

# CODE OF ETHICS AND CONDUCT

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071/7989085

GSK S.r.l. (hereinafter "GSK" or "Company") is a micro-enterprise based in the Marche region (Italy), devoted to the B2C sale of unconventional clothing, ideologically and aesthetically speaking. The Company's main features are the uniqueness of its design, manufacturing, and marketing strategies.

The brand's philosophy is a clear and courageous stance against the fast fashion model. The product, which is the result of a combination of manual craftsmanship, creativity, and high-tech production processes, is conceived not only as a garment, but also as a lifestyle that promotes critical consumption, ethical, cultural, and social values - without giving up sincere empathy and good humour.

The principles that inspire the activities are:

#### • Highest quality raw materials

GSK's creations are made of excellent stock fibres or regenerated yarns: top-quality, high-performance fine-cone yarns already available in the warehouse of the knitting mill in charge of the manufacturing process, or recycled waste from the production of premium brands, which are acquired from specialised Italian companies. For further needs, GSK relies on eco-friendly and mulesing-free materials only, such as regenerated cotton, Shetland wool, merino, mohair, and alpaca.

#### • The virtuous and innovative creative process

The use of existing yarns makes it possible to implement an eco-creation process, opposite to the industrial one: instead of starting from the designer's sketch, the model is conceived from the raw material. All garments are envisioned and designed based on the selection of existing raw materials and the available technology.

#### • Limited edition, seasonless

The brand does not create seasonal collections, but rather a single-product series presented all year round with monthly reassortments. As the quantities of yarn are limited, only a few pieces for each model are available for sale. However, prototypes come in numerous colour combinations, thus offering an extreme variety and unrepeatability, which tends towards uniqueness.

All the garments have their own name, as friends do.

# • Recycling, exclusivity, specialised manufacturing, and craftsmanship

The garments are produced with advanced knitting machinery and are also enriched with handmade details: this allows to maintain a high level of creativity in the design, as well as to make each garment an authentic "one-of-a-kind" piece while encouraging the re-use of discharged yarn and production waste.

The high quality allows to extend the life cycle and use of the garment, which shall be repaired or mended if damaged.

## • A strong link with the territory

The products are made through a very short supply chain, thanks to the synergy with a small historical manufacturing company based in the Marche region. This makes it possible to guarantee the high quality of the product, foster the know-how of the local supply chain and enhance the human capital involved in the project.

#### • Training and enhanced relationships with people

The Company aims to reach people directly, and not treating them as mere customers. The aim is to harmonize both aesthetic and value, in parallel with the desire for a unique garment - that is never too basic. The limited quantity of yarns makes it possible to satisfy one person at a time, the distinct approach and design are oriented towards uniqueness. The target customer does not have the same gender, size, or age, but the same curiosity and self-awareness: therefore, the jumpers are often unisex and can be worn by people with different bodies.

"We produce garments that demonstrate authentic and useful sustainability. Thanks to the consistency of the whole process, including communication, we reduce the quantities of items, we don't have stock, we make the things we offer last longer.

We don't make fashion items that last one season only, but rather products that can be worn every year and that you can layer to create your own personal style."

# Preliminary note

The Code of Ethics and Conduct (hereinafter the "Code") encompasses a set of ethical principles and outlines the rights and duties to which all GSK employees, partners, and suppliers - in any capacity and at all levels - must adhere in their daily actions, as the company's reputation and image are based on the full ability to align with the values indicated therein.

The Code, strongly sought and shared by all members of the Board of Directors and by the CEO Gaia Segattini, embeds the belief that acting responsibly and transparently is key for the Company's success. GSK aims to grow by generating a positive change that can benefit the entire community. Its goals are the promotion of initiatives and solutions that can increase social and environmental wellbeing in the broadest sense, also through effective communication with customers and stakeholders.

The Code is inspired by the main laws, guidelines, and regulations in place at the national and international level on corporate social responsibility, corporate governance, human rights, labour, and the environment. It also complies with civil, administrative, and criminal laws, mandatory regulations, collective bargaining agreements in place in Italy, as well as with company procedures.

Within this regulatory framework, the Code aims to recommend, promote, or prohibit certain behaviours - even beyond the legal provisions. The established sanctions are proportionate to the seriousness of the violations.

The Code also enshrines the company's pledge to the implementation of SDG 12, set out in the 2030 Agenda. Indeed, GSK commits to sustainable consumption and production, aiming to "do more and better with less", while increasing welfare linked to economic activities. To this end, it is committed to reducing resource consumption and pollution throughout the production cycle, as well as to actively involve consumers via awareness-raising initiatives. The overarching objective of the Company's outreach activities is the promotion of sustainable consumption and lifestyle, through effective communication and active involvement, especially as far as sourcing sustainable and artisanal products are concerned.

