

## Anticorruption Policy

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## 1 Introduction

The ANIMA Group (the “Group”) believes that corruption, in its various forms and manifestations, represents a serious threat to economic and social development, both as regards the possibility that such conduct may impede the conduct of its business, compromising the achievement of corporate objectives, and as regards the adverse effects that such behavior could have on the social context in which the Group operates, hindering sustainable growth and equal development opportunities for all the actors involved.

For these reasons, we believe that the fight against corruption is only one of the Group’s legal obligations, but also one of the commitments undertaken with our various stakeholders. The Codes of Ethics and Conduct adopted by the Group companies in fact provide that “ethics in business activity is an approach of fundamental importance for the good functioning and reputation of a company that has multiple relationships with the community of shareholders, customers, suppliers and, more generally, the entire economic and social context in which it operates”.

The Group’s Italian companies are also subject to applicable national legislation in this area and, in particular, the provisions of Legislative Decree 231/2001, which governs the administrative liability of companies for a series of crimes, which include the offenses of corruption.

With this document (“Policy”) and with each subsequent revision or amendment, the Group intends to adopt, in addition to the foregoing, a tool that specifies the principles and policies to be observed so that business can be conducted not only in compliance with individual laws, international conventions and the main regulations aimed at preventing and repressing corruption, but also in accordance with our corporate ethical values.

In addition to these principles, this Policy sets out below the rules to be observed to prevent and avoid corruption of any kind, whether direct or indirect, active or passive, including instigation to engage in corruption, as well as, more generally, to ensure compliance with the provisions of the Codes of Ethics and Conduct and applicable anti-corruption regulations.

Should the provisions set forth in the local legislation of one of the countries in which a Group company operates become more stringent than the provisions of the Policy, the company concerned shall undertake to operate in compliance with that legislation and to ask the Parent Company, Anima Holding SpA (“Anima Holding” or the “Company”), to update the Policy itself.

The Group applies a “zero tolerance” standard to the matters referred to in the Policy and, therefore, does not allow exceptions to the provisions and prohibitions contained herein.

## 2 Obligated Persons

The Policy was examined and approved by the Board of Directors of ANIMA Holding. The Company undertakes to request that the subsidiaries adopt the Policy in order to disseminate the values, principles and rules contained herein.

The Policy applies to the personnel of Group companies within the scope of their duties and within the limits of their responsibilities, including the members of the Supervisory Bodies and other corporate bodies (hereinafter "Obligated Persons").

The Policy will be made available to third parties operating for or on behalf of the Group through publication on the Group's website.

Within the scope of their responsibilities, all Obligated Persons shall comply with the Policy. Furthermore, persons with supervision and coordination responsibilities shall oversee compliance with the Policy by their associates. All Obligated Persons are required to read, understand and fully observe the Policy, which is available on the Group's official website and on the corporate intranet of the Group companies.

## 3 General principles

The Group prohibits corruption in any form and without exception. Corruptive conduct is generally that intended to:

- i. induce or instigate, including through a third party, a public official to perform any function of a public nature or reward him for having performed it;
- ii. influence an official act (or omission) by a public official or any decision in violation of an official duty;
- iii. induce any private counterparty to omit or perform an act in violation of the obligations connected with their position or the obligations of loyalty or to reward such person for performing them;
- iv. obtain or secure an improper advantage in relation to business activities;
- v. violate applicable laws.

More specifically, Obligated Persons shall not:

- offer, promise, give, pay or authorize a third party to give or pay, directly or indirectly, money, economic benefits of any value or other utility, including non-economic benefits, to a third party (public official, public service provider or private individual) as an incentive or reward to act or omit actions in relation to that party's duties;
- request or accept, or authorize a third party to request or accept, directly or indirectly, money, economic benefits of any value or other benefits, including non-economic benefits, from a third party (a private individual or hypothetically also a public official or a public service provider) as an incentive or reward to act or omit actions in relation to one's duties, regardless of the place where the benefit is made or offered or the place where the third parties or the Obligated Person operate.

The prohibitions set out in this Policy also apply to so-called "facilitation payments", that is, payments or other benefits transferred to public officials, public service providers and/or other government officers with the intent of facilitating and/or accelerate decision-making and the performance of actions.

These payments, although allowed under the local laws of some countries since they seek to influence only the timing of the actions of public officials and not their outcome, are to be considered at high risk with regard to the prevention of corruption.

#### 4 Anti-corruption regulatory framework

The Group operates in accordance with the principles of legality, integrity and transparency, and consequently does not intend to tolerate corruption in any form.

A non-exhaustive list of the main regulatory sources from which this document draws inspiration is given below:

- the OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions;
- the United Nations Convention against Corruption;
- for companies governed by Italian law, Legislative Decree 231/2001 “Regulations governing the administrative liability of companies and entities”.

#### 5 Activities and conduct governed by the Policy

A non-exhaustive list of conduct and situations that can facilitate or disguise illegal practices and the associated rules with which Obligated Persons are required to comply is provided below.

