



## **CODE OF ETHICS**

**of ALBA MILAGRO INTERNATIONAL S.P.A.**

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## Introduction

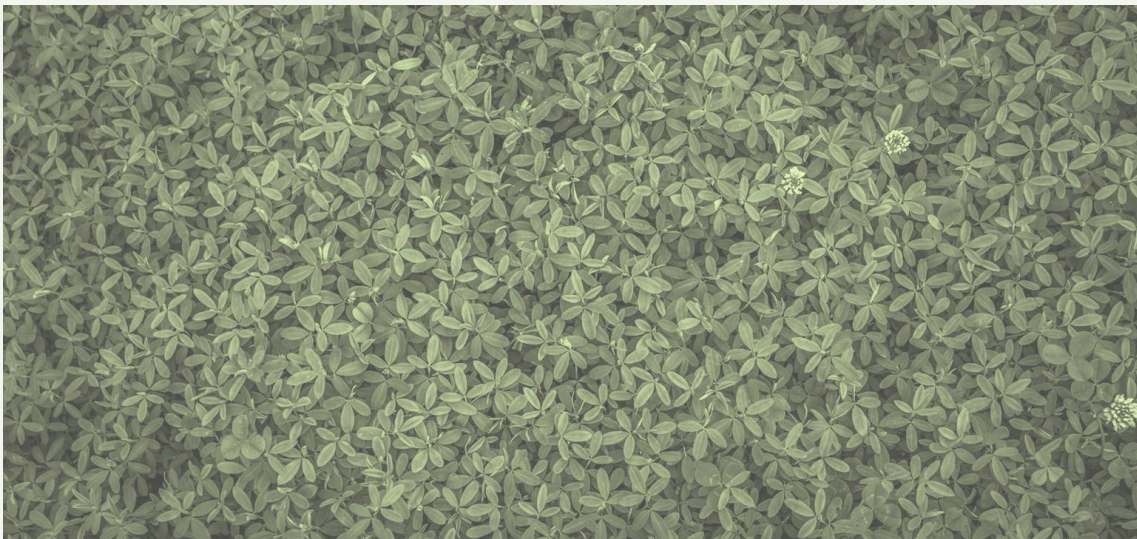
ALBA MILAGRO INTERNATIONAL S.P.A. has considered it essential in its own interest, that of third parties and in general of all stakeholders to have a Code of Ethics.

This Code applies to all company activities and constitutes a point of reference for the regulation adopted in the pursuit of its objectives and corporate mission.

It also describes a set of values and principles of behavior to which the Directors, Corporate Bodies, Employees, Suppliers, Consultants and Partners, Investors and Donors, as well as all those who work for it, are inspired by, and comply with in the pursuit of the company's objectives.

Respect for these values and principles is an essential and indispensable element in guiding the company's activities.

The Code of Ethics is an integral part of the Organization and Management Model pursuant to Legislative Decree No. 231 of 2001 (hereinafter "Model").



## **SECTION 1 - General provisions**

### **1.1. Definitions**

- **“Code of Ethics”**: this code of ethics.
- **“Decreto Legislativo n.231/2001”** o **“D.Lgs. 231/2001”**: the Legislative Decree containing regulations on the administrative liability of legal persons, Companies and associations, including those without legal personality (legislation applicable only in Italy, which may find similar regulations abroad).
- **“Addressees of this Code”** o **“Addressees”**: Company Bodies, Employees, Partners as well as, in any case, any other natural or legal person to whom the Company deems applicable, and deems it appropriate to communicate, this Code of Ethics.
- **“Organizational Model”**: the model of organization, management and control provided by D.Lgs. 231/2001, of which the ethical and behavior principles contained in the Code of Ethics (Compliance Program required by Italian regulations, which may find similar regulations abroad) form an integral part.
- **“Organismo di Vigilanza”** o **“OdV”**: the body in charge of supervising the functioning and observance of the Organizational Model pursuant to D.Lgs. 231/2001 (Body required by Italian regulations, which may find similar regulations abroad).
- **“Public Administration”** o **“PA”**: means all central and/or peripheral state administrations, including but not limited to the following:
  - people who perform functions or activities corresponding to those of public officials and persons in charge of a public service;
  - members of the Commission of the European Communities, the European Parliament, the Court of Justice and the Court of Auditors of the European Communities;
  - officials and servants employed under contract under the Staff Regulations of