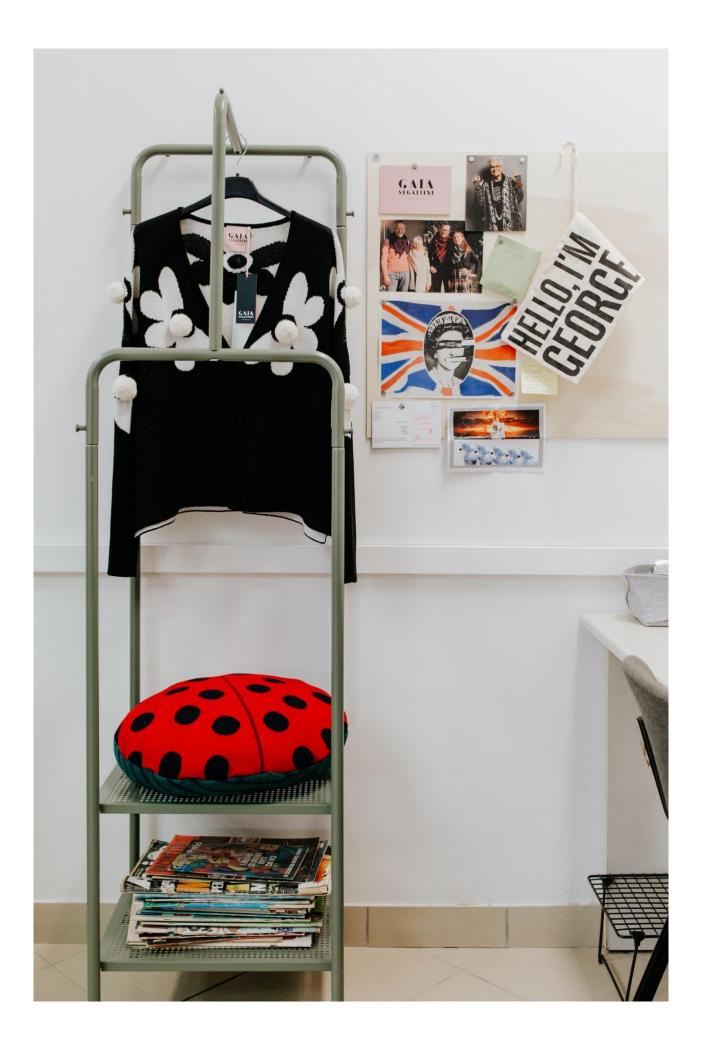
Against this background, compliance with the Code is considered as an essential precondition for effective, far-sighted, and accurate company management, as well as for ensuring good performance, reliability, and reputation of the Company.

The **values** of loyalty, integrity, diligence, impartiality, fairness, and transparency must inspire all the operations and actions both in the internal and external business relations of the Company.

All the people who work in and for GSK are committed to observing and ensuring compliance with the principles of this Code, within the scope of their functions and responsibilities.

The Code represents a **common and binding value base**. In no way can the belief that one is acting to the advantage or in the interest of GSK justify misbehaviour that is contrary to the principles outlined below.

To guarantee the greatest visibility, the Code is widely distributed throughout the company organisation, and downloadable from the Company's website.



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#### 1. GENERAL PRINCIPLES

## 1.1. Scope and Recipients

This Code is adopted by GSK and **governs all decisions and actions** in the Company's facilities, production plants, and warehouses.

The Code is binding for the directors and all the members of the corporate bodies, for staff working to pursue the company objectives (including any permanent, temporary, part-time, on-call employees, etc.), as well as for external collaborators and direct suppliers in all the countries in which the Company operates (hereinafter "Recipients").

Failure to comply with the principles set out in the Code compromises the relationship of trust between the Company and the Recipients.

Therefore, GSK shall not initiate or continue any professional or business relationship with anyone who does not intend to adhere to the principles enshrined in this document.

# 1.2. Recipients' obligations

Compliance with the Code must be considered an essential part of the Recipients' obligations. They are required to understand and respect the Code's provisions both in internal and external relations, and to contribute to its actual implementation.

The following duties are owed to the Company:

- to **be familiar and duly comply with the Code's provisions**, as well as with the Company policies concerning responsibility and ethical commitment at work, refraining from any misbehaviour.
- Promptly report any conducts that breach laws, regulations, and this Code.
- Cooperate in the control, inspection, and supervision activities.
- Contribute to the dissemination of the contents of this Code, support any partners in understanding its practical application, demand compliance and take the necessary steps in case of non-compliance.

Shareholders, directors of the Company, and top management specifically undertake to abide by the principles of the Code when setting the Company's objectives, considering investments and partnerships, implementing projects, and taking any decision related to the Company management.

This obligation is valid both within the Company as well as in the interactions with third parties with whom GSK establishes business relations.

Where there is a need to manage and supervise teams, the people in charge bear the following additional responsibilities:

- to promote a positive environment within the Company, through responsible leadership and guidance, in harmony with the Code's principles.
- To encourage an ethical culture inside the company, so that workers are aware that the performance of their duties is not detached from compliance with the provisions of the Code.
- To support colleagues when they ask questions and/or raise concerns about their own or others' actions. At the same time, make sure that no violations of the Code or the law occur.
- To ensure that any breach and/or suspected breach of the Code or the law is appropriately addressed as soon as they become aware of it.
- To work proactively to ensure full compliance with the Code.

## 1.3. Compliance with laws and regulations

GSK carries out its business under the principles of **legality** and **legitimacy**, and in compliance with the laws and regulations in force in all the countries in which it operates. Similarly, it ensures compliance with the Company's internal regulations and this Code.

# 1.4. Respect for the people

GSK recognises and promotes the value and dignity of people, respects human rights, encourages diversity, ensures equal opportunities, and safeguards the physical, cultural, and moral integrity of all women and men it deals with, in any capacity.

The centrality of the person in the internal organisational system is considered the core value-generating factor. Therefore, the Company:

- promotes dialogue and active participation of every employee or partner.
- Supports the enhancement of different professional skills, qualities, and attitudes.
- Encourages the development of new specialized skills, as well as organisational and relational abilities.
- Fosters **creativity**, **solidarity**, **cohesion**, **mutual trust**, **well-being**, and **autonomy** of the individual, as fundamental cornerstones on which the company's "human capital" is based.

Within the company, these principles translate into job enhancement initiatives.

Outside the company, these principles are expressed in attention to customers' needs and requests, transparent communication, training and dissemination activities, the good faith and fairness that inspire negotiations with suppliers, wholesalers, and other business partners.



# 1.5. Respect for the environment: circular business model

GSK is mindful of the environment as a common resource and a primary asset to be safeguarded.

Therefore, its business model follows **circular economy** principles and is mainly based on the use of stock materials, as well as on thoughtful management of pre-consumer waste.

