

Vibe.a srl is a consulting firm founded in 2020. The challenges of sustainable development and the need to take into consideration the interests of all those with a legitimate interest in the company business ("Stakeholders"), strengthen the importance of clearly defining the values that Vibe.a srl accepts, acknowledges and shares as well as the responsibilities it assumes, contributing to a better future for everybody.

For this reason the Vibe.a srl Code of Ethics has been drafted. Compliance with the Code by Vibe.a srl's personnel, as well as by all those who operate in Italy and abroad for achieving Vibe.a srl's objectives such as subcontractors, each within their own functions and responsibilities, is of paramount importance for Vibe.a srl's efficiency, reliability and reputation, which are all crucial factors for its success and for improving the social context in which Vibe.a srl operates.

Vibe.a srl shall promote knowledge of the Code among Vibe.a srl Personnel and the other Stakeholders, and accept their constructive contribution to the Code's principles and contents. Vibe.a srl shall take into consideration any Stakeholder's suggestion and remark, with the objective of confirming or integrating the Code.

The Code is brought to the attention of all those with business relations with Vibe.a srl.

1. General Principles: Sustainability And Responsibility

Compliance with laws, regulations, statutory provisions, governance codes, ethical integrity and fairness, is a constant commitment and duty of all Vibe.a srl personnel, and characterizes the conduct of Vibe.a srl's entire organization.

Vibe.a srl's business and company activities shall be carried out in a transparent, honest and fair way, in good faith, and in full compliance with competition rules.

Vibe.a srl stands up for the protection and promotion of human rights, inalienable and fundamental prerogatives of human beings and basis for the establishment of societies founded on principles of equality, solidarity, repudiation of war, and for the protection of civil and political rights, of social, economic and cultural rights.

No form of discrimination, corruption, forced or child labor is tolerated. Particular attention is paid to the acknowledgement and safeguarding of the dignity, freedom and equality of human beings, to protection of labor and of the freedom of trade union association, of health, safety, the environment and biodiversity, as well as the set of values and principles concerning transparency, energy efficiency and sustainable development, in accordance with International Institutions and Conventions.

All Vibe.a srl personnel, without any distinction or exception whatsoever, must respect the principles and contents of this code in their actions and behaviors in the context of their functions and tasks, aware that compliance with the code is fundamental for the quality of their working and professional performance. Relationships among Vibe.a srl personnel, at all levels, shall be characterized by honesty, fairness, cooperation, loyalty and mutual respect.

2. Conduct Standards

2.1. Ethics, transparency, fairness and professionalism

In its business relations, no matter how significant they are, Vibe.a srl is inspired by and complies with the principles of loyalty, fairness, transparency, efficiency and openness to the market.

Any action, transaction and negotiation performed and, generally, the conduct of Vibe.a srl personnel in the performance of their duties is inspired by the highest principles of fairness, completeness and transparency of information and legitimacy, both in form and substance, as well as clarity and truthfulness of all accounting records, in compliance with the applicable laws in force and regulatory documents.

All Vibe.a srl's activities shall be performed with the utmost care and professional skill, with the duty to provide skills and expertise appropriate to the tasks assigned, and to act so as to protect Vibe.a srl's image and reputation. Company objectives, as well as the proposal and implementation of projects, investments and actions, shall be aimed at improving the company's assets, management, technological and information level in the long term, and at creating value and welfare for all Stakeholders.

Bribes, illegitimate favors, collusion, requests for personal or career benefits for oneself or others, either directly or through third parties, are prohibited without any exception.

To pay or offer, directly or indirectly, money and material benefits and other advantages of any kind to third parties, whether representatives of governments, public officers and public servants or private employees, in order to influence or remunerate the actions of their office is prohibited.

Cash gifts from individuals or companies that have or plan to have business relations with Vibe.a srl shall not be accepted. Anyone who receive proposals of gifts or special treatment or hospitality that cannot be considered as commercial courtesy of small value, or requests therefore by third parties, shall refuse them and immediately inform their direct superior, or the body they belong to, as well as the Guarantor.

Vibe.a srl shall properly inform all third parties about the commitments and obligations provided for in the Code, require third parties to respect the principles of the Code relevant to their activities and take proper internal action and, if the matter is within its own competence, external action if a third party fails to comply with the Code.

2.2. Relations With Clients And Suppliers

2.2.1. Clients

Vibe.a srl pursues its business success in markets by offering quality goods and services under competitive conditions while respecting the rules protecting fair competition.

Vibe.a srl shall respect the right of clients not to receive goods harmful to their health and physical integrity and to receive complete information on the goods offered to them.

