



Science you Trust,
Results that Matter

Code of Ethics

Principles and values
for corporate conduct



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Message from the Chief Executive Officer

F.I.S. Fabbrica Italiana Sintetici (the “Company”), together with its subsidiaries (the latter, jointly with the Company, “FIS”), has operated for decades in the pharmaceutical and chemical-pharmaceutical sector, producing active pharmaceutical ingredients for customers around the world. Our reputation, built up over time, rests not only on the quality of what we produce, but on the integrity of our actions and relationships in doing so.

This Code of Ethics (the “Code”) sets out the principles that guide the conduct of each of us — directors, employees, collaborators and anyone acting in the name and on behalf of FIS — in our dealings with colleagues, customers, suppliers, authorities and the community in which we operate.

This is not a document to be filed away. It is a tool to be known, applied and lived on a daily basis. We expect everyone who works with and for FIS to read it, understand it and translate it into concrete behaviour.

Anyone who becomes aware of situations that may involve a violation of the principles contained in this Code of Ethics is encouraged to report them through the channels made available by the Company, with full protection of their confidentiality.

Chairman of the Board and Chief Executive Officer



1. Purpose of this Code

This Code of Ethics (the “Code”) sets out the principles and values that guide FIS in the conduct of its business and that all Addressees are required to comply with.

The Code:

- expresses FIS’s ethical commitments in conducting its business and corporate activities, in Italy and abroad;
- forms an integral part of the Organisation, Management and Control Model adopted by the Company pursuant to Legislative Decree 231/2001, as subsequently amended, of which it represents the value-based foundation;
- applies in addition to, and not in place of, the laws and regulations in force in the countries where FIS operates, which in any case prevail;
- integrates with the Company’s topic-specific procedures that specify its operational application (an up-to-date list of which is available on the company intranet/website). These procedures specify how the principles of this Code are to be applied and may in no case depart from them. In the event of a conflict between a procedure and a principle of the Code, the Code shall prevail.

In case of doubt about the interpretation or application of a principle of the Code, every Addressee is invited to contact the Legal/Compliance function through the channels set out in Chapter 8.





2. Our Values

The principles of this Code are based on six values that guide the way FIS does business:

Integrity and Legality

We act with honesty and consistency, even when no one is watching. We accept no compromise on legality and do not tolerate corruption or fraudulent conduct of any kind.

Accountability

We are accountable for our actions and decisions to colleagues, customers, suppliers, shareholders, the community and all the stakeholders with whom FIS comes into contact in conducting its business. We expect anyone acting on behalf of FIS to do the same.

Safety and Quality

The health of the people who work with us and the quality of the products we make are non-negotiable. Every FIS product can have a direct impact on patients’ health: this awareness guides every operational choice we make. No economic, commercial or production objective can justify compromises on quality, product safety or data integrity.

Transparency

We communicate clearly and truthfully, both internally and externally. We keep accurate records of what we do and do not withhold relevant information.

Respect

We treat every person — employees, customers, suppliers, communities and stakeholders — with dignity, respect and a willingness to listen, without discrimination and valuing differences.

Continuous Improvement

Our ambition goes hand in hand with the awareness that there is always room for continuous improvement, and we seek to instil this value in our collaborators and partners as well, asking them to seize every opportunity for learning and growth along their own path.



3. Scope of Application and Addressees

The Code applies to:

- directors, statutory auditors and members of FIS's corporate bodies;
- all employees, at every level and at any site or plant (Montecchio Maggiore, Lonigo, Termoli) and within subsidiaries;
- consultants, external collaborators, agents and anyone acting in the name of or on behalf of FIS under a mandate or engagement;
- suppliers, sub-suppliers, distributors and business partners, within the limits and in the manner set out in the Supplier Code of Conduct and the relevant contractual agreements.

Throughout this document, these parties are collectively referred to as the "Addressees."