Officials of the European Communities or the Conditions of Employment of Servants of the European Communities;

- persons seconded by the member states or any public or private entity to the European Communities, who perform functions corresponding to those of officials or agents of the European Communities;
  - members and employees of bodies established on the basis of the Treaties establishing the European Communities;
  - those who, within other member states of the European Union, perform functions or activities corresponding to those of public officials and persons in charge of a public service;
  - officials of foreign states;
  - people performing functions or activities corresponding to those of public officials and public service officers within other foreign states or public international organizations.
- **“Disciplinary Code”**: the disciplinary system adopted by the Company in order to sanction the violation of the rules of conduct and ethical principles and behavior contained in this Code of Ethics or in the 231 Model in use.

## **1.2. Scope and recipients of the Code of Ethics**

The principles and provisions of this Code are mandatory for the directors of ALBA MILAGRO INTERNATIONAL S.P.A. ("Directors"), and for all those who work for ALBA MILAGRO INTERNATIONAL S.P.A., regardless of the type of relationship, even temporary, that binds them to it (such as Suppliers, Consultants and Partners) [henceforth also only the "Recipients"].

**1.3. Rules of conduct: integrity, fairness, professionalism, business continuity and attention to people**

Compliance with the standards and rules of behavior established in this Code of Ethics are a constant commitment and duty of all those who work for ALBA MILAGRO INTERNATIONAL S.P.A.

The conduct of ALBA MILAGRO INTERNATIONAL S.P.A.'s business and corporate activities must be guided by the unwavering principles of integrity, fairness, professionalism, business continuity and attention to people.

Under no circumstances does the pursuit of ALBA MILAGRO INTERNATIONAL S.P.A.'s own interest and/or the belief that one is acting to the advantage or in the interest of ALBA MILAGRO INTERNATIONAL S.P.A. justify and/or make acceptable conduct that conflicts with the provisions of the Law or the Code.

Compliance with the rules of the Code must be considered the primary obligation of all Recipients of the Code, who are required to conform their actions and conduct to it in the knowledge that its observance constitutes an essential part of the quality of work and professional performance.

Violation of principles and contents of the Code may constitute breach of the main obligations of the contractual relationship, with all legal consequences, including termination of the contract and compensation for damages.

Practices and conduct that result in the perpetration or complicity in the perpetration of fraud are prohibited without exception. This commitment is binding on anyone who has dealings with ALBA MILAGRO INTERNATIONAL S.P.A.

Corporate bodies, in awareness of their responsibility, in addition to compliance with the law, current regulations and the Bylaws, are required to observe the provisions of the Model and the Code of Ethics.

All addressees of the Code of Ethics are required to:

- to behave in a manner consistent with the guiding principles of the Code of Ethics, characterized by:
  - **Integrity**: understood as repudiation of any form of corruption and discrimination in the management of relationships with all stakeholders in relation to the company;
  - **Fairness and Transparency**: understood as honesty, loyalty, compliance with company regulations and legal provisions, clarity and transparency; ALBA MILAGRO INTERNATIONAL S.P.A.'s collaborators are required to give complete, transparent, comprehensible and accurate information so that, in setting up relationships with the company, stakeholders are able to make autonomous decisions in full knowledge of the interests involved, the alternatives and the relevant consequences, refraining from collusive, predatory and abuse of dominant position behaviors in compliance with the principles of fair competition in the market;
  - **Professionalism**: understood as competence, application and quality in carrying out business activities, a fundamental element for competing and operating effectively and efficiently in the marketplace;
  - **Sustainability and business continuity**: understood as the ability to put in place behaviors in the interest of ALBA MILAGRO INTERNATIONAL S.P.A. with a view to sustainable business continuity in the long term;
  - **Attention to people and stakeholders**: attention to Human Resources and those that make up the community in which it operates are considered a primary and founding value. In particular, ALBA MILAGRO INTERNATIONAL S.P.A. protects and promotes the value of Human Resources without any discrimination, fosters their professional growth and is committed to ensuring equal growth opportunities for employees;
  - **Environmental protection**: the environment is a primary asset that ALBA MILAGRO INTERNATIONAL S.P.A. safeguards; to this end, its activities



seek a balance between economic initiatives and unavoidable environmental needs, in consideration of the rights of future generations.