To benefit the community and future generations, as well as to foster sustainable development, the Company is also committed to **promoting eco-responsible behaviour**. GSK is active in **awareness-raising and training activities** for employees, partners, suppliers, retailers, and end customers, to spread knowledge on the environmental impacts associated with production and sales activities in the fashion industry.



## 1.6. Improvement of environmental performance throughout whole the product life cycle

The company seeks continuous improvement of its environmental performance and manages its activities in strict compliance with national and international regulations. It reduces or minimises environmental risks while taking advantage of technological progress.

GSK selects high-quality raw materials, with low environmental impact and reduced chemical substances. The fashion items are mainly made with **stock or regenerated yarns**, or with **eco-friendly materials**, such as regenerated cotton, Shetland wool, merinos, mohair, alpaca.

All garments are conceived and designed based on pre-existing materials, in **limited editions**, to **reduce** stocks

Moreover, the brand does not follow the logic of seasonal collections but creates **series of single products** presented all year round with monthly reassortments, to **avoid surplus or overproduction**.

GSK's manufacturing chain is mainly located in the province of Ancona and the Marche region, ensuring a lower environmental impact in terms of transportation.

Under the principles of waste prevention and reduction, GSK adopts corporate policies to minimise the environmental impact of its services, logistics, products, and packaging.

Packages are entirely paper-based (box, tape, travel documents envelope). Envelopes are made of corn and compostable.

**Scraps and test cloths** are used as packaging for necklaces or as pillowcases. Yarns that cannot be reused internally are entrusted to a textile recycling company.

To extend the life of the garment after purchase, GSK provides accurate information on product care, as well as ensures and promotes repair services.

# 1.7. Support to the Community

GSK is strongly committed to fostering the **social**, **cultural**, **environmental**, **and economic development** of the local, regional, and national communities in which it operates.

The Company actively supports small local activities that pursue **social and cultural goals** through sponsorships, donations, cash grants, cause-related marketing and advertising.

GSK also backs the projects of Banca ETICA, where it opened a bank account and purchased shares.

The company encourages volunteering and other forms of social commitment and is actively involved through the CEO in promoting tourism in the Marche region.

# 1.8. <u>Tradition and heritage</u>

The Company is committed to promoting tradition and heritage and employs local craftsmen to produce its garments, both directly and through its suppliers. It also relies on **traditional**, **artisanal production techniques**, **combined with modern technologies**, to create *avant-garde* products, while maintaining the know-how of the Marche region.

Each garment is labelled 'MADE IN LE MARCHE WITH PRIDE', to support the local short supply chain.

Besides manufacturing activities, the Company is active in collaborating with small artisans who share similar values, to create collections and/or *ad hoc* products. These professional relationships are based on equal involvement and the sharing of a common vision.

To ensure an affordable price for the end-user and greater control over production, the items are offered for sale directly through the channels of the partner craft enterprises.



# 1.9. Corporate responsibility disclosure and pricing strategies

GSK's products are conceived not just as clothing, but as a **lifestyle** that promotes critical thinking, ethical, cultural, and social principles. The Company aims to reach as wide an audience as possible, educating them on the added value of sustainability and craftsmanship.

The pricing strategy is inspired by the same concepts: through minimum mark-ups, GSK aims to **bring the excellence of artisanal products closer to a wide audience**, also meeting the needs of people with lower budgets.

# 1.10. Support to non-profit organisations

The Company delivers general interest services and is committed to civic solidarity and social purpose, on a *pro-bono* basis.

In addition, GSK actively supports like-minded national and international not-for-profit entities, including:

- rén collective
- Trama Plaza
- SFASHIONET/ WEAVE MAGAZINE
- ActionAid Italia
- Pangea Onlus
- Casa Arcobaleno Milano

Support includes, among others, cause-related marketing activities, sponsorships, donations, purchase of goods or advertising pages, contributions stemming from the sale of certain products, promotion of activities and events. Furthermore, the CEO regularly joins and subsidizes institutional projects, webinars, outreach activities, and training.



## 1.11. Commitment to free and fair competition

GSK recognises free and fair competition in a market economy as key elements for growth and continuous business improvement. It believes that, within this framework, the quality of its products could be further enhanced.

The Company acts in full compliance with national and European regulations, as well as related international laws, to protect competition and the free market.

In no case may the pursuit of the Company's interest justify any conducts that do not comply with the principles of fair competition.

## 1.12. <u>Impartiality, conflict of interest<sup>1</sup>, and independence</u>

Fairness, objectivity, independence, and impartiality are fundamental principles that inspire GSK in its business conduct, at the core of its reputation.

In this perspective, the management of the Company and all related decisions (including, for instance, employees' supervision and work-flow organisation, supplier selection and management, relations with the community and Institutions, etc.), the Recipients must operate independently and in the interest of the company. They shall act following professional rigour, according to neutral and unbiased assessment criteria. They shall not tolerate corruption and/or collusive conducts, nor undue favouritism.

The Company establishes relationships of trust with the Recipients. In this framework, it is the primary duty of all individuals to use their working skills and the Company assets for the realisation of corporate interest. Recipients shall avoid any circumstance in which a conflict of interest may arise between personal economic activities and the duties covered within the Company.

Recipients are prevented from taking advantage of their functional position within the Company for personal, family or friendship causes or the interest of other companies.

Recipients must refrain from adopting or influencing, directly or indirectly (e.g., by attending meetings, accessing confidential information), decisions that could involve subjects or entities with whom there may be a possible conflict.

Recipients must refrain from any conduct that, by its nature, clashes with their duties or is otherwise likely to undermine the trust basis of their employment relationship. The **loyalty obligation** also translates into the ban to carry out activities for third parties, even if not in competition with GSK.

The Recipients undertake to promptly inform the Company, in the person of the CEO, should actual or potential conflict of interest arise, or should they become aware of such circumstances.

