



ANTICORRUPTION POLICY

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Contents

DEFINITIONS 5

INTRODUCTION 7

1. PURPOSE 7

2. SCOPE OF APPLICATION 7

2.1 Adoption and implementation by Subsidiaries 7

3. ROLES AND RESPONSIBILITIES 8

4. PROHIBITION OF CORRUPTION IN ALL ITS FORMS 8

5. OTHER PROHIBITED BEHAVIORS..... 10

6. GENERAL PRINCIPLES..... 11

7. MAIN SENSITIVE AREAS AND RELATED PRESIDIA. EXAMPLES 11

7.1 Gifts, hospitality, and representation expenses towards (or from) third parties (e.g., clients, suppliers, partners, public administrations, entities, and associations) 12

7.1.1 Examples 13

7.2 Non-Profit Initiatives, Sponsorships, and Marketing Events 13

7.2.1. Examples 14

7.3 Relations with the Public Administration (P.A.) 14

7.3.1 Examples 15

7.4 Facilitation Payment..... 15

7.5 Relations with political and trade union organizations 16

7.6 Relations with Third Parties 16

7.7 Selection and Hiring of Personnel 17

7.8 Accounting Records 18

7.8.1 Examples 18

8. TRAINING 18

9. ENTRY INTO FORCE, REPORTING, AND DISCIPLINARY SYSTEM 19

9.1 Disciplinary Sanctions 20

9.2 Contractual Remedies 20

10. AUDIT AND MONITORING 20

DEFINITIONS

For the purposes of this Policy, the terms listed shall have the meaning specified below:

Code of Ethics: RGI Group Code of Conduct.

Subsidiaries (or Subsidiaries or also Companies): Companies, directly or indirectly, controlled by, or affiliated with RGI.

Bribery: the conduct of anyone who, directly or indirectly carrying out activities on behalf or in the interest of Companies, promises, offers, gives, requests, accepts the promise, receives, or provides an undue inducement, in exchange for money or other benefits, directly or indirectly (and therefore also through a third party), for personal benefit, or of Group or third parties. For the purposes of the Policy, no distinction is made between "bribery of a Public Official or a Person in Charge of a Public Service" and "bribery of a private individual". For the purposes of this Policy, generally accepted references are also made to the definitions of bribery adopted by Transparency International ("the abuse of entrusted power for private gain") and the World Bank ("offering, giving, receiving or soliciting, directly or indirectly, anything of value to improperly influence the actions of another party").

Recipients: Group Personnel worldwide and all those who operate in the name and/or on behalf and/or in the interest of the RGI Group or who have professional or business relations with it.

RGI Group or Group: RGI S.p.A. and its Subsidiaries.

Person in charge of Public Service: a person who in any capacity performs a public service, including that for a national or international agency, as defined by the individual national laws to which the public service relates.

Anti-Corruption Regulations: the national regulations applicable in the individual countries where the RGI Group operates, European regulations concerning anti-corruption, in particular Directive (EU) 2019/1937 regarding the protection of persons who report breaches of Union law (the 'Whistleblowing Directive'), the best practices and guidelines developed by private international organizations (ICC - International Chamber of Commerce, Transparency International, PACI - Partnering Against Corruption Initiative and the United Nations Global Compact, UNI ISO 37001), as well as the following Conventions of international law, listed by way of example and not exhaustive:

- OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions (1997);
- Criminal Law Convention on Corruption of the Council of Europe (1999);
- United Nations Convention against Corruption (2004).
- Bribery Act of 2010 and subsequent amendments;
- U.S. Foreign Corrupt Practices Act (FCPA) of 1977 and subsequent amendments.

RGI Group personnel or Personnel: board members, employees of RGI and its Subsidiaries (managers, executives, permanent and non-permanent employees), shareholders, other members of corporate and supervisory bodies, and any additional personnel potentially included in the corporate organization.

Policy: the Anti-Corruption Policy adopted by RGI and its Subsidiaries pursuant to paragraph 2.1.

P.A.: public administration, as well as companies in which public entities have a stake and/or control that apply the Procurement Code, as per Legislative Decree 36/2023.

Public Official: a person exercising a legislative, administrative or judicial public function, regardless of whether the function derives from appointment, election or succession.

RGI: RGI S.p.A.

INTRODUCTION

RGI Group is aware of the negative effects of corruptive practices on economic and social development, repudiating corruption in all its forms.

