

Trescore Balneario, 15/04/2019

Subject: Adoption of Organization, management and control Model pursuant to Legislative Decree 231/2001 - summary note.

On 15th January, 2019, the Board Of Directors (BOD) of STERIS S.p.A. CEO has approved and issued the new Organization, management and control Model of the Company pursuant to Legislative Decree 231/2001. As is known, the first adoption by Bioster S.p.A. (today STERIS S.p.A.) of the Model dates back to December 2013. On the same date, January 15, 2019, the BOD renewed the mandate of the current Supervisory Board (SB), with the task of supervising the functioning and observance of the Model.

The **Organizational Model**, consisting of a General Part and a Special Part, contains a series of organizational, managerial, ethical and control measures and procedures aimed to prevent some crime risks which, theoretically, can occur during STERIS S.p.A. activities. These offenses are indicated in Annex 1 to the Model itself.

In the General part of organizational Model, in addition to illustrating the Decree 231 contents, the following topics are summarized:

- the organisational system;
- the system of proxies and delegations;
- the control and management system;
- the system of control of occupational safety and health;
- the Code of Ethics;
- the Disciplinary System;
- communication and training.

The Special Part is divided into twelve parts, each dedicated to a specific type of crime, in particular:

1. Special part A, relating to crimes against Public Administration;
2. Special Part B, relating to corporate offences;
3. Special Part C, relating to corruption among private individuals;
4. Special Part D, relating to the crimes of misappropriation, money laundering, use of money, goods or benefits of unlawful origin and self-laundering;
5. Special Part E, relating to crimes of copyright infringement;
6. Special Part F, relating to crimes against industry and commerce as well as with regard to industrial property;
7. Special Part G, relating to the exploitation of workers who do not have a valid residence permit and crimes against the individual;
8. Special Part H, relating to occupational safety and health offences;
9. Special Part I, relating to environmental offences;
10. Special Part L, relating to computer crimes;
11. Special Part M, relating to the crime of incitement not to make declarations or to make false declarations to the judicial authorities;

STERIS S.p.A.

Sede Amministrativa / Headquarters: Via Volta, 20 24069 Trescore Balneario (BG)

ITALIA - Tel. +39 035.30.27.29 - Fax +39 035.30.25.15

info_it@steris.com – www.steris-ast.com www.steris-ims.com

Sede Legale / Registered Office: Via Alessandrini, 16 20056 Trezzo Sull'Adda (MI)

P. IVA / VAT: IT08949110152

Codice Fiscale e RI Milano / Fiscal Code and Registry of the company: 01729760163

12. Special part N, relating to organised crime including of a transnational nature.

Under Special Parts, the following are indicated:

- i. the areas deemed to be “crime risk areas” and “sensitive” activities;
- ii. the functions and/or services and/or the corporate departments that operate within the field of the “crime risk areas” or “sensitive” activities;
- iii. theoretically committable offences;
- iv. the areas deemed “instrumental” (with reference to crimes against Public Administration and the crime of corruption among private individuals), as well as the persons who work within them;
- v. the type of controls in place in individual “crime risk” and “instrumental” areas;
- vi. the principles of conduct to be complied with in order to reduce the risk of crimes being committed.

The **Supervisory Board** is in charge of monitoring the rules provided for by the Organizational Model, including through control initiatives (audit), in order to avoid the Company to incur in penalizing consequences.

The SB is currently composed by Lawyer Maurizio Arena (Chairman), Dr. Antonio Campanini and Dr. Paola Mapelli: this structure is unanimously considered the most appropriate, given the co-presence of external and internal members, having different professionalisms, in order to ensure professional competence, independence and judgment autonomy and action continuity.

Anyone who is aware of attempted commission of offences, conducts, acts or facts that may lead to a violation or avoidance of the current regulations, of the Model or of the relative procedures and therefore that may cause responsibility of STERIS S.p.A. pursuant to Decree 231, can report such events directly to the SB, by postal mail (to Supervisory Board’s attention, at the Company’s Headquarters in Trescore Balneario - BG - 24069, Via Volta n. 20) or by e-mail, to organismo_vigilanza@steris.com.

The **Code of Ethics** of STERIS S.p.A. constitutes the essential foundation of the Organizational Model, whose provisions are integrated with the Code of Ethics and the Corporate Code of Business Conduct ones.

The Code consists of three parts:

1. part one indicates the Recipients of the Code;
2. part two indicates the general ethical principles of the Company's values;
3. part three indicates the behavioural standards of the Recipients.

Therefore, all Recipients are required to observe the principles contained in the Code of Ethics, as well as have others observe them as far as their competence allows them. The Code also applies to Company business carried out abroad. Under no circumstances does claiming to act in STERIS’ interest justify behaviours contrary to those stated in this document, which is a voluntary self-regulation tool through which STERIS S.p.A. affirms and declines the Values, Principles and behavioral standards, which governing its own and its stakeholders’ actions.

The Code of Ethics is an indispensable reference for all people contributing to various activities development, as suppliers of materials, services and works, consultants, partners in joint ventures or companies with which STERIS S.p.A. operates. Pursuant to and for the purposes of the provisions of Article 2104 and following of the Italian Civil Code, Company employees should consider complying with the rules of the Code as an essential part of their contractual obligations.

Violating the rules of the Code of Ethics damages the relationship of trust established with the Company and can lead to disciplinary actions and reimbursement for the damage, without prejudice to employee compliance with the procedures set forth in collective labour agreements and any current regulations.

STERIS S.p.A. has adopted a **Disciplinary System** intended principally to sanction violation of the principles, rules and measures provided for in the Model and relative Protocols, committed by persons in position of “Senior Management” - as holders of positions of representation, administration or management of the Company - or by persons under the direction or supervision of others or operating in the name and/or on behalf of STERIS.

Kind regards,

STERIS S.p.A. Supervisory Board

Maurizio Arena

Antonio Campanini

Paola Mapelli