- to behave in a manner inspired by autonomy, independence and fairness with public institutions, private entities, economic associations, political forces, as well as with any other national and international operator;
- limited to the corporate bodies, to ensure assiduous and informed participation in the meetings and activities of the corporate bodies;
- not to obstruct monitoring activities in any way;
- to make confidential use of information of which they become aware for reasons of their office, and to avoid using their position to obtain personal advantages, whether direct or indirect.

#### **1.4. Social responsibility policy**

ALBA MILAGRO INTERNATIONAL S.P.A. promotes the values of quality of life while respecting the environment and human beings. With this Code of Ethics, the Company is committed to the respect and promotion of all internationally recognized Human Rights, in particular:

- **Right to freedom of information and expression:** ALBA MILAGRO INTERNATIONAL S.P.A. is committed to respecting and promoting, the right to freedom of information and expression, respecting diversity of opinion and promoting two-way communication with its stakeholders;
- **Contribution to the fight against corruption:** the Company is committed to contrast corruption in all its forms, in accordance with Principle 10 of the United Nations Global Compact. To this end, ALBA MILAGRO INTERNATIONAL S.P.A. defines and adopts an appropriate compliance model to avoid incurring illegitimate or illegal behavior associated with any form of corruption;

- **Environmental Protection:** ALBA MILAGRO INTERNATIONAL S.P.A. promotes responsible environmental behavior. The Company contributes to environmental protection by implementing measures for continuous improvement in the areas of reducing the consumption of natural resources, minimizing the use of components that are potentially harmful to both the environment and people, and in general, as part of the Company's entire environmental management system;
- **Rejection of forced or compulsory labor:** ALBA MILAGRO INTERNATIONAL S.P.A. rejects any form of forced or compulsory labor. This rejection also extends to any natural and/or legal person related to it. The Company adheres to the United Nations Global Compact principles, according to which companies are required to support the elimination of all forms of forced, compulsory or otherwise coerced labor;
- **Rejection of child labor:** ALBA MILAGRO INTERNATIONAL S.P.A. respects the rights of children and rejects child labor, respecting the minimum age established for access to work by the relevant national laws of each country;
- **Rejection of Discrimination and Promotion of Diversity:** ALBA MILAGRO INTERNATIONAL S.P.A. rejects all forms of discrimination, respecting the diversity of its employees and offering equal opportunities for employment and professional promotion. In addition, Suppliers, Consultants and Partners will refrain from engaging in any discriminatory practices in hiring, compensation, access to training, promotion, termination of employment or retirement;
- **Respect for freedom of association and collective negotiation:** When establishing employment relationships, the Company will ensure a work environment free from any form of harassment, intimidation, or violence, as well as any other behavior that could lead to an intimidating, offensive or hostile work environment. Suppliers, Consultants and Partners are