RGI Group, in the pursuit of its activity, is therefore committed to prohibit Corruption and to prevent the risks of illegal practices, at any level and in any geographical area, both through the dissemination and promotion of ethical values and principles, and through the effective provision of rules of conduct and the effective implementation of control processes, in line with the requirements set by applicable regulations and international best practices.

As a concrete implementation of its commitment in this area, the Group has adopted the Code of Ethics, which defines the values on which the Group is based in order to achieve its objectives and the relevant principles in the conduct of its activities, in close integration - where applicable - with the Organizational, Management and Control Models provided for by Legislative Decree 231/01 (which the Group's Italian Companies have defined, taking care of their constant updating) and with the Compliance Programs (implemented by the foreign subsidiaries).

1. PURPOSE

As further confirmation of its commitment against illicit conduct, with the introduction of the Policy RGI Group intends to summarize and integrate in a consistent framework the rules of prevention and fight against corruption already in force within the Group and each Subsidiaries, with the aim of further raising the awareness of the Recipients of the rules and behaviors that must be observed.

The Policy is designed to be applied to all the Subsidiaries, in the countries where it operates, providing each Company with a useful framework for the identification, review and achievement of the anti-corruption objectives defined in accordance with the Policy.

2. SCOPE OF APPLICATION

The Policy applies to:

- RGI;
- RGI Group, subject to acceptance by the Subsidiaries through adoption by their administrative bodies, internal dissemination, as well as publication on their own websites. The operational and managerial autonomy of the Companies is in any case respected;
- to the Recipients.

In the event that certain applicable provisions of the Anti-Corruption Regulation as well as any Subsidiaries' adopted procedures are stricter than those that can be obtained from the Policy, the same regulatory provisions shall in any case be complied with, and in any case their violation shall also constitute a violation of the Policy.

2.1 Adoption and implementation by Subsidiaries

The Subsidiaries, Italian or foreign, adopt the Policy without exception.

If, due to the specificities of the reference context, a Subsidiary should need to adopt its own anti-corruption code or its own procedure or company documentation on the corruption matter, such document shall in any case comply with the Policy, reflecting its contents as an indispensable basis.

Each Subsidiary adopts any additional prevention and control instrument to deal with its specific risks and regulate the processes characteristic of its activities, having specific regard to the reference legal and operational context.

The Subsidiaries publish a copy of the Policy on their website, in accordance with the provisions of the Group Zero Policy of RGI Group.

3. ROLES AND RESPONSIBILITIES

Violation of the Anti-Bribery Regulation can seriously damage the Group's reputation and cause serious harm to the company's activities, such as fines, disqualification from contracting with public bodies, confiscation of the crime's profit, claims for damages. Individuals may also be sentenced to imprisonment.

Therefore, all Recipients of the Policy are responsible, each to the extent of his or her competence, for compliance with it, without prejudice to the validity and mandatory nature of the overall procedural system adopted by each subsidiary in the context of combating corruption. In addition, individuals with supervisory and coordination responsibilities are responsible for ensuring that their employees comply with the Policy and for taking measures to prevent, identify and report potential violations.

All Recipients are required to read, understand and fully comply with the Policy available on the Group's institutional website at the address <https://www.rgigroup.com/governance>.

4. PROHIBITION OF CORRUPTION IN ALL ITS FORMS

"Corruption" involves the following elements:

- Promising, offering, giving, requesting, accepting a promise, receiving, even as a result of improper inducement;
- Money or other benefits;
- For a specific unjust or illegal purpose, or in exchange for a specific behavior consisting of:
 - The exercise of public function or public powers;
 - The omission or delay (preceding or subsequent) of an official act or an act contrary to official duties;
 - Favoring or harming a party in a civil, criminal, or administrative proceeding;
 - Avoiding a potential harm threatened by a public subject who abuses their qualities and powers;
 - Obtaining an illegal mediation;
 - The commission or omission of an act in violation of the obligations inherent to their office or the obligations of fidelity (between private parties).

The act of promising, offering, or giving money constitutes active corruption; the act of requesting, accepting a promise, or receiving money constitutes passive corruption.

Corruption in the public sector (public corruption) involves improperly offering, promising, or giving money or other benefits to public officials or persons charged with public service.

- ➔ Public officials/appointed public service providers (on one side) + private individual (on the other side)

Corruption in the private sector (corruption among private individuals) consists of offering, promising, or giving to board members, general directors, executives responsible for preparing corporate accounting documents, statutory auditors, liquidators, or individuals under their direction or supervision, for themselves or for others, money or other undue benefits.

