



Re-use is the future

CODE OF ETHICS AND BUSINESS CONDUCT

1. Introduction

ECO STORE SRL has adopted this "Code of Ethics and Business Conduct" ("**Code**"), with the aim of informing employees and collaborators of all those values and code of conduct that Eco Store will make constant reference to during its entrepreneurial activities, in order to protect its reputation and image on the market of regenerated and compatible products sale for printers and regenerated mobile phones.

We are aware that the creation and dissemination of our Company's values cannot be separated from an effective respect of fundamental principles, such as professional correctness, personal integrity, effective protection of health in the workplace, and transparent competition on the market by all the subjects that operate therein.

In this perspective, the Code is therefore a reconfirmation of the rules and guiding principles of the Company, which intends to reinforce the climate of trust and positive cooperation with all those who, for various reasons, are interested in the common development and dissemination of the Company's values.

The Italian National Legal System has identified legal importance and discriminating purposes into the adoption of ethical principles and corporate conduct, as the right application of the Legislative Decree no. 231/2001 ("Decree") and its integrations and variations ("Discipline of the administrative liability of legal entities, companies and associations")

The Decree has introduced an unprecedented form of criminal liability into our legal system and the Company is due to personally respond (on its "own" basis), in case of crimes committed "in its interest or to its advantage".

The Decree provides for a particular afflictive and heavy penalty system against sentenced companies: prohibition to negotiate with the Public Administration and, in the most serious cases and recurrence, judicial liquidation of the company.

The Decree provides also that the Code, placed within the **corporate organizational model of management and control**, can assume a discriminating and protective force for the benefit of the Organization, which, in this case, would remain protected from the aforementioned sanctions.

The Management pays particular attention to the issue of respect for integrity. It has always been aware of the importance of protecting the reputation and image of the Company.

Likewise, a plan to review the internal organizational processes has been consistently planned and outlined, starting from the most "exposed" Company functions to the risks of taking part in the consumption of offenses pursuant to the Legislative Decree no. 231/2001

This plan, which is gradually being implemented, requires the collaboration and contribution of all.

In order to ensure, as far as reasonably possible, an effective compliance with the rules reflected in this Code, the Governing Body of Eco Store has then established a **Supervisory Body**, (without operational management powers) with control and surveillance tasks (see chapter 8).

For the reasons specified above, the Code of Ethics is to be considered an integral part of the contractual obligations signed and agreed by the employees as per article 2104 of the Civil Code.

The violation of the Code of Ethics' rules may constitute a serious breach of the obligations arising from the employment contract and a source of tort and subsequent personal responsibility.

Eco Store reserves the right to protect its interests in any competent office against third-party collaborators (suppliers, agents and consultants), who have violated the rules of this Code, intended for them, and which have been subject to contractual agreement with the Company, both in Italy and abroad.

The human resources of the Company (at every hierarchical level or functional responsibility) and the third collaborators (where contractually required), are due to observe the rules and regulations of conduct contained in this Code.

This Code is an essential element of the Organizational Model of Eco Store and it offers suitable legal coverage to the Company.

In practice, the Code aims to be an instrument which protects the interests of all those who, collaborating with the Company, at different title, role and function, freely contribute to the widespread and transparent creation of business value.

2. Scope of application and recipients

The principles and provisions of this Code are to be considered compulsory for the Management, for those having a subordinate employment relationship (hereinafter also the "Employees") and for those who collaborate with Eco Store (i.e. consultants, agents, intermediaries, term-workers, the so called "Collaborators").

Furthermore, the Company undertakes to request all external parties that interact with Eco Store (such as partners, customers, suppliers) to act in line with the general principles of this Code and the management and organizational control model, pursuant to former Legislative Decree 231/01. To this end, it spreads out its content and promotes its knowledge.

3. Ethical principles

This Code of Conduct intends to explain and protect the ethical values recognized as fundamental by Eco Store Srl.