FIS encourages Addressees to ask questions, raise concerns and offer appropriate suggestions about the way the business is conducted, without fear of retaliation or of consequences for their position within the Company. Moreover, since the Code cannot provide specific guidance on how to handle every situation that may arise, it is important that, in case of doubt, Addressees ask themselves a few questions:

- Do I feel comfortable in this situation?
- If a colleague or family member were present, would I still feel comfortable behaving this way?
- Am I violating company procedures?
- Is what is happening unlawful?
- Would I be comfortable reporting it to a third party in any conversation?

If the answer to even one of these questions is no, or if we have any doubt about the legitimacy of our action or conduct with respect to the Code, we must stop and seek advice through the most appropriate company channel.

It is prohibited, and contrary to HR policy, to use virtuous reporting behaviour as a means of retaliation. The confidentiality of reports is in any case always guaranteed.

For this reason, FIS expects any suspected violations of the Code, of the law, of internal policies and of the internal control system to be promptly reported to management, so that the necessary measures can be taken.

Compliance with the Code is an essential condition for entering into and continuing any employment or collaboration relationship with FIS. Its violation entails the disciplinary and contractual consequences described in Chapter 9.





4. Conduct Towards People

4.1 Respect for the Individual and Equal Opportunities

FIS values people as an essential element of its success.

FIS recognises and values diversity as a fundamental element for the organisation's growth, innovation and sustainable success. FIS promotes a working environment that is inclusive, respectful and free from any form of discrimination, harassment or conduct that harms a person's dignity.

FIS:

- guarantees equal employment and professional growth opportunities, promoting fair working conditions based exclusively on merit and skills;
- supports the professional and personal growth of its people, promoting ongoing training opportunities and skills development;
- does not tolerate any form of discrimination based on gender, age, ethnicity, nationality, language, religion, sexual orientation, disability or political and trade union opinions;
- does not tolerate harassment, bullying or intimidating behaviour in the workplace;
- respects freedom of association and the right to collective bargaining;
- guarantees decent working conditions, including fair pay systems consistent with applicable law and collective agreements, and working hours compliant with the law in force that support a healthy work-life balance and the protection of psychophysical wellbeing;
- does not permit child labour or forced labour in any form, either in its own operations or along its supply chain;
- promotes respect for human rights in its dealings with suppliers, business partners and local communities, adopting responsible conduct consistent with its ethical values.

4.2 Health and Safety

The protection of people's health and safety and the protection and preservation of the environment are core values for FIS, as well as a guiding principle in every company action and decision.

Safety is a fundamental value, fully integrated into FIS's sustainability and development strategy. FIS's commitment goes beyond mere compliance with mandatory requirements and regulations: we adopt a comprehensive, structured approach to protect people, safeguard our assets and preserve the environment in which we operate.

All Addressees are required to:

- scrupulously comply with safety procedures, even where this causes operational slowdowns;
- immediately report risk situations, near misses or incidents, without fear of consequences;
- actively contribute to the continuous improvement of the HSE management system, in line with the international standards adopted by FIS (ISO 45001, ISO 14001);
- strictly comply with internal policies on the use of alcohol and drugs, and promptly inform their manager of any dependency issues affecting their own health and the safety of the worker and of colleagues in the workplace.

FIS promotes a culture of reporting and learning.

Errors, near misses and deviations reported in good faith represent opportunities for improvement. Intentional concealment, falsification or failure to report significant events will not be tolerated.

4.3 Environment

FIS operates in full compliance with applicable environmental legislation, minimising the impact of its production activities.

FIS promotes goals and initiatives aimed at reducing its environmental impact and transitioning towards an increasingly efficient and sustainable production model, including by making commitments to achieve reduction targets relating to water consumption, waste generation and emissions, as well as implementing its Decarbonisation Plan through 2035. The Company's commitment in this area is periodically analysed and reported on in line with applicable regulations and the requirements of any management systems the Company chooses to adopt.