##### 5.1 Contributions to political parties or movements, other union organizations or consumer associations

Contributions to political parties or movements can be a means of obtaining an unlawful advantage.

In response to this risk, as required by the Codes of Ethics and Conduct adopted by the Group companies, the Group refrains from exerting any direct or indirect pressure through its managers, employees or associates on politicians or trade union officials and undertakes not to make direct or indirect contributions of any kind to parties and other political or trade union organizations, or to their individual representatives or candidates. This prohibition also includes contributions to consumer associations.

##### 5.2 Gifts and entertainment spending

Any gift, economic benefit or other utility, including hospitality, can be made if it represents a gesture of normal commercial courtesy and does not jeopardize the integrity and reputation of one of the parties and is not such as to influence the recipient’s autonomy and freedom of judgment.

Such acts are only permitted if they comply with the Codes of Ethics and Conduct adopted by the Group companies and with current internal rules.

Such gifts, benefits or other utility, including hospitality and entertainment spending:

- shall be made in compliance with anti-corruption regulations and applicable local laws;
- shall be made in good faith;

- shall not be motivated by a desire to exercise illegal influence, for example by eroding the autonomy and freedom of judgment of the recipient or inducing the recipient to grant any undue advantage;
- shall be made in connection with legitimate business purposes and be of modest value;
- shall in no way consist of money in any form.

Likewise, any gift, benefit or other utility received by Group personnel or by persons closely associated with them (for example, family members):

- shall in no way be requested or expected in order to perform or omit an act relating to the exercise of their duties;
- shall not be accepted so as to modify, perform or omit an act connected with their duties or represent a threat to the principles of professionalism;
- must represent a gesture of normal courtesy and be of modest value.

In the event that Group personnel receive offers of gifts, economic benefits or other utility, including hospitality, that cannot be considered gestures of commercial courtesy of moderate value, the rules of conduct provided for in the Code of Ethics and Conduct of the Group company with which the personnel are employed shall apply.

The Codes of Ethics and Conduct define the types of admissible gifts and entertainment spending that can be received or provided and the associated limits on their value, governing the authorization and notification process.

### 5.3 Sponsorships

Sponsorships take the form of contributions to activities or events whose purpose is to promote knowledge about and the image of the Group. These events may concern, by way of partial example, the areas of sports, entertainment, art and culture and social and environmental initiatives. In any case, sponsorship initiatives shall comply with the following principles:

- they shall undergo a sponsorship evaluation and approval process that makes it possible to promptly identify the nature of the initiative, extending the enquiry to include any partners where necessary;
- certification must be provided by the beneficiary that the initiative is not being carried out in violation of applicable laws, including anti-corruption regulations;
- the presence of potential conflicts of interest must be assessed and managed;
- the sponsorship agreement must be drawn up in writing and contain the counterparty's undertaking to use the contribution exclusively for the purposes of the initiative.

### 5.4 Relations with public officials, supervisory authorities and judicial authorities

Relations with supervisory authorities, judicial authorities and public entities may give rise to the risk for Group companies that maintain such relations of being accused of committing or attempting acts of corruption in respect of public officials who may request or accept improper benefits in return for acting in a manner inconsistent with their duties or in violation of the obligations connected with their office.

All relations maintained by Group officers with public officials or representatives of the supervisory authorities shall be conducted in compliance with applicable laws, the Codes of Ethics and Conduct and the Policy, observing

the following basic principles:

- personnel shall operate in compliance with the relevant statutory and internal provisions;
- relations with government entities and supervisory authorities must be based on the utmost good faith, integrity, impartiality, transparency, professionalism, independence and traceability, refraining from giving even the impression of seeking to improperly influence the decisions of the counterparty or requesting preferential treatment;
- relations with these entities are conducted only by persons explicitly appointed for this function, who must diligently retain all documentation relating to the contacts they have;
- the offer, either directly or through intermediaries, of money or other benefits to public officials, public service providers or representatives of the supervisory authorities in order to influence their activity is forbidden;
- it is advisable that meetings be attended, where possible, by at least two representatives of the Group company that maintains the relations involved in the meeting or by persons/consultants identified and delegated for this purpose;
- the Group applies the same directives envisaged for its employees to third parties asked to represent it.

## 5.5 Suppliers

Group companies can be held liable for corruption engaged in by suppliers and consultants who provide services for or on behalf of Group companies or their subcontractors.

The selection of suppliers and the determination of purchase conditions must be based on an objective assessment of the quality and price of the goods and services requested, the ability to promptly supply and guarantee goods and services of a level adequate to the Group's needs and on the professionalism of the supplier's conduct. In no case shall a supplier be preferred to another due to personal relationships or advantages other than the exclusive interest and benefit of the Group.