3.1 Legality

All addressees of this Code are required to comply with the current National and European Legislation. The Management of Eco Store condemns the recourse to unlawful acts and incorrect behaviors towards the community, public authorities, customers, workers, investors, suppliers and competitors, who cannot be justified for the achievement of their economic objectives. In no case will the pursuit of the particular interests of the underwriters be able to justify a work that does not comply with the rules of conduct provided for by the law and/or the Code.

3.2 Loyalty

All internal and external activities, must be marked by the utmost loyalty and integrity. All addressees of the Code's rules must operate with a sense of responsibility, in good faith, and establishing proper professional and commercial relationships, according to the applicable regulatory requirements and the *best practice* of the market.

In no case the pursuit of the ECO STORE SRL interest will justify a conduct that is not honest and does not comply with the law provisions.

3.3 Transparency and completeness of the information

All actions and relations with stakeholders, and between recipients and third parties, must be carried out ensuring the correctness, completeness, accuracy, uniformity and timeliness of the information, in order to enable the involved parties to make autonomous and conscious decisions.

3.4 Impartiality

Eco Store undertakes to avoid any form of discrimination in both internal and external relationships, in respect of age, sex, sexual orientation, health status, race, nationality, religious beliefs, political and trade union opinions.

3.5 Confidentiality

Eco Store ensures confidentiality, in compliance with the Consolidated Law on the processing of personal data (Legislative Decree 196/03), in relation to information acquired or processed during its functions. Eco Store abstains from collecting confidential data, except in the case of expressed and informed authorization, and/or consent from the owner of the same, in accordance with the current legal regulations.

Eco Store protects the confidentiality also through its collaborators, who are required not to use and/or disclose confidential information to unauthorized parties, for purposes not connected with the exercise of their business. For confidential information we mean, by way of example, the technical information related to products and procedures, business strategies, financial relations

The use of automatic data processing is subject to security checks to safeguard Eco Store from undue intrusion or illegal use. The protection of confidential information requires the adoption of the following behavior rules:

- do not disclose your own Eco Store network access and computer systems password;
- comply with the internal regulations on IT security;
- avoid unnecessary copies of confidential documents;
- avoid showing confidential documents in public places (i.e. elevators, waiting rooms, etc ...)
- do not leave confidential documents on the desks or inside meeting rooms or, in any case, there where unauthorized parties may take a view;
- avoid discussions that may involve the disclosure of confidential information in high-traffic areas such as elevators, restaurants, means of transport;
- ensure the protection of confidential information to professional staff and support staff such as administrative staff, carriers and cleaning staff.

3.6 Quality

Eco Store focuses its activity on the satisfaction and protection of its customers by listening to the requests that can promote better products and services quality.

3.7 Diligence and accuracy in the contracts' execution

The contracts and tasks entrusted to Eco Store are carried out diligently in accordance with the provisions of the Parties. Eco Store undertakes not to exploit the conditions of ignorance or inability of its counterparts. In the existing relationships, whoever works in the name and on behalf of Eco Store, must not take advantage of contractual lacunae or unforeseen events to renegotiate the contract for the sole purpose of exploiting the position of dependence or weakness in which the interlocutor should incur.

3.8 Fair competition

It is essential for Eco Store to promote a fair competition. It is functional to its own interest as well as to that of all the operators of the sector, customers and stakeholders in general.

To this end, the Company undertakes to protect the value of fair competition by refraining from collusive and predatory behaviours and from the abuse of a dominant position.

3.9 Health and Safety

Eco Store undertakes to protect health and safety at the workplace. For the performance of its economic activity, the respect of the labor rights is a fundamental aspect.

4. Business management behavior

4.1 General rules

The individual and collective behavior of the recipients of this Code, at the conclusion of any operation, must be carried out in full compliance with the current laws and ethical values of Eco Store.

This Code of Conduct is an integral part of the following operating and behavioral rules system. It is compulsory to comply with them.

- Organizational model pursuant to Legislative Decree 231 (general part)
- Organizational model pursuant to Legislative Decree 231 (special part)
- Map and analysis risk of crimes occurrence
- Organizational procedures as per "Procedures list" document

Fraud, corruption and favoritism conducts are prohibited within relationships and professional and commercial relations.

