



ANTICORRUPTION POLICY

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1. Purpose and Objectives of the Policy

This Policy reflects the philosophy of SICIT Group S.p.A. (“SICIT”) and its subsidiaries and affiliates (collectively, “SICIT Group”) and aims to provide a systematic framework to counter corruption. It sets out the principles and rules that must be followed across the Group to prevent all forms of corruption—whether direct or indirect, active or passive, including incitement to corrupt behaviour—and, more broadly, to ensure compliance with the Group’s Code of Ethics and applicable laws.

Specifically, the purpose of this Policy is to provide clear guidance to directors, managers, employees, agents, consultants, intermediaries, and other third-party representatives, with the objective of ensuring full compliance with anti-corruption laws and regulations.

Any breach of anti-corruption legislation may expose both SICIT Group and the individuals involved to serious penalties.

2. Scope of Application

This Policy sets out the principles and rules that must be followed to ensure compliance with anti-corruption laws and regulations. It applies to all companies within the SICIT Group.

In particular, it applies to anyone working for SICIT Group at any level or in any capacity, including directors, managers, supervisors, permanent and temporary employees, trainees, seconded personnel, remote workers, occasional workers, and volunteers—regardless of their location.

The Policy also applies to agents, consultants, independent contractors, and any other third parties engaged by SICIT.

All the above-mentioned individuals are required to be familiar with the content of this Policy and to avoid any activity that could directly or indirectly involve the Group in a breach of anti-corruption laws or of the Policy itself.

At the local level, each company is responsible for adopting stricter rules and procedures where needed, in line with its specific needs and local legal requirements.

While exercising its direction and coordination activities, SICIT Group respects the operational autonomy of each controlled or affiliated company, while maintaining overall governance and oversight in accordance with the legitimate interests of both majority and minority shareholders, and in compliance with local laws and confidentiality obligations.

3. SICIT Group’s Approach to Combating Corruption

SICIT Group is committed to fostering a corporate culture grounded in the values of strong and transparent governance. The Group recognizes that corruption poses a serious threat to effective business operations, exposing organizations to risks that may compromise their operational, reporting, and compliance objectives, as well as undermining sustainable growth, market stability, and fair competition.

For these reasons, SICIT Group rejects and condemns all forms of illicit or unethical conduct, including any type of corruption, as a means of achieving business goals. The Group actively works to prevent corruption in all its forms and contexts and strives to identify suitable prevention measures to protect the organization and its stakeholders.

SICIT Group is committed to upholding the highest ethical standards and complying with all applicable laws in the countries where it operates, while promoting its core values within the communities it serves.

This Policy, aligned with the principles set out in the Group’s Code of Ethics and consistent with its internal regulatory framework, presents a structured and integrated vision of how SICIT Group addresses corruption

within its business activities.

4. Relevant Regulations and Standards

In conducting its business activities, SICIT Group is committed to applying and promoting the principles established in international legal frameworks, conventions, and guidelines, including:

- **United Nations Convention against Corruption (UNCAC), 2003:** the primary international anti-corruption instrument, providing a comprehensive framework to prevent and combat corruption in both public and private sectors, and to promote international cooperation.
- **OECD Anti-Bribery Convention:** prohibits the bribery of foreign public officials in international business transactions. Signatory states are committed to prosecuting individuals and companies involved in overseas corruption.
- **Transparency International Guidelines:** tools to help organizations prevent unlawful conduct and combat the culture of silence.
- **World Economic Forum Principles for Countering Corruption:** best practice guidelines for companies to prevent corruption in their operations and interactions with governments.
- **SICIT Group’s Code of Ethics.**

In addition, SICIT Group’s activities are guided by the **Ten Principles of the United Nations Global Compact (UNGC)**, and in particular:

- **Principle 6:** Businesses should work against corruption in all its forms, including extortion and bribery.
- **Principle 10:** Businesses should actively combat corruption in all its forms, including extortion and bribery.