5. Integrity in Business Relations

Anti-Corruption
and Relations
with Public
Administration

Anti-Money
Laundering

Agents,
Intermediaries
and Third Parties

Gifts, Hospitality
and Entertainment

Conflicts of
Interest

Fair Competition

Relations with
Suppliers and
the Supply Chain

5.1 Anti-Bribery and Anti-Corruption and Relations with Public Administration

FIS has a zero-tolerance policy towards corruption in any form, in every country in which it operates, even where such practices may be tolerated or customary at the local level.

It is prohibited, directly or indirectly, to offer, promise, give or accept money, goods or other benefits in order to improperly influence a decision, obtain an undue advantage or expedite an administrative process. So-called “facilitating payments” are prohibited without exception, even where they are permitted under local law.

In dealings with Public Administration bodies and public officials — including regulatory authorities (e.g. AIFA, FDA, EMA), customs authorities, labour inspectors and any other public official — every interaction must be conducted with fairness, transparency and traceability. Detailed operating procedures are set out in specific company policies.

The Company complies, among other things, with the provisions of Legislative Decree 231/2001 (including the recent amendments concerning offences related to the violation of international sanctions), the US Foreign Corrupt Practices Act (FCPA) and the UK Bribery Act 2010.

5.2 Anti-Money Laundering

FIS condemns money laundering and the financing of illegal activities without exception. All Addressees must:

- verify the identity and reliability of business counterparties before entering into business relationships;
- refuse cash payments and payments from unidentified third parties or parties unrelated to the underlying business transaction;
- promptly report to Internal Audit or the Supervisory Board any unusual transactions or payment requests, including attempts to obtain payment into offshore accounts or in unusual currencies.

Detailed operating procedures are set out in specific company policies.



5.3 Agents, Intermediaries and Third Parties

FIS operates with customers and regulatory authorities around the world, often making use of agents, distributors or consultants. Because FIS may be held liable for the conduct of such parties, the following principles apply:

- the selection of agents, intermediaries and consultants must be based on objective criteria, following adequate prior due diligence on the reputation and integrity of the party involved;
- it is prohibited to use agents or intermediaries as a means of making payments that would be prohibited if made directly;
- fees paid to agents and consultants must be proportionate to the services actually rendered and capable of being documented;
- agreements with agents and intermediaries must be formalised in writing and must include clauses requiring compliance with applicable anti-corruption laws.

Operating procedures are set out in specific company policies.

5.4 Gifts, Hospitality and Entertainment

Gifts, invitations and forms of hospitality offered to or received from third parties are permitted only if they cumulatively meet the following conditions: they are of modest value (consistent with company procedures), occasional, consistent with normal business practice, and never intended to improperly influence a business decision. “Improperly influence” means attempting to cause the recipient of an incentive to abuse their position in order to provide an inappropriate advantage, for example in connection with the negotiation, award or performance of a contract. It is prohibited in all cases to offer or receive gifts in cash or cash equivalents (vouchers, coupons).

Gifts, hospitality and entertainment offered to Public Officials are subject to stricter rules and require prior approval as governed by specific company procedures. The “one-level-up” principle applies in all cases: if the approver is also the direct beneficiary, approval must be granted by the next higher level in the hierarchy.

Operating procedures, value limits and approval and recording procedures are set out in specific company procedures and documents.

5.5 Conflicts of Interest

Every Addressee must avoid situations in which a personal interest, whether direct or indirect, is or may appear to be in conflict with the interests of FIS. Typical cases include:

- external assignments or activities with FIS’s competitors, customers or suppliers;
- personal financial interests in companies with which FIS has, or is seeking to establish, business relationships;
- involvement in company decision-making processes concerning family members or persons with whom one has significant personal relationships;
- use of company information or resources for personal purposes.

In the event of a potential conflict, the situation must be promptly reported to one’s manager, the Human Resources function, the Legal/ Compliance function and Internal Audit, in the manner set out in specific company procedures.

The mere recognition and transparent management of a conflict does not, in itself, constitute a violation of the Code.