- ➔ Private individual (on one side) + private individual (on the other side)

Corruption can take various forms:

- direct payments or the offering, giving, or promise (acceptance of the promise, receipt or request) of money or other benefits;
- payment of bribes;
- hidden commissions;
- preferential treatment;
- luxury gifts and entertainment, donations, or sponsorships;
- facilitation payments.

Such behaviors are prohibited regardless of where the recipients, public officials, and/or public service agents operate and regardless of where the giving, offering, and/or promising of money or other benefits takes place.

- ▲ The corrupt proposal can be made by anyone who intends to receive money/other benefits in exchange for something.

In public corruption:

- Active corruption, that is, offering, giving, or promising bribes, can be committed by anyone.
- Passive corruption, that is, demanding, accepting a promise, or receiving a bribe, can be committed by: (i) national or foreign public officials; (ii) national or foreign public service appointees.

Corruption between private parties:

- Active corruption, that is, offering, giving, or promising a bribe, can be committed by anyone.
- Passive corruption, that is, requesting, accepting a promise, or receiving a bribe, can be committed by: (i) board members, general managers, executives responsible for preparing corporate accounting documents, auditors, liquidators, who have the power to make, influence, or control business decisions; (ii) individuals under their direction or supervision.

5. OTHER PROHIBITED BEHAVIORS

In accordance with the principle of "zero tolerance," the RGI Group does not allow exceptions to the prescriptions and prohibitions listed below. The belief that one is acting in the interest of the Group cannot in any way justify behaviors that are contrary to the aforementioned principles.

Without prejudice to the prohibition against carrying out the unlawful conduct mentioned above, which is strictly related to corrupt practices, the recipients of the Policy must also refrain from engaging in the following behaviors, which are similar, in their dealings with public authorities or with private individuals subject to public procurement regulations (e.g., private companies controlled or participated in by public authorities):

- Inducing, giving, promising, or causing to be promised, for oneself or a third party, money or other economic benefits improperly by intentionally using existing relationships with a Public Official or a Public Service Officer to reward them in relation to the performance of their functions or to carry out another illicit mediation;
- Preventing or disturbing public tenders, private bids on behalf of public authorities, and/or competitions to which the Public Procurement Code applies, through violence or threats, or through gifts, promises, collusion, or other fraudulent means, including by removing bidders;
- Disturbing, through violence or threats, or through gifts, promises, collusion, or other fraudulent means, the administrative procedure aimed at determining the content of a tender notice or another equivalent act, to influence the contracting authority's selection process.

As a general rule, the following must also be considered prohibited (alongside the aforementioned conduct):

- Any other conduct, even if not expressly prohibited by the Policy, that has the same purpose as one or more of the conduct mentioned in the prohibitions referred to in the Policy;
- Any form of circumvention or evasion of the prohibitions referred to in the Policy (and therefore, by way of example: (i) a certain conduct referred to in the Policy is prohibited even if the perpetrator uses funds or personal means provided by a third party unrelated to the Group; (ii) a payment of money or another benefit referred to in the Policy is prohibited even if the beneficiary is not the person directly involved in business activities – Public Official, supplier, partner, etc. – but a family member, front, intermediary, creditor, debtor, etc.; (iii) the prohibition against giving or receiving gifts that are not of modest value also prohibits the same recipient from giving/accepting – to/from the same individual – a significant number of gifts, each of modest value, over a reasonably appreciable period of time, in order to avoid serial and routine gifts that could be interpreted as constant favors for the purposes of the Policy).

6. GENERAL PRINCIPLES

To respect the Policy and prevent Corruption in all its forms, the Group adopts and adheres to the following general principles:

- **Four eyes rule principle:** every relevant relationship with the Public Administration must be managed by at least two competent individuals (i.e., "four eyes") who are preferably independent of each other, ensuring greater transparency and accountability;
- **Segregation of duties:** the execution of business activities must be based on the principle of separation of functions, meaning that the authorization of an operation must be the responsibility of a person different from the one executing it and from the one controlling it;
- **Signing powers:** the authorization and signing powers must be: (i) consistent with the organizational and managerial responsibilities assigned; (ii) clearly defined and known within the Company. The corporate roles that have the authority to bind the Company in specific operations must be defined, specifying the limits and nature of such operations;
- **Impartiality and absence of conflicts of interest:** the recipients of the Policy must operate with professionalism, transparency, impartiality, and in compliance with Anti-Corruption Regulations, and must promptly report any situation that may give rise to a conflict of interest, as prescribed by the Conflict of Interest Group Policy;
- **Traceability and archiving:** every activity must be verifiable, documented, consistent, appropriate, and correctly archived;
- **Training:** specific training plans must be provided for the staff of RGI Group regarding the anti-corruption measures adopted by the Group, with particular reference to those operating in the sensitive areas listed in paragraph 7.

