



Infrastrutture Wireless Italiane

ANTI-CORRUPTION POLICY

Approved by the Board of Directors on 5 November 2024

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In line with the tenth principle of the UN Global Compact, to which it has adhered since 2020, INWIT is committed to fighting corruption in all its forms.

Through a **Zero Tolerance** policy, a key factor in achieving the Group's sustainable success, INWIT has always been committed to preventing and combating unlawful conduct and practices in the conduct of its business at all company levels, disseminating and promoting the values and principles of integrity, ethics, transparency, fairness and sustainability, already contained in its Code of Ethics, in the conviction that the conduct of business cannot disregard a corporate culture based on these values.

Aware, moreover, of the potential, and often significant, prejudice to the Group that could result from non-compliance with anti-corruption regulations, both in economic terms and from a reputational point of view, INWIT has, over time, equipped itself with appropriate organisational and compliance safeguards to properly manage relations with public and private - internal and/or external - entities and bodies.

In this context, INWIT has adopted this **Anti-Corruption Policy**, approved by the Board of Directors on 16 December 2021.

To raise its stakeholders' awareness on anti-corruption issues and to ensure full compliance with the relevant regulations, INWIT has decided to adopt and voluntarily implement its own **Anti-Bribery Management System** that complies with the requirements of the international standard UNI ISO 37001:2016, also with a view to the continuous improvement of its activities.

INWIT relies on the unwavering commitment of all Recipients to comply with the principles outlined in this Anti-Corruption Policy and, more generally, to behave consistently and in compliance with anti-corruption regulations, contributing to the pursuit of a **Zero Corruption** approach.

Rome, 5 November 2024

Oscar Cicchetti, Chairman of INWIT S.p.A.

Diego Galli, General Manager of INWIT S.p.A.

1 RECIPIENTS AND SCOPE OF APPLICATION

This Policy applies to INWIT S.p.A. and its subsidiaries.

In particular, the document applies to Corporate Representatives, i.e. executives and employees, including interns and atypical collaborators, as well as members of management and control bodies and other bodies where not included in the above.

Furthermore, the Policy applies to suppliers, customers, partners and, in general, all those who, for any reason and regardless of the type of contractual relationship, act in the name of and/or on behalf of INWIT.

2 PURPOSE

This Policy, as a constitutive and essential element of the anti-corruption controls of INWIT's Internal Control and Risk Management System, aims to reinforce awareness of the potential corruption risks to which the work activity is exposed, making everyone responsible for the correct management of relations with internal or external parties, whether public or private.

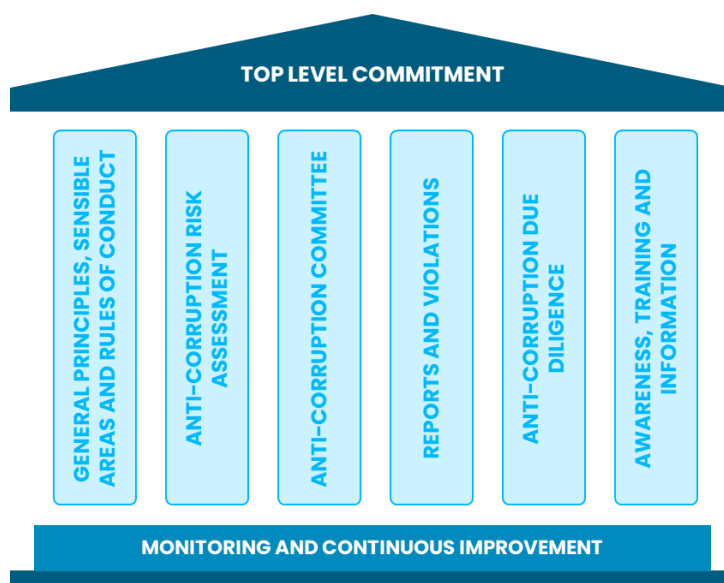
In particular, the Policy aims to:

- illustrate the main roles and responsibilities of the actors involved and the anti-corruption controls implemented;
- define the general principles and rules of conduct to be followed in carrying out day-to-day activities, with particular regard to the areas most exposed to the risk of corruption;
- represent continuous monitoring and improvement activities, including information flows and reporting on the performance of the Anti-Bribery Management System.