Conflict of interest, in addition to being contrary to the principles set out in this Code, is detrimental to the image, reputation and integrity of the Company, as well as financially damaging. Any conduct in breach of this provision shall therefore be sanctioned.

<sup>&</sup>lt;sup>1</sup> A conflict of interest arises when an employee or administrator:

<sup>•</sup> Pursues an objective conflicting with the Company's ones.

<sup>·</sup> Acts to the detriment of the Company's interests.

<sup>•</sup> Carries out activities that may interfere with the Company's decision-making process.

<sup>•</sup> Benefits or attempts to benefit him/herself or his/her family or another third party while carrying out activities in the interest of the Company.



#### 2. COPORATE ASSETS AND INFORMATION

# 2.1. Security of corporate assets

GSK owns or obtains for lease corporate assets that are essential for effective, efficient, and sustainable business management. These assets are both **tangible** - such as production facilities, vehicles, working tools, supplies, computers - and **intangible** - such as corporate image and reputation, data, information, intellectual property, software, hardware.

The Company provides each Recipient with different corporate assets and equipment for the performance of their duties and trusts that such assets will be handled carefully, **avoiding any misuse** or actions that may cause damage or reduce efficiency, or which conflict with Company interests.

Each Recipient has, therefore, the duty to protect and use the Company's tangible and intangible assets correctly and for the planned purposes only, adopting the appropriate measures to **safeguard the Company's resources** from any form (even attempted) of theft, loss, damage, abuse or unauthorised use, intrusion, sabotage, destruction, including illegal uses or other uses considered inappropriate from any point of view.

# 2.2. Intellectual property protection

GSK recognises that **research and innovation** are key factors for the competitiveness and sustainability of companies, as well as for social wellbeing. Consequently, it promotes and protects research, development, and innovation activities. It **fully respects intellectual property rights** legitimately held by the Company itself as well as by third parties and complies with laws, regulations, and conventions (at national, European and/or international level) protecting such rights.

The CEO, Gaia Segattini, is the owner of the following registered trademarks, which are licensed to the Company:

Trademark			Territory	Nice Classes
	GAIA		European Union	18, 25, 35, 42
Application n.: 018178445				
Applicatio	GAIA SEGATIIN on n.: 2019000	055083	Italy	18, 25, 35, 42
1 1				
	GAIA		UK	18, 25, 35, 42
Application n: UK00918178445				

The abovementioned trademarks, as well as copyrighted works (including software, databases, advertising material, and multimedia products), business strategies, trade secrets, and other confidential information (including business plans and strategic designs, marketing, pricing, and sales data, business and organisational details) are extremely valuable assets that underpin GSK's competitive strength.

All Recipients are therefore required to protect the Company's intellectual property assets and avoid any violation of third parties' intellectual property rights. Recipients shall actively report any infringement and prevent third parties from using GSK trademarks or other intellectual property rights without due authorisation, obtained in licence and/or non-disclosure or confidentiality agreements.

# 2.3. Accuracy, reliability, and transparency of corporate information

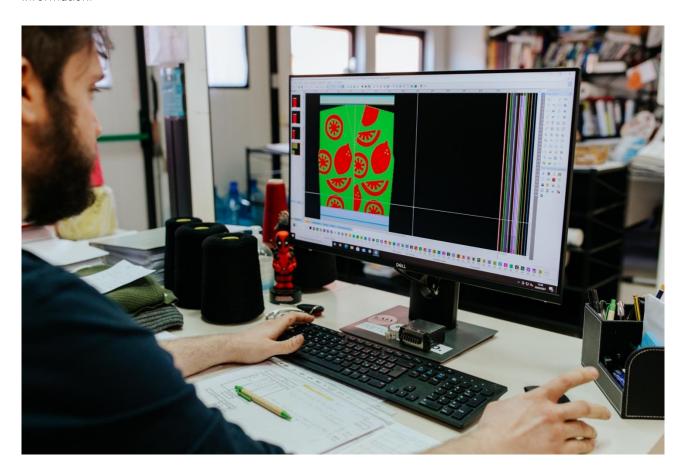
GSK believes that the accuracy, truthfulness, clarity, and reliability of both corporate information and financial statements are key. The Company's accounting records perform internal and external verification functions, according to the criteria mandated by law and accounting standards.

Therefore, GSK ensures that its accounts and financial statements faithfully represent its assets, liabilities, financial position, profit, or loss.

The Company implements rigorous, reliable, and effective procedures, also through advanced technologies, that support information flows. It also ensures that every action, operation, or transaction is reported and faithfully represented in the administrative/accounting systems. Each transaction shall be legitimate, consistent, and congruous, promptly and correctly recorded, as well as duly authorised and verifiable based on supporting documents. To this end, all documents shall be adequately filed and ordered according to consistent criteria and levels of responsibility, to ensure transparency and avoid false, misleading or deceptive information.

GSK makes every effort, at all levels, to provide correct and truthful information on the Company's activities, assets, and operations, and to facilitate the internal and external control procedures by the competent bodies. The Recipients are required, within the scope of their functions, to actively collaborate in the accurate and effective functioning of the internal controls system.

GSK refrains from any conduct that may impair the transparency and traceability of financial statement information.



# 2.4. Proper use of IT tools

Computers, technological resources, and databases are fundamental tools for efficient and well-thought Company management. These assets ensure speedy, extensive, and correct information flows, and feed decision-making and administration processes at all levels.

All data and information stored in the Company computer and technological systems, including e-mail, are the property of GSK and shall be used for the performance of Company activities only.

Being aware of the importance of guaranteeing data confidentiality, GSK also protects the information from unauthorised access and ensures data integrity. Consequently, it requires all Recipients to behave correctly to avoid any form, even attempted, of undue intrusion or damage to data, computer, or technological systems of the Company. At the same time, every Recipient shall comply with the regulations aimed at preventing or punishing computer crimes.