7. MAIN SENSITIVE AREAS AND RELATED PRESIDIA. EXAMPLES

With regard to the types of activities of the Group, the following areas can be identified as most sensitive to the risk of Corruption:

- gifts, hospitality, and representation expenses towards (or from) third parties (e.g., clients, suppliers, partners, public administrations, entities, and associations);
- non-profit initiatives, sponsorships, and marketing events;
- relationships with public administration;
- facilitation payments;
- relationships with political and trade union organizations;
- relationships with third parties;
- assignments of consultancy, specialist, and professional tasks;
- supply of goods and services;

- selection and hiring of personnel;
- accounting records.

In relation to the business of the Group and for each area of activity of interest to the Group itself, the Recipients must adhere to what is provided in the Code of Ethics, in the procedures and protocols defined for compliance with Anti-Corruption Regulations, as well as those provided by each Subsidiary in compliance with applicable local legislation, as well as to the following principles of conduct.

7.1 Gifts, hospitality, and representation expenses towards (or from) third parties (e.g., clients, suppliers, partners, public administrations, entities, and associations)

Gifts, presents, and other representation expenses are allowed as common practice of professional and commercial courtesy, subject to the prohibition of offering or accepting money, and in any case in accordance with the Gift & Hospitality Group Policy and the procedure or reference document of each subsidiary, in compliance with applicable local regulations.

The Group recognizes that certain benefits or forms of hospitality constitute permitted activities within the normal conduct of business to build relationships, maintain the image of the Group, its reputation, or the marketability of its products and services.

Gifts, presents, and any other benefit or utility that the recipients offer to (or accept from) public or private entities must, in relation to the circumstances:

- be appropriate, reasonable, and made in good faith;
- be such that they do not (i) compromise the integrity and reputation of either party in the relationship, nor (ii) create, in the recipient or in an impartial third party, the impression that they are aimed at acquiring, maintaining, or rewarding undue advantages or exercising illegal or improper influence on the activities or decisions of the recipient;
- be recorded and not offered or accepted secretly;
- comply with Anti-Corruption Regulations and the Gift & Hospitality Group Policy, which is referenced.

Without prejudice to the respect of the criteria mentioned above:

- Recipients may offer or accept gifts, presents, or any other benefits or utilities if of modest value, in accordance with the customs of the country of the relevant subsidiary;
- hospitality treatments (transportation, lodging, meals, entertainment, etc.) are allowed for business purposes, promoting the Group's activities, and developing business and partnership relationships.

Among Group employees in a mutual hierarchical relationship, gifts or presents outside of customary practices and exceeding modest value are not permitted. With regard to the aforementioned relationships, reference is made to the organizational chart of the Group and each Company.

7.1.1 Examples

	On the occasion of a business negotiation with a private entity, the company representative offers some gifts to the representative of the partner with whom they are negotiating to ensure the successful outcome of the negotiation, which would otherwise not occur.
	In a legal proceeding in which the company is involved as the resisting party, the company representative offers a gift to the opposing party's representative in exchange for an easy resolution of the case, by waiving the claim.

7.2 Non-Profit Initiatives, Sponsorships, and Marketing Events

Non-profit initiatives, sponsorships, and marketing events aimed at customers, partners, suppliers, prospects, and more generally at all stakeholders fall within the company's discretion according to common business practices.

The aforementioned activities are carried out by the RGI Group in compliance with Anti-Corruption Regulations, as well as with corporate procedures, protocols, and existing authorization processes. With particular reference to the latter, all non-profit initiatives, sponsorships, and marketing initiatives must be communicated in advance by each Company to the Head of Group Marketing & Communication and validated by him or her.

Among the aspects to consider when selecting proposals to engage with, the interested Company must pay attention to any possible conflicts of interest of a personal or corporate nature.