5.6 Fair Competition

FIS believes in fair competition, in compliance with applicable antitrust regulations (Italian, European and those of any other relevant jurisdiction) and, in conducting its business, acts in accordance with the principles of fairness and fair competition, avoiding any conduct or exchange of information that could distort the market or restrict competition in violation of antitrust law. Any agreement or practice with competitors aimed at fixing prices, allocating markets or customers, or otherwise restricting competition is prohibited. Particular attention is paid to participation in trade associations and industry groups. Operating procedures are set out in specific company policies. It is always prohibited to exchange commercially sensitive information with competitors or to take part in agreements, even informal ones, that could distort free competition.

5.7 Relations with Suppliers and the Supply Chain

FIS promotes sustainable and responsible procurement practices, respecting human rights, environmental protection and ethical principles throughout the supply chain. Suppliers, sub-suppliers, agents, distributors and other business partners are selected on the basis of objective criteria of quality, reliability, technical competence and economic terms, in full transparency and without favouritism.

FIS expects its suppliers and partners to comply with ethical, safety, environmental, human-rights and quality standards consistent with its own, as specified in the Supplier Code of Conduct and the related contractual instruments.

6. Fairness in Corporate Management

Accounting
and Financial
Transparency

Confidentiality,
Personal Data
and Privileged
Information

Information
Systems and
Artificial
Intelligence

Protection of
Company Assets

Transparency
and Accuracy
of External
Information

FIS operates in full compliance with applicable law, including tax law, in the countries in which it carries out its activities, adopting conduct based on fairness, transparency and cooperation in its dealings with Authorities.

FIS promotes a structured approach to corporate risk management, aimed at supporting the achievement of strategic and operational objectives, protecting company assets and safeguarding stakeholders.

6.1 Accounting and Financial Transparency

Every company transaction must be properly authorised, recorded and documented. Key principles:

- it is prohibited to make false, incomplete or misleading entries in accounting books and corporate communications;
- it is prohibited to set up unrecorded funds or assets, in Italy or abroad, for unauthorised purposes;
- every payment must correspond to an actual, documented and proportionate service, regardless of the beneficiary;
- all Addressees involved in administrative and accounting activities must ensure the utmost accuracy and traceability of information.

6.2 Confidentiality, Personal Data and Privileged Information

FIS protects the confidentiality of company information, personal data and privileged information. In particular:

- personal data is processed in compliance with EU Regulation 2016/679 (GDPR) and applicable law;
- confidential or privileged information must not be disclosed to third parties or used for purposes other than work-related ones, even after the relationship has ended;
- the use of privileged information for transactions in financial instruments, whether one's own or those of third parties, is prohibited (insider trading);
- information about customers, suppliers and business partners is treated with the same confidentiality afforded to internal information.

The operating methods and specific conduct required to implement these principles are set out in detail in specific company procedures.

6.3 Information Systems and Artificial Intelligence

FIS provides Addressees with IT resources for professional purposes according to the needs of their respective roles. All Addressees who use FIS's IT tools are required to:

- use company information systems responsibly, exclusively for purposes related to their professional activity, except for marginal personal use that does not conflict with internal policies;
- protect access credentials and immediately report any unauthorised access or anomalies;
- comply with copyright law and not install unauthorised software.

With regard to the use of Artificial Intelligence (AI) tools in the workplace, FIS requires that:

- the use of AI tools take place in compliance with applicable company policies and current legislation, including the EU Regulation on Artificial Intelligence (AI Act);
- confidential data, personal information, trade secrets or privileged information belonging to FIS or third parties not be shared with AI tools;
- output generated by AI tools always be verified before being used in professional contexts. The use of AI tools does not in any way relieve the Addressee of their professional, decision-making and regulatory responsibilities;
- the use of AI in regulatory, quality or GxP data-control processes be subject to specific approval and validation in accordance with applicable regulations and procedures.

The operating methods and technical security measures aimed at implementing these principles are set out in detail in company policies specific to the IT and cybersecurity area.

