

Elite Computer Italia S.r.l.

Registered office: Via Padova 209, 20127 Milan Italy

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Vat Number 11654690152 - Authorized capital Euro 100.000,00 i.v.

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CODE OF ETHICS ORISLINE GROUP

Version January 2017

1 – INTRODUCTION

The undersigned company Elite Computer Italia Srl, VAT number IT11654690152, registered office in Via Padova 209 Milano (MI) 20127, head office in Via Achille Grandi 21 Vimodrone (MI) 20090, adopts this Code of Ethics according to the Legislative Decree 231/2001 (Italian law) and subsequent amendments, valid for itself and for the companies belonging to OrisLine Group, in order to prevent, impede and hinder conducts contrary to the law and/or to ethics and improve the quality of the performed activities.

2 - DEFINITIONS

ECl: identifies Elite Computer Italia Srl, holding company of OrisLine Group.

Group: identifies OrisLine Group, namely ECl and the companies supervised by ECl.

Recipient: identifies any natural or legal person that carries out an Activity. The definition includes (in a non-exhaustive manner): employees, contractors, directors, managers, customers, suppliers, distributors, consultants.

Activity: identifies any activity carried out by a Recipient within the framework of any professional relationship, work or business with/from/for/concerning the Group.

3 – COMPLIANCE WITH LAW AND CODE OF ETHICS

This Code of Ethics identifies the principles and rules of conduct to which the Recipients are obliged to respect when carrying out their Activity. The Recipients are therefore required, as part of the Activities carried out by them, to know and observe scrupulously both the current legislation and the Code of Ethics; and, if the Recipient was a legal entity or a director/manager, to make them know and observe by their contractors. The compliance with law and Code of Ethics is for the Group an essential prerequisite for the creation and maintenance of any kind of Activity.

4 - BASIC PRINCIPLES AND RULES OF CONDUCT

4.1 The Group carries out its activities in compliance with law and universal principles of ethics, honesty, good faith, transparency, fairness, professionalism, safeguard of freedom and human rights.

4.2 The Group refuses and is opposed to any form of discrimination according to age, gender, sexual, religious or political orientation, health condition, ethnic group, nationality. Any kind of harassment, oppression or discrimination will not be tolerated under any circumstances.

4.3 The Group protects the value of fair competition and refrains from behaviors that support the conclusion of business for their own benefit in matters of violation of fair competition.

4.4 The Group undertakes to operate in compliance with environmental protection and in accordance with the principles of sustainable development.

4.5 Carrying out the Activity the Recipients are required to primarily prefer the compliance with law and second priority this Code of Ethics to any other interest or goal.

4.6 Customers and Employees are the main value of the Group, which pursues its own mission offering high quality products and services, through the work carried out by the employees. Therefore, the style of conduct towards the Customers and the Employees of the Group is based on the respect of the person and of the law. Hence, the employees, the contractors and the suppliers of the Group must: supply efficiently, kindly and promptly, within the limits of contractual provisions, high quality services that meet the reasonable expectations and needs of the customers and comply with the law; provide to the customer accurate and transparent information about the products and services so that he can take informed decisions; be truthful in advertising or any other kind.

4.7. Employees are chosen by the Group according to the criteria of impartiality and merit, in compliance with the law and the ethical principles of reference.

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4.8 Relationships with Suppliers are based on the search of the maximum competitive advantage and on the principles of impartiality. The selection of Suppliers and the determination of purchase conditions are based on an objective evaluation of the quality and price offered by them. Negotiating with Suppliers, the Recipients comply with the exclusive interest of the Group avoiding advantageous conduct for themselves or for third parties and, at the same time, excluding from the list of possible Suppliers those who do not exhibit the features of integrity, professionalism, reliability and whose products or services do not meet the criteria of quality and competitive price. It is forbidden any form of favoritism based on personal selection criteria or in conflict with the Group's interest.

4.9 In order to prevent unlawful behaviors, both in negotiations and in the conclusion of contracts with Suppliers and Customers of the Group, it is expressly prohibited any form of gift or courtesy to pursue an undue advantage to the Customer, the Supplier or to the Recipient himself.

4.10 In order to prevent unlawful activities, it is prohibited for the Recipients to induce and/or to be induced to propose, evaluate or discuss Activities that may be contrary to the law and/or to the ethical principles of this Code.

5 - BUSINESS ADMINISTRATION

The administrative organization of the Group ensures the registration of all economic/financial transactions in compliance with accounting and tax national and international legislation.

6 –RELATIONS WITH THE PUBLIC ADMINISTRATION

The relations with the p.a. are characterized by maximum transparency, clarity and fairness. The Recipients must refrain from implementing behaviors to the detriment of the p.a.; from offering the public officer money or other benefits, even through third parties; from allowing the Group to obtain undue advantages (for example public grants or loans).

In the event of inspections or checks by supervisory authorities, including the judicial authority, referring both to the Group and to a Recipient, the Group adopts an attitude of maximum availability, transparency and cooperation, and so is required to the Recipient.

7 –INFORMATION MANAGEMENT

The data of the Group and of the Recipients concerning the Activity are processed and stored by the Group in compliance with current regulations, and likewise is required to do the Recipient. The Recipients are also required, as part of their activities, to contribute to the administrative activity and to consider confidential the information acquired, where not expressly and formally indicated, divulging it in compliance with regulations and mandatory procedural purposes.

8 –USE OF IT TOOLS

The Recipients are required to use IT and telematic tools provided by the Group exclusively for business purposes and in compliance with regulations. This will protect the IT system and the information assets not only of the Group and/or the Recipients, but also of third parties.

9 –HEALTH AND SAFETY AT WORK

Prevention and protection measures for the safeguard of health and safety at work shall be promptly implemented and respected. The Recipients must refrain from any conduct that might endanger their or other's safety and report promptly any risk, violation or inadequacy.

10 –VIOLATIONS

Conducts contrary to the law and/or to this Code of Ethics are prejudicial to the interests of the Group and determine the application of the sanctions provided by the organizational model of which the Code is an integral part, in addition to possible sanctions or legal action.

No unlawful conduct and/or violation of this Code will be justified or considered less serious even if performed in the interests and/or advantage of the Group. On the contrary, any violation is all the more serious as established in the interest and/or advantage of the Group.



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11 - REPORTS

Reports of violation of the Code of Ethics can be sent by e-mail to the dedicated mailbox etichalcode@orisline.com indicating in the subject of the mail "Reports Code of Ethics". The reports are confidential, both content and the identity of the informant (except for legal obligations), in order to protect the informant against any form of retaliation or detrimental effect. The Recipients are required to report: any violation of the law and/or the Code of Ethics of which they became aware in the course of an Activity; any possible conflict of interest, real or potential, that is when a relationship (family, associative or business) between the Recipient and any third party can compromise the application of this Code of Ethics, break the law or cause a possible detrimental effect to the Group; a request or an instruction from a superior, a third party or another Recipient, in conflict with law and/or with the Code of Ethics.