Management, Employees and Collaborators must ensure that every business decision is made in the interest of the Company, in line with the principles of correct corporate and business management of the Eco Store itself. They must, therefore, avoid all the situations in which a conflict of interest may arise between personal or family economic activities and the tasks covered, such to interfere or impair the ability to make decisions in an impartial and objective manner. They also avoid abusing their position to obtain undue advantages for themselves or others.

In commercial transactions special care is required in receiving and spending coins, banknotes, debt securities and values in general, in order to avoid the danger of placing counterfeited or altered values on the market.

4.2 Customers relations

Eco Store bases the excellence of its services on the customer care and on the willingness to satisfy its requests. The objective pursued is that of guaranteeing an immediate, qualified and competent response to the needs of customers, aligning its behavior in fairness, courtesy and cooperation.

For what the relations with the customers is concerned, the Management, Employees and Collaborators of Eco Store are required to:

- develop and maintain positive and longlasting relationships;
- do not discriminate customers and do not exploit power positions against them;
- operate in compliance with current regulations;
- respect the commitments made to customers and its obligations;
- provide accurate, truthful and complete information in order to allow the customer to make a conscious decision;
- stick to truth in advertising and other communications;
- do not deny competitors.

In particular, contracts with customers must be formalized in written agreement.

4.3 Suppliers relations

Eco Store chooses its suppliers according to objective assessments of skills, competitiveness, quality and price, in order to pursue a purchasing policy based upon the maximum competitive advantage and equal opportunities for each supplier.

For what the relation with suppliers is concerned, the Eco Store Management, Employees and Collaborators are due to:

- establish efficient, transparent and collaborative relationships, maintaining an open and frank dialogue in line with the trade practices of the sector;
- obtain the collaboration of the suppliers to ensure affordable quality/cost ratio;
- apply the contractually agreed conditions;
- request the suppliers to comply with the Code of Ethics principles;
- operate in compliance with the current legislation.

4.4 Relations with the Collaborators

The Management, Employees and Collaborators of Eco Store in relations with the Collaborators are due to:

- carefully evaluate the opportunity to make use of external collaborators' services, selecting highly qualified counterparts;
- establish efficient, transparent and collaborative relationships;
- obtain the cooperation of the Collaborators in ensuring a convenient relationship between quality and cost of the service;
- demand the application of the contractually agreed conditions;
- request the Collaborators to abide by the principles of this Code of Ethics, including a special section in the related contracts;
- operate within the current legislation and request its timely compliance

5. Relations with the Public Administration

The notion of Public Administration includes all those subjects that can be qualified according to the current legislation. By way of example, this includes the public officials: boards, representatives, employees, consultants and people in charge of public functions or services,

public institutions, public administrations, authorities and supervisors, public entities at international, state or local level, as well as private entities in charge of public service, public works concessionaires or public services.

Relations with the Public Administration must be kept only and exclusively by the authorized corporate functions. In particular, all the relationships in question must be inspired by principles of diligence, transparency and honesty.

The Management, Employees and Collaborators of Eco Store must be fair in relations with employees. It is not permitted to offer money or gifts to managers, officials or employees of the Public Administration or to their relatives, unless of gifts or benefits of modest value.

At the same time, the Management, Employees and Collaborators of Eco Store are prohibited from both offering and accepting any kind of object, service, performance or valuable favors, in favour of a more favorable treatment, in relation to any relationship with the Public Administration.

In case of participation in tenders for services organized by the Public Administration, it is requested to operate according to the existing legislation and the correct commercial practice.

Third parties and external collaborators are subject to the same provisions applicable to the Company's employees. Eco Store cannot be represented by third parties when they are subject to a conflict of interest.