3 REFERENCES

1. Italian Criminal Code – Art. 317 et seq.
2. Italian Civil Code – Articles 2635 and 2635 *bis*.
3. Law No. 190/2012
4. Legislative Decree. 231/2001
5. International treaties against, such as the OECD Anti-Bribery Convention on Combating Bribery of Foreign Public Officials in International Business Transactions and the UN Convention against Corruption
6. US Foreign Corrupt Practices Act (FCPA)
7. UK Bribery Act
8. International standard ISO 37001:2016 on anti-bribery management systems
9. Knowledge Management Framework
10. Organisation, management and control Model pursuant to Legislative Decree N. 231/01
11. Code of Ethics
12. Supplier Code of Conduct
13. Whistleblowing Policy
14. “Conflict of Interest Management” Procedure
15. “Third Party Management Model” Policy
16. “Corporate Giving, Hospitalities & Sponsorship” Procedure
17. “Responsible Lobbying” Policy
18. “Recruitment, selection and recruitment” procedure

4 INWIT'S ANTI-CORRUPTION FRAMEWORK



4.1 GENERAL PRINCIPLES

Prohibition of unlawful conducts

Each Corporate Representative, within the scope of his/her activities, contributes to the prevention and combating of corruption in the public and private sectors.

To this end, everyone is forbidden to:

- i. offering, giving, promising, authorising, instigating, soliciting, inducing, coercing to promise or give – directly or indirectly – money or other benefits to a Civil Servant, Private Body or any other person, on his/her own behalf or on behalf of others;
- ii. accepting, receiving – directly or indirectly – money or other benefits from a Civil Servant, Private Body or any other person, on their own behalf or on behalf of others;

for the purpose of obtaining, securing or maintaining – by means of actions or omissions – an undue advantage, including through an intermediary, in the interest of, to the benefit of or to the detriment of the Group.

Segregation of roles and responsibilities

INWIT, at the same time, commits to formalise the separation of roles and responsibilities, defining spending powers consistent with the Group's organisational and proxy structure.

Traceability

Recipients must ensure traceability of the individual steps of each business process, archiving the relevant documentation.

Authorisation levels

INWIT has formalised internal authorisation levels and the related *reporting* obligations to the hierarchical superior.

Representation towards third parties

The Group identifies, within the framework of corporate Departments and Functions, those representatives delegated to interface with the Public Administration.

4.2 ANTI-CORRUPTION RISK ASSESSMENT

Taking into account the provisions of the UNI ISO 37001:2016 standard and international best practices, and in accordance with its Enterprise Risk Management ("ERM") Framework, INWIT has defined a process aimed at identifying, assessing and prioritising corruption risks within corporate processes and activities (so-called "Risk Assessment"), as well as the assessment of existing controls and/or the definition of areas for strengthening the Internal Control and Risk Management System.

In order to ensure the adequacy and effectiveness of the implemented Anti-Bribery Management System, the Anti-Corruption Committee, with the support of the Legal Operations & Corporate Security function, oversees the periodic performance of the aforementioned Risk Assessment activities.

4.3 ANTI-CORRUPTION COMMITTEE

To ensure the implementation, management and updating of the Anti-Bribery Management System in compliance with the ISO 37001:2016 standard, INWIT has established an Anti-Corruption Committee to which the "*Anti-Corruption Compliance Function*" is attributed with the tasks and responsibilities provided for by the standard itself and endowed with autonomy and independence, as well as a budget adequate to perform its functions.

This role is assigned to one or more individuals who:

- a) is adequately qualified to perform the related tasks, in terms of:
 - skills (e.g. appropriate level of education, training and experience);
 - independence (e.g. absence, as far as possible, of personal involvement in activities exposed to the risk of corruption);

- status and authority (e.g. possession of necessary powers, ability and possibility to interface directly with Management/Function Managers, Control Bodies, Top Management and the Board of Directors).
- b) is not involved in criminal proceedings for corruption or similar offences affecting his ethical, reputational and professional reliability, and has not been convicted of any final sentence relating to the same offences.

