

## ORGANIZATIONAL MODEL PURSUANT TO LEGISLATIVE DECREE NO. 231/2001

### Adoption of the Model

The Board of Directors of DiaSorin, in order to ensure the fairness and transparency of all its business transactions and corporate activities, to meet the expectations of its shareholders and to protect the Company's position and image, together with the work of its employees, adopted and implemented the organizational model ("Model") required by Legislative Decree No. 231/2001 ("Decree"), which can exempt the Company from liability for crimes committed by its employees in apical positions. The Model was developed taking into account the provisions of the Decree as subsequently amended, as well as the guidelines provided by relevant trade associations (in particular, Assobiomedica and Confindustria). The Model is part of the Corporate Governance scheme and, more specifically, of the Internal Control and Risk Management system adopted by the Company and the Group. The Model, initially adopted by resolution of the Board of Directors on June 4, 2004 and subsequently amended to fulfill the provisions of Article 2.2.3, Section 3, Letter k), of the Stock Exchange Regulations and to incorporate legal – whenever deemed applicable – and organizational changes, has been lastly updated on August 3, 2022.

### Scope

The Model is aimed at building a comprehensive set of preventive procedures and control activities, designed to counter the commission of the different types of crimes listed in the Decree.

### Structure

The Model encompasses a "General Section" and a "Special Sections", divided in No. 21 Protocol, governing those processes potentially exposed to the commission of crimes under the Decree.

In particular:

- **"General Section"** includes (i) the description of the regulatory framework, (ii) the governance and organisational structure adopted by DiaSorin for preventing the commission of crimes, (iii) the purposes of the Model, (iv) the requirements and tasks of the Supervisory Body (see below), (v) how to report crimes and violations of the Model (i.e. whistleblowing), (vi) the disciplinary measures adopted by the Company in case of non-compliance with the measures set out in the Model and (vii) the training and communication plan to ensure an accurate knowledge and awareness of the provisions of the Model by all the persons who must observe them.
- **"Special Section"** is composed by the following Protocols:
  1. Management of marketing events;
  2. Management of gifts, pro bono and sponsorship;
  3. Reimbursement of expenses and representation allowances;
  4. Procurement;
  5. Consultancy;
  6. Request and management of public grants;
  7. Relationship with the Public and Supervisory Authorities;
  8. Institutional relation;
  9. Monetary and financial flows;
  10. Management of investment (equity interests, financial instruments and extraordinary transactions);
  11. Accounting, financial statements and asset transactions;
  12. Tax compliance;

13. Cybersecurity;
14. Selection, hiring and management of the employees;
15. Litigation, criminal proceedings and settlement agreements;
16. Relationship with shareholders and corporate bodies.
17. Management of conflicts of interest and related parties transactions;
18. Management of inside information and internal dealing;
19. Management of external communication;
20. Health & Safety;
21. Intercompany transactions.

Please note that, from the risk assessment performed by DiaSorin, the risk connected to some of the crimes under the Decree (such as, by way of example and without limitation, the offenses referred to in Article 25-bis-Crime of Forgery Currency, 25-quinquies-Crimes against the person, 25-novies-Offences related to copyright infringements) is only abstract and not realistically feasible. Therefore, such cases have not been included in the Model.

### **Review of the Model**

The Board of Directors of DiaSorin, also on proposal of the Supervisory Body and upon favorable opinion of the Control Risks and Sustainability Committee of the Company, has the power and duty to update the Model by amending the existing Special Parts or by adopting further Special Parts relating to new types of crimes included in the Decree (where deemed applicable and relevant).

### **Control on the effectiveness of the Model**

Pursuant to article 6 letter b) of the Decree a company may be exempted from liability if the task of supervising the functioning and effectiveness of the Model is entrusted to a corporate body with independent powers of initiative and control. To this end, the Board of Directors of DiaSorin has appointed the Supervisory Body as internal body, with the independence, professionalism and continuity of action necessary to carry out the functions required by the Decree.

The Supervisory Board is composed by an external professional acting as Chairman, a member of the Board of Statutory Auditors and the Corporate V.P. General Counsel.

At least once a year, the Supervisory Body presents to the Board of Directors the outcomes of its activity, as previously examined by the Control Risks and Sustainability Committee.

### **Sanctions for breach of the Model**

The behaviors of employees in violation of any rule of conduct set forth in the Model are qualified as disciplinary offenses and therefore subject to the penalties provided for by national collective bargaining agreement for employees in the chemical industry, as well as Article 7 of Law May 30, 1970, No. 300 and any applicable special regulations.

In case of violations committed by managers the sanctions set forth in national contract for managers of industrial companies will apply.

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The Company considers the Model an internal corporate procedure and therefore the same is not made available to the public