It is also forbidden to use any computer or technological programme on which third parties hold copyright, not having been previously licensed to the Company.

## 2.5. Secrecy, confidentiality, and privacy

GSK undertakes to ensure the confidentiality, secrecy, and integrity of information and refrains from using confidential data. The only exceptions relate to cases of express and informed consent and, in any case, in the strictest compliance with binding legislation on Privacy and data protection.

The Company adopts specific rules and procedures aimed at guaranteeing the safekeeping, secrecy, and security of data, and ensures the reliance upon reliable, safe, and protected ICT systems.

In the same vein, all Recipients undertake to process personal data in strict compliance both with the applicable laws and the best practices in the Privacy and data protection field.

Under the general obligation of loyalty referred to in Article 2105 of the Italian Civil Code, all Recipients must also refrain from using or disclosing confidential information that is not in the public domain, of which they have become aware because of their office and/or profession. Similarly, they are mandated to **fully respect non-disclosure agreements** signed by GSK with its business partners.

No Recipient may benefit in any way, directly or indirectly, personally or financially, from the use of confidential or proprietary information related to the Company, its organisation, production methods, suppliers, customers, business partners or other third parties. The data shall not be transferred to third parties, and no person or business entity shall be recommended or encouraged to use such information.

Confidential information encompasses all manufacturing processes, sales techniques, customer lists, or price lists that, although not strictly covered by secrecy, influence the production cycle, as well as the product quality, and therefore, by their very nature, constitute a characterising and vital element for the company. Such information must be kept absolutely confidential by all Recipients, except in circumstances where the disclosure of such information is authorised or mandated by the law.

Any communication to third parties of any information shall be made exclusively by authorised persons and, in any case, shall comply with the Company's internal policies and existing secrecy agreements.

#### 2.6. Prevention of money laundering and fencing activities

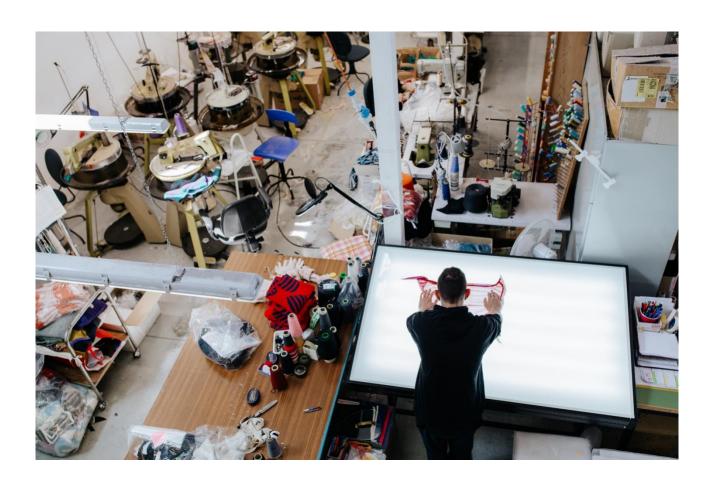
The principles of fairness and transparency inspire GSK business conducts. The Company refrains from and encounters all forms of the illegal economy. It strictly complies with national and international regulations aimed at preventing money laundering, self-laundering, fencing, as well as financing criminal activities and/or terrorism.

To this end, the Recipients must not, in any way or under any circumstances, be involved or implicated in operations that could, even potentially, favour money laundering and/or the laundering of proceeds from criminal and illegal activities.

In detail, they are required to:

- carefully check the available information on counterparties especially if they are occasional business partners -, verify their identity, integrity, and reputation, to ensure the legitimacy of their activities.
- Avoid entering or maintaining business / financial relations where there is a reasonable doubt that the counterparties may engage in conduct amounting to the criminal offences referred to in the previous paragraph.
- Immediately report unusual circumstances even potential of which they become aware, so as to facilitate the prevention and punishment of the above-mentioned offences.
- Make and accept payments in cash only within the thresholds and for the amounts allowed by law.
   In any case, reduce as much as possible the use of cash or other bearer financial instruments, to ensure traceability of payments.
- Refrain from using anonymous bank or savings accounts or accounts bearing fictitious names.
- Ensure maximum cooperation with the competent authorities in preventing, reducing, and repressing counterfeiting and forgery of banknotes, coins, and any other means of payment.

In the management of financial flows, it is **forbidden to tolerate any irregularities** that, according to normal professional diligence, give rise to suspicions as to the legality and proper origin of the money received.



#### 3. CONDUCT CRITERIA

#### 3.1 RESPONSIBILITY TOWARDS EMPLOYEES

#### 3.1.1. Non-discrimination

GSK recognises and safeguards the uniqueness of each individual; it respects and values the rights of every employee or partner. Therefore, it is committed to ensuring a safe, healthy, fair, productive, non-discriminatory working environment, in which everyone is valued according to their personal contribution, in a constructive atmosphere built on mutual trust and respect.

GSK takes every action to prevent any form of discrimination, intimidation, threat, harassment, and/or abuse (psychological, physical, and sexual) of any employee or collaborator.

The Company does not tolerate any form of harassment, sexual misconduct, or bullying, whether physical or verbal, carried out or attempted by an employee or partner.

## 3.1.2. Equal opportunities and human resources development

GSK ensures **equal opportunities** to all employees and partners, without any discrimination based on ethnic origin, skin colour, gender, sexual orientation, religion, nationality, age, political opinion, union affiliation, marital status, different physical or mental ability, or any other personal status or characteristic.

The Company's recruitment, selection, development, and remuneration policies are based on the **recognition** of merits and are aimed at promoting and enhancing talents and motivations, as well as personal qualities, individual freedom, autonomy, creativity, skills, and competencies.