According to criteria of reasonableness and proportionality relative to the amount of financial commitment expected from the Group, it is necessary to preliminarily assess the nature and relevance of each initiative, the identity and reputational profile of the recipients of the sponsorship, contribution, and/or marketing event (promoters, organizers, users, etc.), and to verify the actual implementation of the initiative itself, particularly its consistency with the program proposed to the interested Company.

Furthermore, for each initiative:

- The amount paid by the Company must be recorded in the books and records accurately and transparently;
- Documentation related to each sponsorship carried out, contributions to non-profit initiatives and/or marketing events must be archived, ensuring its traceability over time, and a copy of it must be sent to the Group Marketing & Communication function.

7.2.1. Examples

	To draw attention of a potential new client, the business representative suggests organizing a marketing event aimed at presenting RGI's products/services, inviting some business managers from the potential client and their families to an expensive tourist destination.
	Ahead of a major marketing event, a company representative decides to accept a sum of money from a representative of a partner in exchange for finalizing the partnership contract and providing maximum visibility at the event, to the detriment of another potential partner

7.3 Relations with the Public Administration (P.A.)

The relationships that the Group maintains with representatives of the Public Administration (P.A.), understood in all its possible forms, must be inspired by strict compliance with Anti-Corruption Regulations and cannot in any way compromise the integrity and reputation of the Group.

The assumption of commitments and the management of any type of relationship with representatives of the P.A. are reserved exclusively for the figures and corporate functions designated and authorized for this purpose.

In such relationships, the Group must not seek to improperly influence the decisions or actions of the relevant institution/private company, either directly or by using the mediation of third parties (real or alleged).

All relationships of Group RGI personnel that involve representatives of the P.A. or participating private entities must be conducted in compliance with the Group's Ethical Code and Policy, respecting the following principles and minimum standards:

- Group RGI personnel must operate in accordance with all legislative and internal regulations in this regard;
- Relationships with the P.A. must be characterized by maximum transparency and correctness;
- It is prohibited to offer, directly or through intermediaries, sums of money or other benefits in order to influence the activities of the Public Official in the performance of their duties;
- Appropriate written reporting must be ensured, properly archived, regarding relationships with representatives of the P.A.;
- Meetings should involve, where possible, at least two representatives of the Company or specially delegated individuals.

With particular reference to relationships with independent administrative authorities, supervisory and control bodies, the Group commits to strictly observe the rules established by these bodies to ensure compliance with regulations in their areas of competence. Employees of the Group will comply with all requests from these bodies in their inspection functions, collaborating with the related activities.

7.3.1 Examples

	During an inspection by the authorities, a Public Official/Public Service Officer, who identifies a violation of an existing regulation by a Group Company, demands the payment of a bribe to avoid the imposition of an administrative sanction.
	The corporate representative interfaces with a representative from the Ministry of Economy and Finance, organizing a dinner at a restaurant to secure the award of a business from a private affiliated company or to obtain confidential information on the bids received from competing companies.

7.4 Facilitation Payment

The term "facilitation payment" refers to payments made to Public Officials and/or officials of public or regulatory authorities, or to Public Service Representatives, with the aim of accelerating, facilitating, or securing an activity provided for within the scope of their duties, such as, by way of example and not limitation:

- obtaining licenses, certifications, permits, other official documents, or other types of authorizations necessary for operations;
- awarding public contracts, allocation of grants and/or public funds, revocation of negative measures and sanctions.

Facilitation payments constitute a form of corruption and are therefore prohibited in any form, regardless of any laws or customs of the country in which the Group operates.

	The company representative, on a business trip abroad, is stopped by a traffic police officer for a routine check that extends for several hours. The representative is informed by the officer that the only way to expedite the process and avoid further delays is to provide him with a cash payment.
	The Public Official, responsible for the administrative procedure aimed at issuing an authorization in favor of a Company, asks a corporate representative for a payment in order to expedite the investigative process and thus the issuance of the requested title.

7.5 Relations with political and trade union organizations

The Group does not provide any contributions, directly or indirectly, to political parties, movements, committees, and political and trade union organizations, nor to their representatives or candidates, whether in Italy or abroad, except as established and permitted by applicable regulations

	A corporate representative decides to donate a sum of money to a foundation associated with a parliamentarian, who is also an influential person and has previously worked in the business sector of the Company, in order to be connected with a privately owned company that is partially or fully controlled by the Public Administration.
	A company representative, pending a series of meetings to formalize agreements in a protected environment, proposes to the union to finance a related initiative.