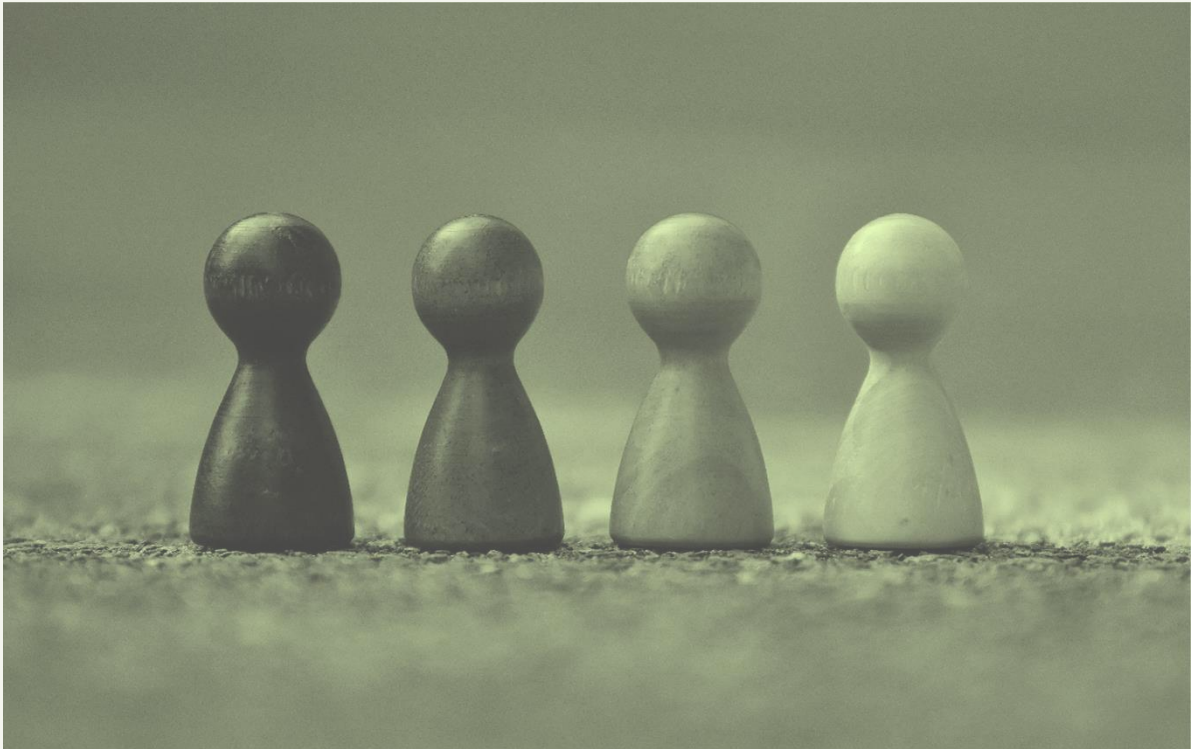
required to comply with the provisions of this Code to ensure fair, equitable and favorable working conditions for all their employees.

ALBA MILAGRO INTERNATIONAL S.P.A. undertakes, to ensure that all its activities are carried out in compliance with the national laws in force and applicable to its field of activity, as well as with the provisions contained in official international documents and their interpretations.

In particular, ALBA MILAGRO INTERNATIONAL S.P.A. intends to comply with the following principles:

- Child labor: not to take advantage of or encourage the use of child labor;
- Forced labor: not to take advantage of or encourage the use of forced labor. It is prohibited to employ personnel against their will and to resort to any form of labor under the threat of punishment;
- Health and Safety: ensuring a safe and healthy workplace for all employees;
- Freedom of association and the right to collective negotiation: respect the right of workers to join and form trade unions and collective negotiation;
- Discrimination: not implementing discrimination of any kind. Respect for the freedom and dignity of employees;
- Working hours: work in accordance with the laws and the national labor contract applied and agreements with labor organizations;
- Remuneration: ensuring compliance with legal minimum wage levels;
- Management system: implement, document and maintain an active social

responsibility management system.



## **SECTION 2 - Relationships with stakeholders**

### **2.1. Relationships with shareholders**

Relationships with shareholders are regulated not only by legal and statutory provisions, but also by attention to safeguarding the interests of minorities and all recipients of the Code of Ethics, all in accordance with the general principles of the Code itself.

### **2.2. Relationships with customers and suppliers**

ALBA MILAGRO INTERNATIONAL S.P.A. pursues its business success by offering quality products on competitive terms and in compliance with all applicable regulations for the benefit of its customers. ALBA MILAGRO

INTERNATIONAL S.P.A., aware of its social responsibility and goals of sustainable and lasting growth, is committed to applying and promoting ethics, respect for human rights and social practices in a transparent and responsible manner.

ALBA MILAGRO INTERNATIONAL S.P.A. recognizes that the appreciation of product requesters is of primary importance to its business success. Business policies are aimed at ensuring quality, reliability, safety, and compliance with the provisions of national laws, regulations and accounting standards.

ALBA MILAGRO INTERNATIONAL S.P.A. is committed to seek in suppliers and external collaborators suitable professionalism and commitment to share the principles and contents of the Code and to promote the building of lasting relationships for the progressive improvement of performance.