Adhering to Principle 10 requires UNGC participants not only to avoid corruption but also to develop robust anti-corruption policies and practical programs. Businesses, alongside governments, UN agencies, and civil society, are thus called to contribute to a more transparent global economy.

At the international level, regulatory trends point toward increasingly strict penalties for corrupt practices, based on global conventions and treaties. These instruments aim to align national legal systems under a common anti-corruption strategy

5. Glossary

For the purposes of this Policy, the following definitions apply:

- **Corruption:** dishonest or fraudulent conduct by someone in a position of power, typically involving bribery. Transparency International defines it as "the abuse of entrusted power for private gain"—which may include not only financial but also non-monetary advantages.
- **Active corruption:** the act of dishonestly persuading someone to act in one's favor by offering money or other incentives.
- **Passive corruption:** the abuse of entrusted power for personal gain, potentially incited by individuals or organizations. This includes practices such as facilitation payments, fraud, extortion, collusion, money laundering, and the acceptance of gifts, loans, fees, rewards, or other benefits intended to induce dishonest, illegal, or unethical conduct in the course of business.
- **Bribe:** any benefit offered to unduly influence a decision or action. This may include money, valuable items, company shares, inside information, favors (sexual or otherwise), entertainment, employment, or even the mere promise of such advantages. Transparency International defines bribes as "the offering, promising,

giving, accepting or soliciting of any gift, loan, fee, reward or other advantage to or from any person as an inducement to do something which is dishonest or illegal in the conduct of business."

- **Extortion:** as outlined in the OECD Guidelines for Multinational Enterprises, extortion refers to the act of demanding or coercing others to pay bribes. It becomes extortion when such a demand is accompanied by threats that endanger personal integrity or the lives of those involved.
- **Public official:** any representative of a public administration or an individual responsible for a public service, including their foreign counterparts, as defined by applicable laws.
- **Politically exposed person (PEP):** political parties, their members, or candidates.
- **Private party:** any individual or entity not considered a public official or public entity.
- **Family member of a party:** the spouse (if not legally separated), cohabitant, parents, children, siblings—and the same relatives of the spouse or cohabitant.

6. Principi generali

In line with the Group's Code of Ethics and the laws of the countries in which it operates, SICIT Group strictly prohibits any form of corrupt practice.

In particular, the following actions are expressly forbidden:

- Offering or promising money, gifts, or other benefits—either directly or through an intermediary—to public officials to induce them to perform or omit an act related to their official duties (active corruption in the public sector);
- Offering or promising money, gifts, or other benefits—either directly or through an intermediary—to private individuals to influence them in performing or omitting an act related to their job functions (active corruption in the private sector);
- Requesting or accepting money, gifts, or other benefits—either directly or through an intermediary—from third parties in exchange for performing or omitting an act related to one's duties (passive corruption in the private sector).

Violations of the above rules may severely and irreparably damage SICIT Group's reputation and expose the company to significant penalties, regardless of the laws and regulations in force in the country where the act occurred. In some cases, violations may also result in a complete ban on conducting business in that country.

In accordance with local anti-corruption laws, SICIT Group also prohibits the payment of bribes to foreign officials or any other individuals, recognizing the associated civil and criminal liability and potential reputational harm for both the company and its employees.

The Group complies with both the letter and spirit of anti-corruption laws and avoids any gifts, payments, promises, or offers that would breach such laws or even risk doing so.

Accordingly, it is strictly prohibited to receive, request, give, offer, induce, or facilitate—either directly or indirectly—any form of compensation, gift, financial benefit, or other advantage to or from a public or private party (or their representatives), if:

- The value is not modest and exceeds the limits of reasonable business courtesy, and
- The benefit could be perceived as an attempt to improperly influence the relationship between SICIT Group companies and the party involved and/or their affiliated legal entity, regardless of whether the intent is to serve the interest of an individual company or the Group as a whole.