The Company repudiates irregular work, child labour or "black labour". Exploitation or forced labour, and/or the use of labour deriving from immigration trafficking are not tolerated.

The company aims to **increase skills**, promote participation in training courses for its staff, as well as learning on-the-job.

The working environment is based on **mutual cooperation** and team spirit, to foster shared and profitable interdependence in the creation of value.

## 3.1.3. Inclusion and diversity

The Company sees the diversity of each worker as a success factor and constantly values their experience, skills, and qualities. GSK believes that uniqueness is a strategic advantage for cultural enrichment and openness, and encourages an inclusive work environment, rooted in collaboration and a sense of belonging. Consequently, it invites each person to express themselves freely in order to realise their potential and increase their motivation.

GSK particularly cares about the condition of **working women** and aims to ensure their widest and most effective participation, removing the obstacles that prevent their full inclusion in the labour market.

Respectful of the history and cultural identity of its workers, it also supports the generative force of **younger generations** and combines tradition and innovation, creativity, and technology, past and present in its production activity, upholding the **intergenerational heritage**.

## 3.1.4. Fair wages

GSK complies with all laws and regulations relating to employees' remuneration and mandatory benefits. Employees are paid fairly and promptly, based on pre-determined and jointly agreed parameters.

#### 3.1.5. Work-life balance

GSK is aware of the positive effects of a proper balance between paid work and private and family life, in terms of personal and professional satisfaction - for both men and women - and, consequently, of company productivity.

Therefore, it promotes work-life balance policies and tools, with particular consideration to men and women with caring responsibilities or education commitments, to enable them to effectively reconcile their career and private life.



#### 3.1.6. Freedom of trade union association and right to collective bargaining

GSK recognises and respects the right of any employee to join or manage a trade union. It abides by collective agreements in a lawful manner, without interference, penalty, reprisal, discrimination, or harassment.

To protect workers' rights, the Company is committed to proficient and continuous relations with trade union organisations. It does not favour nor discriminate against, either directly or indirectly, any trade union organisation.

Relations with representatives of political organisations and trade unions are established and maintained by the authorized corporate bodies only.

# 3.1.7. Health and safety

GSK is committed to spreading and consolidating the culture of workplace safety, raising operational risks awareness, implementing health surveillance, as provided for by the mandatory regulations in force in Italy, and promoting careful and responsible behaviour.

The Recipients of this Code shall duly comply with legal obligations, procedures and corporate policies on risk prevention, health protection, safety and hygiene in the workplace under the provisions of the Italian Legislative Decree 81/2008.

Any form of violence, whether physical or verbal, is strictly prohibited. It is also forbidden to drink alcoholic beverages and/or use drugs or any other substance that may impair an effective work performance, by exposing the workers themselves and other colleagues to a safety risk.



#### 3.2 RESPONSIBILITY TOWARDS EXTERNAL STAKEHOLDER

#### 3.2.1 Relations with Clients

The company abides by market and consumer protection regulations, pursuing continuous improvement of its products. The latter comply with industry standards and **meet the expectations generated by advertising campaigns**.

In their relations with customers, Recipients shall inspire their conduct from the principles of **fairness**, **transparency**, **and courtesy**. Respect for the highest professional standards shall be ensured, and donations or promises to offer money or other benefits shall be avoided. Any action that could be interpreted as targeted at granting undue favourable treatments, which are not lawful and/or justified under market rules, is prohibited.

The Company ensures the correct and diligent fulfilment of contractual obligations. With a view to continuous improvement, the Company pursues an open and dynamic dialogue with Customers, paying the utmost attention to their suggestions and complaints through a comprehensive survey system and *Customer Satisfaction* records. Should any issues arise, GSK promptly adopts the most appropriate preventive and corrective measures.

All information acquired as part of the activities carried out by/for Clients is treated as confidential and cannot be disclosed to third parties, nor used by GSK to obtain direct or indirect advantages.



#### 3.2.2. Communication with Clients

CEO Gaia Segattini has been active in digital communication and sustainability dissemination for ten years. Her social channels are growing and count over 40,000 followers, an average of 1,500 likes, 130 comments per post, and over 3,000 video views. The Engagement Rate is 4% higher than average, compared to similar profiles.

GSK's communication with Clients is direct and takes place on a daily basis through email, newsletters, direct messages on social networks (especially Instagram), as well as through training and awareness-raising events. The Company is committed to communicating in an accurate, clear, truthful, and transparent way, providing detailed information on the characteristics and composition of its products, the quality and origin of the raw materials, the people involved in the production process and the link with the territory. Communication is based on simple and plain language, not merely finalized at selling the products, but rather at developing critical consumption.

The constant dialogue with Customers affects product design, colours, yarns, as well as sales methods and temporary shop locations. As such, this relation contributes to the construction of a mindful and loyal "community", in line with the ethical, cultural and social values pursued by the Company.

GSK repudiates the use of any deceptive, elusive, or unfair practice and guarantees equal and impartial conditions in Client management.

The company also ensures that the communication and advertising messages addressed to Clients are conceived with **extreme care and sensitivity**, so that they are in line with the company values, respect human dignity, are not discriminatory, do not recall violent behaviour or dangerous behavioural models, and do not promote **aesthetic standards** that may compromise the wellbeing and health of any individual.

# 3.2.3. Relations with Suppliers, Retailers and Business Partners

GSK relationships with its suppliers, retailers, and business partners are inspired by the general principles of fairness, honesty, integrity, professionalism, transparency, legality, and impartiality. The general goal is to create **reliable and long-lasting relationships based on trust**, as well as **continuous partnership**. The overarching objective pursued by the Company is ensuring **mutual business enhancement**.

GSK generally sources from suppliers based in the Ancona province or the Marche region, to safeguard local enterprises and workers, as well as reduce the impact of transportation, and ensure better control over the different tiers of the supply chain.