It is the obligation of all Addressees of the Code to observe the internal procedures for the selection and management of relationships with suppliers and external collaborators and to adopt in the selection, objective evaluation criteria according to transparent methods, so as not to preclude any person, possessing the necessary requirements, from successfully applying to become a supplier or collaborator.

In dealings with customers, no misleading conduct should be kept that could induce the customer in error about the technical-economic evaluation of the products and services offered/supplied.

The compensation to be paid shall be exclusively commensurate with the supply indicated in the contract, and payments may in no way be made to a person other than the contractual counterparty.

It is expressly forbidden for Addressees (directly or through third parties) to offer or receive to/from anyone any gratuity that could even be interpreted as exceeding normal business practices or courtesy, or be intended as aimed at acquiring favorable treatment in the conduct of any activity that can be linked to ALBA MILAGRO INTERNATIONAL S.P.A.

Should a Recipient receive offers and/or requests for gifts or benefits - except gifts of modest value and/or in accordance with commercial custom - he/she is required to immediately inform the Chairman of the Board of Directors, who is responsible for assessing - on his/her own with the involvement of the relevant Bodies - whether there is a risk of deviation from the provisions of the Law and the Model and the need to take appropriate corrective action.

### **2.3. Relationships with competitors**

Relationships with competing companies, both nationally and internationally, must be loyal, honest, fair and in any case keeping a behavior that protects the tangible and intangible assets of ALBA MILAGRO INTERNATIONAL S.P.A., the integrity of its rights, the enhancement of human assets and corporate resources, the development of know-how and corporate values.

ALBA MILAGRO INTERNATIONAL S.P.A. refrains from collusive, predatory conduct or conduct characterized by the abuse of privileged information or dominant positions.

### **2.4. Relationships with Public Administration and Public Institutions**

In relations with the Public Administration, Addressees must act in compliance with the Laws, the Model, and the Code of Ethics, i.e., according to honesty, fairness, and loyalty, without improperly influencing, in any way, the decisions of the counterpart in order to obtain favorable treatment.

All relationship activities with the Public Administration must be documented and traceable in order to facilitate the performance of supervision and control activities delegated to specially constituted reference bodies.

It is not allowed to offer money or gifts to Executives, Officials or Employees of the Public Administration or public institutions or their relatives unless they are

gifts or utilities for appropriate use and of modest value that in any case must not be interpreted as a quid pro quo in the request for favors and/or facilitations.

It is prohibited to offer and/or accept any object, service, benefit, or favor in order to obtain or procure favorable treatment in relation to any relationship held with the Public Administration.

If ALBA MILAGRO INTERNATIONAL S.P.A. uses an Entity and/or Third-Party Person to be represented in relations towards the Public Administration, the same directives valid for the Recipients of this Code shall be applied towards the same, its Employees and/or Collaborators.

ALBA MILAGRO INTERNATIONAL S.P.A., moreover, may not be represented by Third Parties whose collaboration may connote hypotheses of conflict of interest.

## **2.5. Relationships between stakeholders**

Relationships among individual stakeholders of the Company, insofar as they pertain to the Company's business, must be marked by criteria and behavior of honesty, fairness, cooperation, loyalty and mutual respect.

## **SECTION 3 - Health, Safety, Environment**

### **3.1. Protection of health, safety, the environment, and public safety**

ALBA MILAGRO INTERNATIONAL S.P.A.'s activities must be conducted in accordance with international agreements and standards, laws, regulations, administrative practices and national policies relating to the protection of the health and safety of workers, the environment and public safety.

ALBA MILAGRO INTERNATIONAL S.P.A. is committed to spreading and consolidating a culture of safety in the workplace by developing risk awareness, promoting responsible behavior by all employees. It also works to preserve, especially through preventive actions, the health and safety of workers, as well as the interest of other stakeholders. It aims to protect its human resources, constantly seeking the necessary cooperation not only within the Company, but also with suppliers, companies, Partners, and customers involved in its business.