So-called "**facilitation payments**"—informal payments of small value made to expedite or secure routine actions by public or private parties—are also strictly prohibited.

Any activities carried out in the sensitive areas outlined in the following section must be properly and diligently recorded in the accounting documents. Group companies are required to prepare financial statements that accurately, fairly, and reasonably detail all related transactions and to implement appropriate controls to ensure that:

- Transactions are genuine and authorized in advance by management;
- Transactions are recorded in a way that enables financial statements to be prepared in accordance with applicable accounting standards;
- Asset values in the accounts are periodically reconciled with physical inventories and that appropriate actions are taken in case of discrepancies.

In any case, the use of personal funds or resources to circumvent this Policy is strictly prohibited.

7. Principles of Conduct

The obligations and restrictions established by this Policy apply to both public and private entities, as well as to the legal persons they directly or indirectly represent, with whom SICIT Group companies maintain or may maintain business relationships.

Any economic benefits or advantages granted to the relatives of these individuals—or to the family members of SICIT Group’s directors, managers, or employees—are considered potential indicators of corrupt conduct and are therefore prohibited, unless otherwise permitted by internal procedures.

To counter corruption, SICIT Group continuously monitors the following high-risk areas:

- Relations with public authorities
- Gifts and hospitality expenses
- Sponsorships and events
- Donations, memberships, and non-profit activities
- Relations with political/trade union organizations and lobbying groups
- Consultancy, intermediaries, business partners, and suppliers
- Joint ventures, acquisitions, and divestments
- Recruitment, hiring, and personnel management
- Other corruption-related matters

In addition to the principles set out in the Group’s Code of Ethics, the following general principles apply:

- **Segregation of duties:** Business operations must be based on the separation of responsibilities. Authorization, execution, and control of any operation must be carried out by different individuals.
- **Delegation of powers:** Authorization and signing powers must be:
 - i) consistent with the assigned organizational and managerial responsibilities;
 - ii) clearly defined and communicated within the company.

Roles that involve the authority to commit the company to specific operations must be clearly designated, along with the limits and nature of those powers.

- **Process transparency and traceability:** Every activity must be verifiable, documented, coherent, reasonable, and properly archived.
- **Adequacy of internal rules:** Internal regulations must be consistent with operational complexity and designed to ensure the necessary controls to prevent corruption-related offenses.

- **Staff training:** Specific training programs must be in place on the Group's anti-corruption measures, with a particular focus on those operating in the sensitive areas listed above.

7.1. Relations with Public Authority

SICIT Group's relationships with public administration representatives, public officials, or individuals entrusted with public services must be based on principles of fairness, integrity, and full transparency, in strict compliance with all applicable laws and regulations.

In dealings with public entities and officials, it is not permitted to seek or establish favorable relationships or undue influence intended to directly or indirectly sway their actions or decisions.

Offering or promising money, goods, economic advantages, or any other benefit to public officials is strictly prohibited, unless the value is modest and clearly falls within the bounds of common courtesy, without compromising the integrity or reputation of the company.

Such relationships must be managed exclusively by individuals who have been formally appointed and authorized for that purpose, within the limits of their roles and responsibilities and based on specific powers of attorney.

7.2. Gifts and Hospitality Expenses

Gifts and hospitality expenses are permitted only for promotional, commercial, or customary courtesy purposes. They may constitute a corrupt practice if they are intended to obtain undue advantages or exert improper influence.

In all cases, gifts and hospitality (including meals, travel, or other forms of entertainment) must:

- Be clearly connected to a legitimate business purpose;
- Be reasonable in value and offered in good faith;
- Comply with applicable procedures and approval processes;
- Be properly recorded and supported by appropriate documentation;
- Never take the form of cash payments.

For further details on permitted amounts, types of gifts and hospitality, and related procedures for approval and record-keeping, please refer to the internal procedures adopted by each SICIT Group company.