GSK exclusively relies on suppliers, retailers, and commercial partners that operate in compliance with the regulations in force in Italy, complemented by the rules established in this Code.

The selection criteria are based primarily on value synergy, as well as on the respectability and reliability of the counterpart. Furthermore, quality, convenience, and cost-effectiveness evaluations are carried out, together with an assessment of the environmental impact of the services (also in terms of logistics and supply chain shortening).

The Company ensures professionalism, honesty, and legitimacy in all its business relations. It refrains from the signature or continuation of contracts with suppliers, retailers and business partners suspected of belonging to and/or facilitating criminal organisations, or whose behaviour does not comply with the applicable rules and principles set out in this Code.

The Company shall not abuse its contractual power to impose unfair or excessively burdensome conditions.

During the selection process, undue pressures aimed at favouring one supplier, retailer, or business partner to the detriment of another are not allowed nor tolerated. Such practices jeopardize the Company reputation in terms of transparency and rigour in the application of the law and internal regulations. In no case shall a supplier, retailer or business partner be preferred because of personal relationships or benefits. Any decision shall be taken considering the exclusive interest and benefit of the Company.

Supplier management activities and business relations with current and potential retailers, and business partners must comply with the Company's directives on conflict of interest and confidentiality of information.



# 3.2.4. Relations with competitors

According to GSK, it is of the utmost importance that the market is based on fair and equitable competition, which rewards innovation, product quality, craftsmanship, expertise, and efficiency.

The Company acts in **full compliance with national and European antitrust regulations**, as well as with relevant non-EU regulations, to protect competition and the free market. Furthermore, it undertakes to cooperate actively with competent authorities and not to deny, hide or delay the disclosure of any information requested during inspection activities or preliminary investigation procedures.

Any action or omission aimed at altering fair competition is contrary to the Company policy.

Consequently, each Recipient acting on behalf of the GSK must **refrain from implementing and/or encouraging unfair commercial practices**. These anti-competitive behaviours, meant to obtain unfair competitive advantages, include – among others – the following conducts:

- imitation of products or activities that are likely to create confusion with a competitor's business.
- Dissemination of news and/or comments that bring a competitor's activity into disrepute.
- Exaggerated and hyperbolic statements relating to the Company's own products, lacking a clear and unbiased basis.
- Voluntary infringements of intellectual property rights belonging to third parties.
- Appropriation of the merits of a competitor's product or business.

GSK shall not enter business relations with competitors or counterparties to engage in anti-competitive behaviour, including price-fixing or customers, suppliers, or markets sharing.

If Recipients become aware of potential antitrust violations, carried out either by the Company or its competitors, they must promptly inform the CEO.

# 3.2.6. Relations with the Judicial Authority

GSK relations with the Judicial Authorities are grounded on the principles of accuracy, extensiveness, and truthfulness. The Company also undertakes to comply with the rules established by Independent Public Authorities.

Relations with the Judicial Authorities and other institutions are managed exclusively by the Company representatives who have been entrusted to do so, according to the existing proxy system.

The Company's responses to the legitimate requests and orders issued by the Judicial Authority – either during legal proceedings, investigations, or inspections – shall be accurate and relevant.

Reticent, omissive, and misleading behaviours are forbidden, and so are the provision of deceptive documents, forged data, altered and falsified declarations. It is not allowed to conceal or destroy information related to an investigation, whether it relates to proceedings in progress or proceedings that may be expected to start.

It is also forbidden to exert pressure of any kind on any persons called upon to testify before the Judicial Authority, to persuade them to make or refrain from making false statements.

#### 3.2.7. Relations with associations

GSK promotes active citizenship and engagement, to enhance the wellbeing of the local, regional, and national community in which it operates. It raises awareness on public goods through dialogue with political, cultural, and social associations.

In its relations with associations and NGOs, the Company fosters social, humanitarian, tourist, and cultural initiatives. It subsidizes foundations, institutions, associations, and non-profit organisations whose mission is oriented towards shared goals and, more generally, towards improving living conditions and disseminating a culture of solidarity.

GSK is strongly committed to **promoting tourism in the Marche region**, and actively supports projects which are meant to safeguard and enhance **artistic and cultural heritage**.

The Company carefully evaluates which initiatives to back, based on the following criteria: reliability, conformity to GSK values and policies, refrainment from possible conflict of interests – both from a personal and business perspective. Institutional cooperation is established only if:

- its purpose can be traced back to the corporate mission or can be referred to the public interest,
- the allocation of resources is clear and proper reporting systems are in place, and
- an express authorisation was granted by the competent corporate officers.

Where **sponsorship** activities are undertaken, they must undergo thorough scrutiny on the honourability of the beneficiary and the event/initiative, as well as be based on specific agreements. These procedures, in compliance with existing laws, are meant to avoid funding counterparts who may belong to criminal organisations or be involved in money-laundering offences.

In no circumstances is it allowed to promise or grant any money, goods, or other benefits to entities of any kind to promote or favour the Company's interests.

## 3.2.8. Relations with the press and media

GSK's external communication activities are based on the principles of truthfulness, fairness, transparency, and prudence, in compliance with laws, regulations and this Code.

Communication plays an important role in the construction and enhancement of the Company's public image, as well as in the **promotion of the values that inspire the business activity**. Therefore, the Company's website and social media channels are managed and structured in compliance with this Code.

Relations with the press and the media are managed exclusively by the people expressly entrusted to do so, according to the existing corporate roles and tasks.

Any request for information addressed to employees or business partners from press or media agents shall be communicated to the persons in charge of external communication, without expressing any opinion. GSK prohibits:

- in general, the disclosure or promise to disclose information concerning the Company, without specific authorisation from the dedicated corporate functions.
- The disclosure of "sensitive" information and/or false or misleading data concerning GSK, its competitors or other entities that established relations of any kind with the Company in the performance of its activities.
- any form of pressure aimed at obtaining favours from the press or media agents.