It is strictly forbidden to the company personnel and the external collaborators, through specific contractual clauses, to:

1. behave in such a way as to integrate the offences seen here above (articles 24 and 25 of the Decree);
2. carry out behaviors that could potentially become offences, even if they do not constitute a crime falling within the same seen here above;
3. put in place a "conflict of interest" situation in respect of the Public Administration with relation to the provisions of the aforementioned alleged offenses

Within the aforementioned behaviors, it is in particular forbidden to:

a) make donations to public officials;

b) make gifts and presents outside the provisions of the company practice (that is to say, according to the Code of Ethics, any form of gift offered or received, exceeding normal commercial or courtesy practices, or in any case aimed at acquiring preferential treatment in conducting any business activity).

In particular, it is forbidden any form of gift to public and foreign officials (even in those countries where gift giving is a common practice), or to their family members, which may influence the independence of judgment or induce any advantage for the Company. The gifts allowed are always characterized by the smallness of their value or because they are aimed at promoting initiatives of an artistic nature (for example, the distribution of art books), or the brand image of the company. The gifts offered, except those of modest value, must be adequately documented to allow the required checks;

c) grant other advantages of any kind (promises of employment, etc.) to representatives of the Public Administration which can result in the same consequences as those set out in point above;

- d) award compensations to external Collaborators that cannot be justified in relation to the kind of assignment to be performed and to the local practices in force;
- e) present untruthful declarations to national or community public authorities in order to obtain public funding or subsidised loans;
- f) dedicate sums received from national or community public authorities in the form of grants, provisions or loans to purposes other than those for which they were intended.

To put in place behaviors as those mentioned here above please note as follows:

1. any relation with the Public Administration for the aforementioned areas of risk activities must be managed in a unitary manner. An appropriate person should be appointed for each transaction or plurality of operations (in the case of particular repetitiveness of the same) carried out in the areas of risk;
2. the tasks assigned to external collaborators must be listed in writing, indicating the agreed remuneration and must be proposed or approved by at least two entities of Eco Store;
3. payment cannot be made in cash or in kind;
4. declarations made to national or community public authorities for grants, provisions or loans purposes, must contain truthful elements and, in case of so, a specific report must be issued;
5. those who carry out supervisory and control duties on the performance of the aforementioned activities (payment of invoices, destination of funds from the state or community authorities, etc.) must pay particular attention to the implementation of the obligations and immediately report any possible irregular situation to the internal control authority.

6. Human resources management

Eco Store inspires its policies of selection, retribution and training of employees to criteria of professionalism, competence and merit. The Eco Store rejects any form of discrimination or favoritism aimed at facilitating the recruitment or assignment of tasks.

Similarly, Management, Employees and Collaborators must act and behave impartially, avoiding any unequal treatment and try to maintain an internal climate that respects the dignity and personality of the individual.

Eco Store ensures equal opportunities in the selection of personnel, given to the responsibility of the Human Resources Department through the use of objective assessments of the professional profiles and psycho-aptitude of the candidates.

7. Administrative and accounting management

Eco Store operates in compliance with the current provisions of law and regulation applicable to the preparation of financial statements and the preparation of mandatory administrative accounting documentation.

The information must be truthful, accurate, complete and clear, so as to allow transparency

of accounting recording activity, guaranteeing members and third parties they have a clear picture of the economic, patrimonial and financial situation of the Company.

To this end, the documentation of the elementary facts, to be reported in accounting to support the registration, must be complete, clear, truthful, accurate and valid and must be filed for any appropriate verification. The connected accounting record must reflect in a complete, clear, truthful, accurate and valid manner what is described in the supporting documentation. In the case of economic-equity elements based on valuations, the related recording must be performed in compliance with the criteria of reasonableness and prudence, clearly illustrating in the related documentation the criteria that led to determining the value of the asset.

Whoever becomes aware of possible omissions, falsifications, irregularities in the keeping of accounting and basic documentation, or in any case of violations of the principles established by the Code of Ethics, must promptly report to the Supervisory Authority referred to in point 8 below.

The corporate functions have to provide the utmost cooperation in the correct and timely representation of the facts of management of company accounting.

8. Implementing rules and final instructions

The efficiency and effectiveness of the internal control system are a condition for carrying out the business activity consistently with the rules and principles of this Code.