6.4 Protection of Company Assets

Every Addressee is required to make correct and responsible use of company assets, both tangible and intangible (information systems, know-how, patents, trademarks, intellectual property), protecting them from misuse, loss or damage. It is prohibited to transfer company assets or information to third parties, even temporarily, without the proper authorisation.

6.5 Transparency and Accuracy of External Information

FIS ensures that all communications and information disclosed externally are accurate, complete, truthful and not misleading, and, in carrying out its activities, acts in accordance with the principles of fairness and transparency. Every Addressee is required to ensure that external communications are consistent with these principles and with applicable company provisions.



7. Quality, Product Safety and Relations with Authorities

Operating in the pharmaceutical sector, FIS recognises that the quality and safety of its products have a direct impact on the health of end patients. The patient represents the ultimate beneficiary of FIS's commitment, and every company decision must therefore take into account its potential impact on the quality, safety and efficacy of products intended for patients. For this reason:

- every production activity is carried out in compliance with Good Manufacturing Practices (GMP) and the regulatory standards applicable in the markets served;
- the integrity, accuracy, completeness and traceability of data generated in production, laboratory, development and quality-control processes are essential requirements for ensuring product quality and patient safety. Every piece of data must be attributable, legible, contemporaneous, original and accurate (ALCOA), and any falsification, manipulation, backdating or intentional omission of data is prohibited and will not be tolerated;
- relations with regulatory and inspection authorities (including, by way of example, AIFA, FDA, EMA, the Customs Agency) and any other government authority (e.g. the Italian Revenue Agency, the National Anti-Corruption Authority, etc.) are based on full cooperation, transparency and fairness in the communication of information and data;
- every Addressee involved in processes subject to inspection or audit, whether internal or external, is required to ensure complete and truthful access to documents, data and facilities;
- any non-conformities or deviations from quality processes must be reported immediately in accordance with internal procedures.

Compliance with GMP (Good Manufacturing Practices)

The integrity, accuracy, completeness and traceability of data are essential for patient safety

Collaboration, transparency and fairness with regulatory and inspection authorities



8. Reporting and Whistleblowing

FIS encourages anyone who becomes aware, in good faith, of violations of this Code, of applicable law, of the Model 231, or of violations of company procedures and internal regulations that could cause harm to the Company, to people or to the environment, to report them promptly through the channels made available by the Company.

Reporting channels

Reports may be made through:

- the dedicated whistleblowing portal, <https://fisvi.integrityline.com/> which allows reports to be submitted anonymously;
- the dedicated telephone line available through the whistleblowing platform;
- a request for a direct meeting with the Internal Audit function and/or with a member of the Reporting Committee, composed of the General Counsel, Internal Audit and the Supervisory Board;
- ordinary mail addressed to F.I.S. Internal Audit, Viale Milano n. 26, 36075 Montecchio Maggiore (VI), marked on the envelope "RESERVED FOR INTERNAL AUDIT."

Guarantees for the reporting person

In accordance with Legislative Decree No. 24 of 10 March 2023 (implementing EU Directive 2019/1937), FIS guarantees:

- the confidentiality of the reporting person's identity and of any information from which it could be inferred; in this regard, FIS further guarantees that the reporting person's identity will not be disclosed without their explicit consent, except where disclosure is required by law or strictly necessary to protect the rights of the person reported;
- an absolute prohibition on retaliation, direct or indirect, against anyone who makes a report in good faith; this prohibition applies to all Addressees of the Code, including the direct managers of the reporting person. Violation of this prohibition constitutes in itself a serious violation of this Code and is subject to the disciplinary measures provided for;
- the possibility of making reports anonymously through the dedicated portal;
- the handling of reports in accordance with principles of impartiality, objectivity and confidentiality, and restriction of access solely to those persons who need to know the content in order to carry out verification and management of the report;
- the extension of the protections provided for by applicable law also to facilitators, colleagues, family members and persons connected to the reporting person who may be exposed to retaliation in connection with the report made.