7.6 Relations with Third Parties

Relations with third parties, including partners, established during business activities must be characterized by maximum correctness, transparency, and traceability, as well as ensuring compliance with Anti-Corruption Regulations and all other applicable laws.

The selection of suppliers and external collaborators, as well as the execution of related contracts, must be characterized by transparency, certainty, and written form. Suppliers and external collaborators are selected according to procedures that respect applicable laws and are consistently based on criteria of transparency, competitiveness, and efficiency.

Any suspicion of violations of anti-corruption provisions by third parties must be immediately reported as indicated in paragraph 9 of the Policy.

a) Engagements for Consulting, Specialist, and Professional Services

Subsidiaries may utilize the support of consultants and providers of professional services in carrying out their business. It is important to evaluate them and determine whether each of them has engaged, or whether there is a reasonable possibility that they may engage in, activities prohibited by the Group's Code of Ethics and the policies defined by the Policy, as well as by local regulations applicable to each Subsidiary.

Providers of such services must be reliable and have an excellent reputation for honesty and integrity; the selection and the signing of contracts must be approved in accordance with company procedures.

Contracts and/or agreements entered into with selected professionals must clearly, comprehensively, and adequately detail the requested services and the criteria for the accrual of the agreed compensation.

The selection process for professionals, contracts and agreements entered into with them, and the services rendered must be documented and justified.

	A company representative decides to involve an external consultant by overriding the usual procedural rules, accepting a sum of money from the consultant in order to be selected
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b) Provision of Goods and Services

RGI engages in business relationships with qualified suppliers, meaning third parties that ensure compliance with the requirements of legality, good faith, and transparency in conducting business. In carrying out their activities and managing relationships with suppliers, the Controlled Companies strictly adhere to legal norms, the principles of the Code of Ethics, and internal procedures, identifying suppliers with absolute impartiality, transparency, and independence of judgment.

The choice of suppliers must be based on predetermined evaluations aimed at identifying and selecting suppliers of proven quality, professionalism, integrity, and reliability who possess the necessary legal requirements. In particular:

- the selection process must be objective and transparent;
- choices must be documented, and documents proving compliance with internal procedures and the purposes of the purchase must be adequately archived;
- the establishment or continuation of any relationship must be terminated, through the inclusion of specific clauses, in case there are suspicions of corrupt practices—conducted directly and/or indirectly—by the supplier or of affiliation with or facilitation of criminal organizations or other conduct punishable by law on the part of the supplier.

	In the context of awarding a private contract, a company representative offers an economic advantage to a representative of a third-party company (client) in order to obtain the contract award
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7.7 Selection and Hiring of Personnel

The selection and hiring of personnel are guided by principles of fairness and impartiality.

The Group hires individuals whose profiles effectively meet the company's needs, making choices solely based on criteria of professionalism and competence, and banning any form of favoritism.

Furthermore, at the selection stage, candidates must declare, in compliance with applicable regulations, any relevant situations and circumstances that the Group considers significant for evaluations regarding the possible continuation of the selection process (e.g., family relationships with individuals belonging to the Public Administration, incompatibilities, conflicts of interest).

The HR structure of each Company is responsible for ensuring that the selection and hiring processes adhere to the above principles and criteria without exceptions, even in cases of candidates referred by Recipients.

	The company representative, during a business lunch with a manager from a client company, receives a request to have the manager's son hired in exchange for securing a significant contract for the RGI Group.
	In the context of contact with a public authority, the company representative complies with the request of the Public Official/Public Service Officer, according to which, in exchange for the issuance of a document in favor of the Company, the former commits to arranging a job interview for a relative of the public official.

7.8 Accounting Records

Every operation or transaction of the Group must be accurately recorded in the company's accounting system according to the criteria set forth by law and applicable accounting principles. Each operation or transaction must be authorized, verifiable, legitimate, consistent, and appropriate.

To ensure that the accounting meets the requirements of truthfulness, completeness, and transparency, adequate and complete supporting documentation of the activities carried out must be maintained in the Group's records for each operation.

Each Recipient, within their area of responsibility and in relation to the duties assigned to them, is required to provide maximum cooperation in order to ensure that management facts are accurately and promptly represented in the company's accounting.

7.8.1 Examples

	The company representative asks a supplier to present an inflated invoice for an amount greater than the good/service provided, in order to create an illicit 'black' fund for subsequent corrupt purposes
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8. TRAINING

The Group promotes awareness of the Policy, the Group's Code of Ethics, and the Anti-Corruption Regulations among all personnel of the RGI Group.