7.3. Sponsorships and Events

Sponsorship activities involve financial or in-kind contributions in support of an initiative or event aimed at promoting both SICIT Group's image and its business activities.

These activities must comply with internal procedures and authorization workflows and must clearly identify the recipient entities and the purpose of the contribution.

Since corruption can be disguised through sponsorships or event organization, there must always be a genuine connection to business objectives. Sponsorships must adhere to principles of reasonableness and good faith, follow proper authorization processes, include adequate documentation and registration, and respect defined financial limits.

7.4. Donations, Memberships, and Non-Profit Activities

Donations, gifts, and participation in charitable organizations, foundations, or non-profit entities (“contributions”) may carry the risk of funds or assets being misused for personal gain or to benefit public or private individuals.

Therefore, all contributions must be made in accordance with internal procedures and comply with the following minimum standards:

- They may only be granted to institutions with proven reliability and a strong reputation for integrity and ethical practices.
- The prior authorization process must include a clear description of the nature and purpose of the contribution; due diligence on the recipient organization and legal compliance checks may be required.
- Contributions must align with a pre-approved budget based on principles of cost-effectiveness and reasonableness, and must follow the formal approval process defined by internal procedures.

7.5. Relations with Political, Trade Union, and Lobbying Organizations

SICIT Group does not make any kind of contribution—either directly or indirectly—to political parties, movements, committees, or political and trade union organizations, nor to their representatives or candidates.

With regard to lobbying activities, these are not directly financed by SICIT Group. Before any company funds can potentially be used for lobbying purposes, prior approval from the SICIT Group Board of Directors is required.

SICIT Group complies with all local laws requiring disclosure of lobbying and related activities.

The Group does not control, direct, or influence the political activities or affiliations of its employees. Employees engaging in political activities must do so as private citizens, without taking time off during working hours and without using company resources for political purposes. Furthermore, employees must comply with all applicable laws, and their personal initiatives must not in any way imply support or endorsement by SICIT Group.

7.6. Consultancy, Intermediation, and Relations with Business Partners and Suppliers

The selection of consultants (including agents, intermediaries, business partners, and suppliers) within SICIT Group is carried out through an appropriate evaluation process, which includes:

- Verifying their identity, experience, qualifications, and reputation;
- Ensuring the consultant has the technical, professional, and organizational capabilities required to independently provide the agreed service;
- Conducting a due diligence process to verify whether the consultant has been subject to convictions (even if not final) or investigations for corruption or any other unlawful activity, or if there are any warning signs (“red flags”).

Contracts with consultants must comply with the Group’s Code of Ethics and internal procedures. They must also include the Group’s right to terminate the contract in the event of a breach—among others—of applicable anti-corruption laws.

Managers responsible for relationships with consultants must verify both the actual delivery of the service and the appropriateness of the compensation.

7.7. Joint Ventures, Acquisitions, and Divestments

Joint ventures, acquisitions, and divestments must be conducted in accordance with internal procedures. In all cases, a thorough due diligence process must be carried out to identify key corruption risks and potential red flags.

Whenever an acquisition takes place, a compliance plan for this Policy must be implemented as an integral part of the post-acquisition integration process.

7.8. Recruitment, Hiring Practices and Personnel Management

SICIT Group considers human resources essential to achieving its business goals and, accordingly, adopts recruitment and hiring practices that respect individual dignity, autonomy, and responsibility.

The recruitment process is conducted in accordance with the principles of non-discrimination, impartiality, independence, and fairness, ensuring that final decisions are based on candidates' qualifications for the role. The Group also ensures competitive offers aligned with market standards and equal access to employment opportunities.

In accordance with applicable laws and regulations, candidates must declare during the recruitment and hiring process:

- Any existing relationships with public officials;
- Any concluded legal proceedings against them;
- Any ongoing civil or criminal proceedings related to unlawful activities.

In any case, it is strictly prohibited to hire—or engage through employment agencies—foreign workers who do not have a valid residence permit, or whose permit has expired and has not been renewed, or has been revoked or annulled.

