company activities or for purposes authorized by the persons in charge.

3.3. CRITERIA OF CONDUCT IN RELATIONS WITH THIRD PARTIES**3.3.1 Relations with customers and suppliers**

Negotiation relations and communications to customers and suppliers are based on availability and respect for the principles of fairness, professionalism and transparency.

The behavior of employees and all Relatech collaborators towards customers and suppliers must comply with these principles and be directed towards the provision of high-quality services that meet the customer's reasonable expectations and needs.

Relatech undertakes not to arbitrarily discriminate against its customers.

Contracts and communications to clients must be clear, simple, complete and comply with current regulations.

Recipients are required to respect these principles in their relations with customers.

3.4 CRITERIA OF CONDUCT IN RELATIONS WITH THE COMMUNITY AND THE PUBLIC ADMINISTRATION**3.4.1 Political and trade union organizations**

Relatech makes no contributions, direct or indirect and in any form whatsoever, to political and trade union parties, movements, committees and organizations, their representatives and candidates with whom a conflict of interest may arise.

Relatech also refrains from exerting any direct or indirect pressure on politicians.

Recipients are required to comply with these criteria of conduct.

3.4.2 Contributions and sponsorships**RELATECH S.p.A.**

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Relatech may only accept requests for contributions from non-profit organizations and associations if they have a high cultural, charitable or social value.

Sponsorship activities, potentially related to sports, environmental, cultural or artistic themes, can only be destined to initiatives, proposed by subjects of adequate credibility, that present characteristics of quality and originality.

In any case, Relatech, in evaluating the proposals to which it adheres, pays attention to any possible conflict of interest.

Requests for contributions or sponsorship must be authorized by top management in accordance with current company procedures.

Recipients are required to comply with these criteria of conduct.

3.4.3 Relations with the Public Administration

Relations with the Public Administration, which are necessary for the management of the company's activities, are reserved exclusively for the subjects delegated to them by Relatech with an explicit mandate and must not create conflicts of interest.

Relations must be characterized by maximum transparency, clarity, correctness and such as not to lead to partial, distorted, ambiguous or misleading interpretations on the part of private and public institutional subjects with whom relations are maintained for various reasons.

Relatech undertakes to ensure compliance with current regulations in all relations with the Public Administration, and not to offer, directly or through intermediaries, sums of money or other undue benefits to public officials or those in charge of public services in order to influence their activities in the performance of their duties.

The Recipients must comply with these criteria of conduct, comply, as far as their competence is concerned, with the requests of the regulatory or supervisory bodies and provide their support during inspection activities with transparency and availability.

4. PROVISIONS

Relatech ensures the dissemination of the Code of Ethics and of the appropriate cognitive and clarification tools regarding its contents to the Addressees.

Recipients have the duty to know the provisions of the Ethical Code and to adapt their actions and behavior to the principles, objectives and rules of conduct laid down in the Ethical Code.

Recipients are forbidden to behave in any way contrary to the provisions of the Code of Ethics.

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5. CONTROL AND VIOLATIONS OF THE CODE**5.1 CONTROL OVER THE CODE OF ETHICS**

The control of compliance with the Ethical Code is entrusted to an internal person.

The SB is assigned the task of receiving and analyzing any reports of violation of the Code and of reporting to the Management Body the opportunity to update the Code.

5.2 VIOLATIONS

In the event of violations Relatech adopts disciplinary measures against those responsible for the violations and where deemed necessary for the protection of the company's interests, in compliance with the regulatory framework in force

Compliance with the Code of Ethics must be considered an essential part of the contractual obligations of Relatech employees, pursuant to and for the purposes of the provisions of Article 2104 et seq. of the Italian Civil Code.

Breaches of the Code of Ethics therefore constitute a breach of contract and/or a disciplinary offence with all the consequences envisaged in accordance with current legislation and the national collective labor agreement applied

In the event of a breach by managers, the most appropriate measures shall be applied in accordance with the provisions of current contractual regulations.

In the event of violation by Relatech management bodies, the Supervisory Board shall inform the Shareholders' Meeting.

In the event of violation by one or more Auditors, the Supervisory Board shall inform the Shareholders' Meeting in order to adopt the most appropriate measures provided for by the Law.

Behavior contrary to the Code of Ethics by collaborators, suppliers or business partners may result in the application of penalties or, in the case of serious breach, the termination of the contractual relationship, without prejudice to any claim for compensation if the same result in damage to Relatech, even regardless of the termination of the contractual relationship.

6. ENTRY INTO FORCE AND AMENDMENT PROCEDURES

This Code of Ethics shall enter into force as from the date of its adoption by the Board of Directors.

Any changes or additions must be approved by the Board of Directors.

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