Group companies periodically assess the quality of the suppliers and continuing compliance with the requirements underlying the initial selection. In establishing commercial relationships with third parties, the Company shall check in advance the information available on those parties, including that of an organizational and financial nature and information on their officers where necessary, in order to ascertain the respectability and legitimacy of their activities and the absence of conflicts of interest.

Group companies shall promote compliance with the Policy by their suppliers and consultants (available on the Group website), normally by requesting an undertaking to not engage in conduct in contrast with its provisions or by reviewing the third party's anti-corruption code, if available.

## 5.6 Extraordinary corporate transactions

The companies shall ensure that they conduct adequate due diligence in the case of extraordinary corporate transactions such as mergers, acquisitions or sales of business units in order to obtain a true and complete representation of the transaction, including with regard to issues connected with the fight against corruption.

## 5.7 Record-keeping and accounting

The main anti-corruption laws establish specific obligations and requirements concerning the keeping of accounts and accounting records, which are also intended to discourage and reveal corrupt conduct.

Group companies shall ensure that their employees and associates operate in compliance with principles requiring the veracity, completeness and timeliness of accounting information. Accordingly, each operation must be legitimate, authorized, verifiable, consistent, congruous, and correctly and promptly recognized in the accounting system, retaining the related supporting documentation.

Engaging in conduct that could prejudice the transparency and veracity of the financial reporting is forbidden.

Group companies shall adopt internal control systems designed to minimize the risk that fraudulent accounting entries are registered and not promptly identified.

As envisaged by his function, the Financial Reporting Manager (where this officer has been appointed) monitors the control system for the preparation of the accounting and corporate documentation and the consistency of the data reported in public documents with the accounting books and records of the company.

## 5.8 Financial resources

The Group undertakes to ensure that its financial resources are administered in accordance with the principles of transparency, traceability and consistency with company activities. As regards the management of payments or collections, Group companies undertake to comply with the following non-exhaustive list of criteria:

- it is prohibited to use cash in excess of the amount permitted by applicable laws, with preference always being given to traceable electronic forms of payment;
- for payments, it is necessary to verify that the name of the beneficiary and the name of the account holder correspond and payments shall not be split in a manner different from the contractually agreed terms;
- it is prohibited to make payments to third parties that are not adequately justified within the context of the contractual relationship established with them.

## 5.9 Selection of human resources

The Group gives human resources a fundamental role in achieving corporate objectives and, consequently, its selection procedures and methods are based on respect for values and human rights.

Group companies monitor the process of hiring their personnel in order to ensure that the various activities involved are carried out in compliance with the principles of professionalism, transparency and fairness. The process in question is conducted in accordance with the principles set out below:

- candidates must be evaluated by more than one person, aiming first of all to verify that the position sought is compatible with the professional and personal qualifications of the candidates;
- checks are performed on candidates' references, their educational qualifications, their previous professional experience and any criminal proceedings under way (e.g. the certification of current charges);
- in order to monitor conduct and influences in conflict with the principles set out above, any personal or financial relationships with other employees of the Group or persons connected to it or personal or

financial relationships with external parties representing a conflict of interest must be appropriately evaluated;

- the laws on hiring shall be respected (for example in the matter of mandatory hiring of members of protected categories), while the principles of diversity and inclusion shall also be taken into appropriate consideration;
- it is prohibited to offer employment opportunities that could personally benefit public employees, or to seek or establish personal relationships of favor, influence or interference that might directly or indirectly affect the outcome of the relationship.

## 6 Training

Group personnel are informed at the beginning of their employment about their responsibilities and the risks to which they could be exposed in the performance of their duties, with particular regard to the provisions of the Code of Ethics and Conduct, the Compliance Model pursuant to Legislative Decree 231/2001, where such a model is provided for, and this Policy. These documents are also made available to stakeholders, in full or summary form, through publication on the Group's official website and/or on the intranets of Group companies.

Specific training is provided to personnel if deemed necessary, in particular in the event of changes in the law.

## 7 Reporting and penalties

In order to promptly identify activities and conduct that violate the anti-corruption regulations or this Policy, the Group asks the Obligated Persons to promptly report suspicions concerning alleged violations to the appropriate corporate units.

In this regard, the Group has established secure channels for reporting, anonymously or otherwise, as required by the whistleblowing policies of the Group companies, to which readers may refer.

Failure to report by an employee who has become aware of a known or alleged unlawful action may expose the employee to possible disciplinary action.

The Group guarantees the protection of anyone who in good faith reports verified or alleged unlawful actions against any form of retaliation or discrimination.

Compliance with the Policy is verified by the control bodies of the Group companies, each within the scope of its responsibilities.

Disciplinary action will be taken against employees who are guilty of violating the Policy, as well as those who fail to report possible violations or who threaten or retaliate against a person making a report, consistent with the seriousness of the offense ascertained, as provided for in the Disciplinary Codes of the Group companies.

In the case of conduct engaged in by third parties, their actions may represent just cause for termination of contract, without prejudice to the right to pursue a claim for damages resulting from such actions.