### **3.2. Environmental Policy**

ALBA MILAGRO INTERNATIONAL S.P.A. promotes the conduct of its business in an environmentally sustainable manner, encouraging environmental protection, preserving biodiversity and sustainable management of natural resources. Operational management must refer to criteria of environmental protection and energy efficiency by pursuing the continuous improvement of occupational health and safety and environmental protection conditions. ALBA MILAGRO INTERNATIONAL S.P.A. promotes environmental awareness and training activities for employees, which aim at internal dissemination of initiatives and enhancing employees' skills and professionalism.

### **3.3. Human Resources Policies**

ALBA MILAGRO INTERNATIONAL S.P.A. is committed to develop the skills, professionalism, and commitment of all its employees, in order to achieve the most effective business objectives, creating a safe and serene working environment, where there is no disturbance, conditioning, discomfort and intimidation related to the activity carried out.

ALBA MILAGRO INTERNATIONAL S.P.A. rejects any form of discrimination based on sex, sexual and gender orientation, ethnic origin, religion, age, state of health, economic conditions political and/or union affiliation of its suppliers,



consultants, or partners. It is the primary duty of ALBA MILAGRO INTERNATIONAL S.P.A. to protect the psycho-physical integrity of workers and to ensure their social security, contribution and insurance treatment provided for by the current rules and employment contracts.

The Company is inspired by the protection and promotion of human rights, the principles of equality, solidarity, repudiation of violence, in whatever form it is exercised, of war, and to foster the protection of civil and political rights, social, economic, and cultural rights, and so-called third-generation rights (the right to self-determination, peace, development and environmental protection). Any kind of corruption forced or child labor as well as any practice contrary to human rights, social solidarity and the dignity of peoples is repudiated.

ALBA MILAGRO INTERNATIONAL S.P.A. is committed to prevent and oppose any form of discrimination based on gender, age, ethnic or national affiliation, political, religious, or sexual orientation, language, health status and disability, pregnancy, maternity or paternity status and any other form of diversity.

Addressees of the Code are required to avoid and report potential conflicts of interest between activities, including non-economic, personal, and family activities and the duties they hold within the structure or body to which they belong.

#### **3.4. Protection of company assets**

Each recipient is responsible for the protection and preservation of the assets, tangible and intangible, and resources, entrusted to him/her to carry out his/her duties. Any use of said assets and resources that is contrary to the interests of ALBA MILAGRO INTERNATIONAL S.P.A. and that is dictated by reasons unrelated to the working relationship with the same is prohibited.

All IT equipment as well as Personal Computers, fixed or mobile, their programs and/or applications, entrusted to "business users" are work tools, therefore:

- should be properly guarded;
- may be used only for professional purposes and in any case in such a way as not to cause harm to anyone or, even less, for unlawful purposes;
- storage of files or documents of illegal, outrageous or discriminatory nature or in disregard of copyright law is not permitted.



## **SECTION 4 - Financial reporting and information management**

### **4.1. Transparency and reliability of financial and accounting management**

ALBA MILAGRO INTERNATIONAL S.P.A. operates in compliance with the

Laws, regulations, national and international accounting standards, in relation to the keeping of accounts and the preparation of annual and interim financial statements as well as any type of administrative, fiscal or financial documentation required by the regulations in force.

Every operation and transaction of ALBA MILAGRO INTERNATIONAL S.P.A. must be legitimate, consistent, and congruous, properly authorized and adequately recorded so that the related decision-making, authorization and performance process can be verifiable at any time.

No financial movements may be made without adequate supporting documentation.

Without prejudice to the provisions established by the Civil Code, tax legislation and other national regulatory sources, the accounting system of ALBA MILAGRO INTERNATIONAL S.P.A. must allow, at any time, the timely verification of every transaction involving the movement of incoming and outgoing means of payment, the substantive reasons for its completion, the persons who authorized its execution and the relevant supporting documents.

ALBA MILAGRO INTERNATIONAL S.P.A., as a taxpayer, must properly and timely fulfill all obligations placed on it by current tax regulations.

#### **4.2. Economic, financial, and corporate reporting**

ALBA MILAGRO INTERNATIONAL S.P.A. encourages correct and timely information to all bodies and functions concerned regarding the formation of the annual financial statements, interim financial statements, reports, prospectuses, corporate communications in general and anything else required for its operation, in accordance with the provisions of the law, principles, technical standards in force. encourages controls by the competent bodies.