7.9. Management and Control of Financial Flows

To mitigate corruption risks, the administration, finance, and control function of each SICIT Group company must implement a control system that ensures:

- Identification of counterparties involved in financial transactions through formal approval processes, including verification of their identity using official documentation and, where significant risks are present, anti-corruption due diligence on third parties;
- Clear approval thresholds for payments and expenses based on organizational hierarchy, ensuring that no single individual has end-to-end control over the entire financial transaction process, with cross-checks in place;
- Monthly bank reconciliations comparing internal accounting records with bank statements;
- Strict procedures for cash management, including regular checks of cash balances;
- Periodic verification of accounting records against supporting documents (invoices, receipts, contracts) to ensure that all payables are accurate, authorized, and appropriately documented prior to payment;
- Preference for traceable electronic payments over cash transactions, to minimize the risk of unauthorized payments;
- Restricted access to financial and accounting systems, limited to authorized personnel, with access logs

and tracking systems in place to monitor who accesses sensitive financial data;

- Regular internal audits to evaluate the effectiveness of financial controls and address any potential vulnerabilities.

7.10. Other Corruption-Related Matters

SICIT Group strictly prohibits the direct or indirect payment, offer, or acceptance of facilitation payments, defined as any informal or unofficial payments or benefits made to expedite services that the company is already entitled to receive from external parties.

No corrupt practice, including facilitation payments, may be justified or tolerated on the basis that it is considered a “customary” practice in a given sector or country.

Likewise, it is not permitted to request or accept any service that can only be obtained by violating the values and principles set forth in the Code of Ethics, or by breaching applicable laws and internal procedures.

No individual subject to this Policy shall be discriminated against or penalized in any way for refusing to engage in actual or attempted corrupt behaviour—even if such refusal results in the loss of a business opportunity or other negative consequences for the Group.

Any violation of this Policy, of the internal procedures referenced herein, or of applicable laws will result in sanctions for the responsible party, in accordance with the relevant legal provisions, collective agreements, and individual contracts.

Finally, SICIT Group promotes ongoing audits of control procedures across all relevant processes in order to prevent corruption and extortion.

8. Reporting

SICIT Group encourages anyone who becomes aware of actions or behaviours that violate this Policy—or applicable anti-corruption laws and regulations—to file a report in accordance with the procedures set out in national legislation.

For activities within Italy, SICIT Group has established a dedicated internal whistleblowing channel to ensure the confidentiality of the information provided and to protect the identity of the reporting party: **Reports can be submitted via the GlobaLeaks platform:** <https://whistleblowing.SICITgroup.com/#/>

For foreign subsidiaries, the handling of reports related to violations of this Policy is governed by internal rules and guidelines, which ensure protection against retaliation for whistleblowers and define the actions and measures to be taken to investigate and, if necessary, adopt appropriate remedies.

9. Implementation and Monitoring

SICIT Group is committed to assessing the potential impact of corruption risks in connection with its business activities.

Given the potential consequences of violating anti-corruption policies, the Group prioritizes actions aimed at identifying, preventing, or mitigating such risks across its value chains.

SICIT Group regularly evaluates and updates the progress of its anti-corruption efforts and communicates the results annually through its Sustainability Report and other corporate communication tools.

10. Review, Communication and Training

This Policy is subject to periodic review to ensure its relevance and effectiveness. Any revision must be approved by the Board of Directors.

SICIT Group is committed to making this Policy accessible and available to all relevant stakeholders, both inside and outside the organization, through internal communication channels and by publishing it on the corporate website:

<https://www.sicitgroup.com/policy-di-gruppo/>

Employee involvement is considered essential to ensuring full implementation of this Policy. For this reason, SICIT Group provides training programs to promote understanding of the principles set out herein, as well as of the applicable legal requirements and stricter internal rules and procedures.

SICIT Group S.p.A.

Chairman

Rino Mastrotto