All the recipients of the Code are, therefore, called to guarantee its effective functioning.

To this end, ECO STORE SRL undertakes to adopt appropriate procedures, instructions and/or regulations, aimed at ensuring the concrete compliance with the Code's regulations, also establishing the criteria for the appointment of the members of the Internal Control Body former Legislative decree 231/01, to whom supervisory powers and sanctions are to be assigned.

The Supervisory Body:

- supervises the functioning and observance of the organizational Model, intervening to suggest any changes and/or integrations;
- is a reference both for the employees of the Eco Store, who want to contact them to report illicit conduct, and for those who have not complied with the provisions contained in the organizational and management Model
- imposes sanctions in case an infringement is established;

The operating conditions to achieve the maximum effectiveness from the **Supervisory Authority** action are as follows:

- unrestricted access to relevant company information, without hierarchical subordination constraints that could affect its independent judgment, even towards the senior management of the Company;
- the obligation to inform, by any company function, the occurrence of events or circumstances that may be relevant for the purpose of monitoring

9. Sanctions

9.1 General rules

The effectiveness of the Code of Conduct is related to the adequacy of the sanctions system.

The penalties will be adjusted according to the infringement gravity, the psychological element intensity in terms of guilt or malice and the possible reiteration of the infringement.

The recidivism will also be taken into account for the purpose of imposing a possible expulsion.

The ascertainment of good faith in the behaviors where the principles and rules established by the Code are not correctly pursued, may constitute reasons for exoneration or mitigation

9.2 Measures against employees who are subject to national collective labor agreements

The disciplinary sanctions laid down by the national collective labor agreements apply to subordinate workers and managerial staff, in compliance with the procedures established by the Article 4 of the Italian Workers' Statute of Rights. In application of the aforementioned general principles, the violation of the rules of the Code may result in the application of the sanctions of WRITTEN REPROACH, SUSPENSION or DISMISSAL for justified reason or for just cause.

The worker, who violates the rules of the Code, through direct and unequivocal acts of carrying out a crime, incurs the dismissal for just cause.

In application of the general principles indicated above, the violation of the rules of the Code can imply for the managers, the application of dismissal pursuant to Article 2118 of the Italian Civil Code (justified dismissal, with notice) or pursuant to Article 2119 of the Italian Civil Code (termination for just cause).

The infractions reprimand is carried out by the Management; the disciplinary proceedings and the imposition of restrictions, within the limits of competence, fall within the functions of the subjects to whom the relevant powers have been conferred by the company management.

9.3 Measures against the body of executive officers, auditors and senior management

In the event of a serious violation of the Code's regulations, a formal notice is provided by the Head of the Sole Director, the Board of Statutory Auditors and the Supervisory Board for the appropriate assessment.

9.4 Measures against consultants and suppliers

The violation of the Code's rules by Consultants or Suppliers, will oblige the company functions that have relations with them, to make use of all the contractual and legal instruments available to protect the Company's rights, including, where appropriate, termination of the contract and compensation for damages

10. Code dissemination

10.1 Distribution of the Code to employees

The Code is distributed to the employees, who are requested to hand a written declaration for receipt.

When the document is distributed, it is specified the date from which the Code enters into force and that the failure to comply with the rules established therein gives rise to the application of the sanctions specified in the previous chapter.

For the effectiveness of the Code, Eco Store aims at ensuring that both the internal resources and the new one, receive a correct knowledge of the rules of conduct contained therein.

The information and training system is carried out by the Personnel and Services Department in collaboration with the Heads of the functions involved from time to time in applying the Code

10.2 Information to "subjects" other than employees

All "Subjects" other than employees must issue a written declaration of acceptance of the principles contained in this Code

11. Code monitoring and updating

Eco Store undertakes to improve and/or update the provisions of this Code of Ethics.

To this aim, any proposal of modification made by the stakeholders will be subject to a prior verification by the Internal Control Body, which will issue a non-binding opinion to the subjects responsible for approving the changes.