All external communication complies with laws, regulations, and professional

conduct practices and is carried out with clarity, transparency, and timeliness, in compliance with current insider information regulations.

#### **4.3. Confidential information and professional secrecy**

The activities of ALBA MILAGRO INTERNATIONAL S.P.A. may involve the acquisition, storage, processing, communication and dissemination of news, documents and other data relating to customer companies or suppliers.

Without prejudice to the transparency of the activities carried out and the information obligations imposed by the provisions in force, It is the obligation of all the Recipients of the Code to ensure the confidentiality required by the circumstances for each piece of information learned because of their job and/or professional function.

It is forbidden to all Attendees of the Code to process and use information in any way acquired and relevant to any holder, due to the activity carried out within ALBA MILAGRO INTERNATIONAL S.P.A., for purposes outside the normal scope of their professional duties.

It is forbidden to all Attendees of the Code of Ethics to disclose confidential information related to ALBA MILAGRO INTERNATIONAL S.P.A. without prior authorization from the Chairman of the Board of Directors, which establishes the methods of communication in compliance with current regulations and regulations. In no case is it allowed to disclose false and tendentious news or communications.

#### **4.4. Privacy protection**

In carrying out the activity, ALBA MILAGRO INTERNATIONAL S.P.A. undertakes to process personal data and confidential information in compliance with all applicable laws and best practices in the field of confidentiality and privacy, including EU Regulation 2016/679. The Company guarantees a high level

of security in the selection and use of its Information Technology systems for the processing of personal data and confidential information.

ALBA MILAGRO INTERNATIONAL S.P.A. undertakes to protect information relating to its personnel and third parties, generated or acquired within and in business relationships and to avoid any misuse of this information.

The Company intends to ensure that the processing of personal data carried out within its structures takes place in compliance with fundamental rights and freedoms, as well as the dignity of the data subjects, as provided for by the current legal provisions.

The collection and processing of personal data must be lawful and fair and, in any case, only data necessary for specific, explicit and legitimate purposes are collected and recorded. The retention of data may take place for a period of time not exceeding that necessary for the purposes of collection.

The Company also undertakes to adopt appropriate and preventive security measures for all databases in which personal data are collected and stored, in order to avoid the risk of destruction and loss or unauthorized access or unauthorized processing.

## **SECTION 5 - Implementation Methods**

### **5.1. Implementing instruments of the Code of Ethics**

ALBA MILAGRO INTERNATIONAL S.P.A. is committed to promoting and maintaining an adequate internal control system also in order to oversee events or circumstances that could generate violations of the Code of Ethics.

The responsibility to implement an effective internal control system is common at every level of the organizational structure of ALBA MILAGRO

INTERNATIONAL S.P.A.; consequently, all the Addressees of the Code, within the functions and responsibilities covered, are engaged in defining and actively participating in the proper functioning of the internal control system.

ALBA MILAGRO INTERNATIONAL S.P.A. promotes and ensures the application and compliance with the Code of Ethics through specially constituted reference bodies.

The Supervisory Board has free access to the data, documentation and information useful for carrying out its activity.

Any violation (actual and/or potential) committed in relation to the provisions of the Code may be reported by anyone to the relevant bodies specifically established according to the type of violation found.

## **5.2. Diffusion of the Code of Ethics**

This Code must be brought to the attention of the Corporate Bodies and its members, Suppliers, Consultants, Partners, and all those who may act on behalf of the Company.

All the aforementioned individuals are required to learn its contents and abide by its rules.

This Code is published on the corporate network within the section dedicated to Model 231 and Code of Ethics, as well as on the company's website.

## **5.3. Penalty provisions**

Compliance with the Code must be considered an essential part of the contractual obligations undertaken by Suppliers, Consultants, Partners and/or parties having business relationships with the company. Violation of the rules of the Code may be considered a breach of contractual obligations, with all legal

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consequences, including with regard to the termination of the contract and/or assignment, and may result in compensation for damages arising therefrom.

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Parabiago (MI), July 20, 2023

Alba Milagro International S.p.A.

The President

A handwritten signature in blue ink, appearing to read 'F. Kluzer', with a long horizontal flourish extending to the right.

Dr. Francesco Kluzer



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