Relations with the media must be managed in compliance with the Company's directives on conflict of interest, protection of intellectual property, the confidentiality of information, and fair competition, as described in the previous sections.



#### FASHION BEAUTY ARTS & LIFESTYLE RUNW



# 3.2.9. Use of social media by Recipients

GSK is aware that social media represent a relevant communication means as well as a business development tool. Therefore, it aims to optimise the opportunities deriving from social media platforms and undertakes to minimise the reputation risks that may arise from incorrect, irresponsible, or unconscious usage.

Considering that the Recipients of this Code are always ambassadors of the Company, GSK:

- acknowledges the Recipients' right to use social media for personal purposes, through their own private profiles.
- Encourages the Recipients to add a formal statement, such as "The opinions expressed are my own and do not reflect GSK's view", and only share messages or thoughts that do not expose the Company to negative outcomes. Opinions expressed and activities carried out online must be conscious, not discriminatory, consistent with the Company values, respectful of the privacy and intellectual property rights of customers, colleagues, external collaborators, business partners, and competitors.
- Expressly forbids direct or indirect disclosure of the Company's confidential information, as well as the publication or dissemination of documents, photos, videos, images, and any other material belonging to the Company or anyhow related to its activities.
- Demands reporting to the CEO any comments (both positive and negative) found online that concern the Company, its people, or its activities.
- Has the right to hold its employees accountable for any economic or reputational damage arising from improper use of social media, contrary to this Code or company practices, both within and outside working hours.



<sup>&</sup>lt;sup>2</sup> The term social media refers to the use of mobile and web-based technologies that enable interactive dialogue and communication, creating communities on the web. These include social networks, video sharing platforms, forums and blogs such as: Facebook, Instagram, YouTube, Twitter, LinkedIn, Wikipedia, WhatsApp, Yelp, Google, Baidu, Myspace, Reddit, Flickr, Snapchat, Strava, personal blogs, etc.

#### 4. ENFORCEMENT

#### 4.1. Code dissemination

GSK is committed to **ensuring the widest possible dissemination** of this Code. It ensures awareness and requires compliance, through:

- publication on the company website.
- Awareness-raising campaigns on social media channels.
- Hyperlink at the bottom of every company email.
- Training initiatives at the time of the adoption, and continuous learning on the Code's contents and supporting initiatives, delivered by senior staff to diverse working groups.
- Constant dissemination and awareness raining initiatives at meetings, conventions, meetings, etc.
- Display on **notice boards** accessible to all staff and visitors in all Company locations.

All Recipients are required to get familiar with this Code, share its principles and implement them, contributing, within the scope of their own responsibility, to its compliance, promotion, and dissemination.

#### 4.2. Violations and sanctions

Compliance with the rules embedded in the Code must be considered an essential part of the contractual obligations to which all Recipients are bound.

Violation of the provisions of this document compromises the relationship of trust between the Company and the Recipients, amounting to a **breach of contractual obligations** arising from the employment relationship, professional collaboration, supply agreement, etc., with all related legal consequences.

Should a violation of the provisions of this Code occur, appropriate and proportionate measures will be adopted. The sanctions will vary depending on the case and will be proportionate, within the boundaries established by the law.

Violations may also give rise to a claim for damages arising therefrom.

The Board of Directors oversees the fulfilment of the obligations set by the Code.



# 4.3. Reporting methods

Should any Recipients become aware of alleged violations of this Code or appraise any conduct that does not comply with the rules embedded hereto, they must **promptly inform the Board of Directors**. The Board will carry out the necessary assessments and evaluations and, eventually, take appropriate measures.

The Company undertakes to protect whistle-blowers from any form of discrimination, ensuring confidentiality - except for disclosure mandated by law.

All reports will be investigated. Depending on the case, qualified personnel or experts in the subject matter may be consulted. The latter must follow protocols and procedures that guarantee the integrity of the reports and protect the Company in the event of any legal action.

Under no circumstances shall Recipients independently investigate blatant or suspected violations of the Code.

The Company guarantees that all cases will be handled until they are finally resolved and undertakes to provide feedback on the outcome of investigations to anyone who makes a report.

In the event of misconduct, appropriate action will be defined, regardless of the level or position of the person(s) involved.

Procedures for reporting and verifying violations are confidential and safeguarded.

Reports or complaints may be addressed also anonymously, directly to the members of the Board of Directors.

As an alternative, a report can be:

- posted in the containers next to the notice boards
- addressed to the following e-mail account: <a href="mailto:info@gaiasegattiniknotwear.it">info@gaiasegattiniknotwear.it</a>.
- complaints in paper can be sent to the following physical address: Gaia Segattini Knotwear Srl, Via Monte San Michele, 15, 60124 Ancona (AN).

Complaints may be signed or anonymous. For practical reasons, providing contact details would facilitate communication procedures to find further details and information during the investigation phase.

All information provided and the identity of the person making the report will only be shared with the responsible in charge of audits and investigations.

No one may be downgraded, dismissed, suspended, threatened, harassed, or intimidated after reporting, in good faith, ethical misconduct or participating in a Code enforcement investigation.

Retaliation or discriminatory treatment against anyone who, in good faith, raises a concern about a possible Code violation, makes a report, or participates in an investigation will be subject to disciplinary action, which may include dismissal.

To safeguard GSK interests, people who make reports with malicious intent or gross misconduct that prove to be unfounded will be sanctioned.

#### 4.4 Adoption of the Code, amendments, and updates

This Code was approved by the GSK Board of Directors on 8 November 2021.

Any amendments and/or updates to the Code will be approved by the Board of Directors and promptly communicated to the Recipients.



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