No disciplinary or retaliatory measure will be taken against anyone who has made a report in good faith which, following the verifications carried out, proves to be unfounded.

Reports made with intent or gross negligence, based on manifestly unfounded elements, in turn constitute a violation of this Code and are subject to the disciplinary consequences set out in Chapter 9.



9. Implementation, Controls and Consequences of Violations

The Supervisory Board and the Legal/Compliance, Internal Audit and Human Resources functions, each within their respective areas of responsibility, oversee the application of this Code.

The Code is subject to periodic review — at least every three years, or whenever there are significant regulatory or organisational developments — by the Board of Directors.

Violation of the principles set out in this Code constitutes a breach of the primary obligations of the employment or collaboration relationship and entails:

- for employees: the application of the disciplinary measures provided for under the applicable national collective bargaining agreement (CCNL) and the sanctioning system of the Model 231, up to dismissal for just cause in the most serious cases;
- for collaborators and consultants: termination of the contractual relationship, without prejudice to FIS's right to compensation for any damage suffered;
- for suppliers, sub-suppliers and business partners: suspension or termination of the contract and, in the most serious cases, disqualification from the vendor list, as provided for in the relevant agreements and in the Supplier Code of Conduct.

Disciplinary measures are proportionate to the severity of the violation and are applied in compliance with the procedures set out by law and by applicable collective agreements.



10. Internal Regulatory System

FIS recognises that the effectiveness of the principles set out in this Code depends to a decisive extent on the quality, consistency and currency of its internal regulatory system — understood as the body of group policies, standard operating procedures (SOPs), work instructions and supporting documentation for all procedures adopted by the Company.

A fragmented, redundant or uncoordinated regulatory system across functions increases the risk of interpretative uncertainty, gaps in control safeguards and unintentional non-compliance. FIS is therefore committed to keeping its internal regulatory system consistent, up to date and accessible to all Addressees.

Governance principles of the regulatory system

FIS's internal regulatory system is governed by the following principles:

- **Unity and non-duplication:** no company function independently adopts regulatory instruments (group policies, standard operating procedures (SOPs), work instructions, supporting documentation for procedures) that overlap with or conflict with existing documents, without prior coordination with and among the relevant functions;
- **Continuous updating:** the regulatory system is subject to periodic review to ensure alignment with relevant legislative, regulatory and organisational developments;
- **Accessibility:** all company regulatory instruments in force are collected in a centralised register, available in dedicated document management systems — including the company intranet — indicating the current version, the date of approval and the document owner.





1. PURPOSE
OF THIS CODE

2. OUR
VALUES

3. SCOPE OF
APPLICATION
AND ADDRESSEES

4. CONDUCT
TOWARDS
PEOPLE

5. INTEGRITY IN
BUSINESS
RELATIONS

6. FAIRNESS IN
CORPORATE
MANAGEMENT

7. QUALITY,
PRODUCT SAFETY
AND RELATIONS
WITH AUTHORITIES

8. REPORTING AND
WHISTLEBLOWING

9. IMPLEMENTATION,
CONTROLS AND
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OF VIOLATIONS

10. INTERNAL
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SYSTEM

11. REFERENCES
AND RELATED
DOCUMENTS



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11. References and Related Documents



Montecchio
Maggiore (VI)



Lonigo (VI)

*Document approved by the Board of Directors
of Fabbrica Italiana Sintetici S.p.A. on 23 September 2026.*



Termoli (CB)

This Code constitutes the primary source of FIS's Internal Regulatory System, and the Company's regulatory instruments ensure its implementation, with particular reference to:

- the Organisation, Management and Control Model pursuant to Legislative Decree 231/2001 (General Section and Special Section);
- the Supplier Code of Conduct;
- the Company's topic-specific procedures, an up-to-date list of which is available on the company website and intranet, including in particular:
- other relevant internal regulatory instruments for the purposes of applying this Code.



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Results that Matter

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