Each Company plans and manages training activities in this area, with the aim of ensuring that their respective employees understand, in relation to their role:

- the corruption risks to which they and the organization they belong to may be exposed;
- the anti-corruption prevention policy;
- the aspects related to their role within the Group concerning the management system for preventing corruption;
- the preventive actions to be taken and the reports to be made regarding the risk or suspicion of illegal practices.
- Participation in training activities is mandatory.

The HR department of each Company, coordinated by Academy Function, monitors that the planned training path is attended by all personnel of the RGI Group.

The Policy is communicated to all personnel of the RGI Group and made available on each Subsidiaries' intranet.

9. ENTRY INTO FORCE, REPORTING, AND DISCIPLINARY SYSTEM

The Policy shall come into force on the day of its publication on the Group's corporate intranet and fully integrates the obligations set forth in the employment contract of each employee of the RGI Group. The Subsidiaries publish the Policy in the local language on their own intranet, as provided by the Group Zero Policy of the RGI Group.

Failure to comply with the Policy—as well as violations of Anti-Corruption Regulations—may expose both the RGI Group and its personnel to severe civil and criminal penalties, as well as significant reputational damage to the Group itself. Non-compliance with the Policy by employees of the Group is a serious matter that may result in disciplinary actions, up to and including termination of employment.

Speak up!

The Companies encourage the Staff of RGI Group to raise any doubts promptly. RGI Group Staff who are unsure about the correctness of the conduct to be adopted, or have any doubts regarding the proper application of the Policy in general, must first seek assistance from their supervisor, the

HR Function, Legal, Compliance or control functions, where present in the organization of the Subsidiary, or contact the Group Compliance Function using the dedicated email address group.compliance@rgigroup.com.

Recipients are required to report any suspected violations of the Policy to the relevant parties as outlined in the Speak Up! Policy. Any form of retaliation, discrimination, or direct or indirect punishment against those who have made a report is prohibited, for reasons related, directly or indirectly, to the report. Any violation of this prohibition is subject to disciplinary measures.

At the same time, the Group ensures that the confidentiality of the identity of the whistleblower and the reported party is protected, subject to legal obligations and the protection of the rights of the Group or individuals wrongly and/or in bad faith accused.

The intentional or grossly negligent making of reports that turn out to be unfounded is subject to disciplinary measures, where possible. Recipients also commit to maintaining the documentation and/or information necessary to substantiate the above reports. The RGI Group also reserves the right to verify such documentation if deemed necessary.

If the violation of the Policy constitutes, in all respects, the elements of a criminal offense punishable under the applicable local legislation for a Subsidiary where a reporting system for such violations is legally required, the Subsidiary Staff will be required to send the report to the reporting channel of that Subsidiary. If such a report reaches the Group Speak Up! reporting system, it will be immediately forwarded to the competent body of the Subsidiary responsible for conducting subsequent investigations, while also assessing the report for the purposes of the Policy if the relevant conditions apply.

9.1 Disciplinary Sanctions

Violation of the Policy by Group employees will result in disciplinary action taken by the Company concerned. The Group will also ensure its full cooperation with the competent authorities. Any violation will be pursued with the application of appropriate and proportionate disciplinary sanctions, taking into account the potential criminal relevance of the conduct carried out.

9.2 Contractual Remedies

The violation by the Recipients of the principles or provisions of the Policy may result, based on specific assessments by the Company concerned, in the non-establishment or termination of contractual relationships. Each Company ensures that the Policy is also known by its business partners, professionals, consultants, collaborators of various kinds, and suppliers. Each of these parties is required to sign a declaration confirming that the Policy has been made available to them and committing to comply with it and to ensure compliance by their successors and contractors.

10. AUDIT AND MONITORING

Group Compliance function periodically reviews the Policy to ensure its maximum effectiveness. It may recommend improvements to the Policy based on emerging “best practices”, as well as assess whether, in the event of violations, revisions and amendments to the Policy and internal regulations could help prevent the recurrence of the violation.

The adoption of subsequent substantial modifications and additions to the Policy falls under the responsibility of the Board of Directors of RGI.

Each Company ensures compliance with the general requirements of its management system for the prevention of corruption risk and is committed to the continuous improvement of the aforementioned system.



RGI Contacts

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