Vibe.a srl acknowledges that the esteem of those requesting goods or services is of primary importance for success in business. Business policies are aimed at ensuring the quality of goods and services, safety and compliance with the precautionary principle. Therefore, Vibe.a srl Personnel shall:

1. comply with regulatory documents concerning the management of relations with clients;
2. supply, with efficiency and courtesy, within the limits set by the contractual conditions, high-quality goods and services meeting the reasonable expectations and needs of clients;
3. supply accurate and exhaustive information on goods and services and be truthful in advertisements or other kind of communication, so that clients can make informed decisions

2.2.2. Suppliers And External Collaborators

Vibe.a srl undertakes to seek suppliers and external collaborators with suitable professionalism and committed to sharing the principles and contents of the Code and promote the establishment of long-lasting relations for the progressive improvement of performances while protecting and promoting the principles and contents of the Code.

In relationships regarding tenders, procurement and, generally, the supply of goods and/or services and of external collaborations (including consultants, agents, etc.), Vibe.a srl personnel shall:

1. comply with regulatory documents concerning selection and relations with suppliers and external collaborators and abstain from excluding any supplier meeting requirements from bidding for Vibe.a srl's orders; adopt appropriate and objective selection methods, based on established, transparent criteria;
2. secure the cooperation of suppliers and external collaborators in guaranteeing the continuous satisfaction of Vibe.a srl's clients to an extent appropriate to their legitimate expectations, in terms of quality, costs and delivery times;
3. use as much as possible, in compliance with the laws in force and the criteria for legality of transactions with related parties, goods and services supplied by Vibe.a srl companies at arm's length and market conditions
4. state in contracts the Code acknowledgement and the obligation to comply with the principles contained therein
5. comply with, and demand compliance with, the conditions contained in contracts;
6. maintain an open dialogue with suppliers and external collaborators in line with good commercial practice; promptly inform their direct superiors, and the Guarantor, about any possible violations of the Code
7. inform the relevant Vibe.a srl functions of any serious issue with a particular supplier or external collaborator, in order to evaluate possible consequences for Vibe.a srl.

The remuneration due shall be proportionate only to the services to be specified in the contract; payments cannot be made to any party other than the counterparty of the contract or in a third Country different from the Country of the parties or the Country where the contract has to be performed.

3. Health, Safety And Environmen

Vibe.a srl's activities shall be carried out in compliance with applicable worker health and safety, environmental agreements, national standards and laws, regulations, administrative practices.

Vibe.a srl actively contributes as appropriate to the promotion of scientific and technological development aimed at protecting the environment and natural resources. The operative management of such activities shall be carried out according to advanced criteria for the protection of the environment, with the aim of creating better working conditions and protecting the health and safety of its personnel.

Within their areas of responsibility, Vibe.a srl personnel shall actively participate in the process of risk prevention, environmental protection, public safety and health protection for themselves and for their colleagues and third parties.

4. Confidentiality

4.1. Protection of business secrets

Vibe.a srl's activities constantly require the acquisition, storage, processing, communication and dissemination of information, documents and other data regarding negotiations, administrative proceedings, financial transactions, and know-how (contracts, deeds, reports, notes, studies, drawings, pictures, software, etc.) that may not be disclosed to outside the company pursuant to contractual agreements, or whose inopportune or untimely disclosure may be detrimental to the interest of the company.

Without prejudice to the transparency of the activities carried out and to the information obligations imposed by the provisions in force, Vibe.a srl Personnel shall ensure the confidentiality required by the circumstances for each piece of information they have acquired because of their tasks.

All information, knowledge and data acquired or processed during working activities or because of tasks at Vibe.a srl belong to Vibe.a srl, and may not be used, shared or disclosed without specific authorization of the direct superior in compliance with the specific regulatory documents.

4.2. Protection of privacy

Vibe.a srl is committed to protecting the information on Vibe.a srl Personnel and third parties, generated or obtained inside Vibe.a srl or in the conduct of Vibe.a srl's business, and to avoiding improper use of such information.

Vibe.a srl guarantees that the processing of personal data within its structures respects fundamental rights and freedoms, as well as the dignity of the parties concerned, as provided for by the legal provisions in force.

Personal data shall be processed in a lawful and fair way and, in any case, the data collected and stored is only what is necessary for certain, explicit and lawful purposes. Data shall be stored for a period of time no longer than necessary for the purposes of collection.

Vibe.a srl shall also adopt suitable preventive safety measures for all databases that store and keep personal data, to avoid any risks of destruction and losses or unauthorized access or processing without consent. Vibe.a srl's personnel shall:

1. Obtain and process only data that are necessary and suited to the aims of their work and responsibilities;
2. Obtain and process such data only within specified regulatory documents, and store said data in a way that prevents unauthorized parties from having access to it;
3. Represent and order data in a way to ensure that any party with access authorization may easily get an outline thereof which is as accurate, exhaustive and truthful as possible;
4. Disclose such data pursuant to specific regulatory documents or subject to the express authorization by their direct superior and, in any case, only after having checked that such data may be disclosed, also making reference to absolute or relative constraints concerning third parties bound to Vibe.a srl by a relation of whatever nature and, if applicable, after having obtained their consent.
5. Responsible for data treatment is Mr. Andrea Catino.