4.4 REPORTS AND VIOLATIONS

Anyone who detects conducts potentially liable to constitute corrupt conduct carried out in the interest of, to the benefit of or to the detriment of the Group or in any case an alleged breach of the Policy must report it without delay through the appropriate channel provided by the Whistleblowing Policy.

Without prejudice to any criminally relevant profiles, the finding of a breach of the Policy may give rise to disciplinary action against the defaulting employee, with application of one of the sanctions provided for by the TLC CCNL in force, commensurate with the degree of non-compliance found.

Similarly, appropriate legal and/or contractual actions will be taken in the event of a violation of the Policy by parties outside the Group. Such breaches are in any case considered serious breaches of contract and may give rise to termination of the contract, without prejudice to any compensation for damages suffered by the Company.

Finally, any Corporate Representative who detects a conflict of interest, potential or actual, must report it without delay to the Head of Legal Operations & Corporate Security and the Anti-Corruption Committee in accordance with the specific corporate procedure.

4.5 STAFF AWARENESS, TRAINING AND INFORMATION

INWIT is committed to disseminate the contents of the Anti-Corruption Policy to all recipients through appropriate awareness, training and information initiatives.

The Legal Operations & Corporate Security function, in consultation with the Anti-Corruption Committee and with the organisational support of the HRO Department, plans and delivers awareness-raising and training initiatives for Corporate Representatives to disseminate knowledge of anti-corruption regulations and principles, as well as awareness of related risks. In particular, the planning of training courses for the entire corporate population, including new recruits, must be ensured.

To ensure that all Recipients are adequately informed, the Policy is published on the corporate intranet and on INWIT's institutional website.

In order to increase the dissemination and knowledge of the contents and safeguards adopted on this matter, specific communication and information campaigns may also be activated, aimed at the entire corporate population and/or the Departments/Functions most exposed to corruption risks, including:

- "video pills", i.e. short informative videos on specific topics, published on the corporate intranet;
- news *ad hoc* published within the corporate intranet;
- compliance newsletter;
- internal events involving top management and/or the intervention of important figures.

5 SENSITIVE AREAS AND RULES OF CONDUCT

In the context of the activities carried out by the Group, certain areas can be identified as being more exposed to corruption risk (so-called "sensitive areas"), described in the following paragraphs.

5.1 RELATIONS WITH THIRD PARTIES

The management of relations with third parties must be conducted according to principles of transparency and fairness right from the selection phase, ensuring traceability.

Particular caution must be exercised when dealing with:

- Civil Servants, in the management of participation in tenders, including public tenders or procedures for obtaining grants, financing, as well as in the management of litigation;
- Third Parties, such as suppliers, customers, intermediaries, business partners, consultants, agencies, landlords, in the context of the selection, formalisation and management of the relevant contractual relationships, in particular if they are in charge of maintaining relations with the P.A. in the name and/or on behalf of INWIT;
- Private entities with which INWIT has relations for institutional, educational, professional or business activities.

In order to ascertain the reliability, reputational profile and integrity of Third Parties, INWIT – before proceeding to the formalisation of the relationship – carries out specific checks, in the cases and according to the provisions of the "Third Party Management Model" Policy and of the 231 Model (Anti-Corruption Due Diligence). The contractualisation of the relationship with the Third Party is only allowed after

the positive outcome of the aforementioned checks. All exceptions to the authorisation process must be expressly validated by the CEO/General Manager.

In any case, each competent corporate department/function according to the type of relationship must:

- ensure that its employees are familiar with and abide by the principles and rules of conduct set out in this Policy;
- adopt instruments that guarantee the traceability of communications and payments, while ensuring the archiving of the relevant documentation;
- adopt criteria that ensure the correspondence and congruity of the consideration paid with respect to the service agreed upon and rendered;
- periodically monitor the proper execution of the agreement, performance and compliance with the commitments/responsibilities undertaken by the Third Party at the establishment of the relationship;
- provide for specific anti-corruption contractual clauses, as well as specific contractual measures and remedies adopted in the event of violation thereof;
- report to the Head of Legal Operations & Corporate Security requests for payments that are not due or have no underlying contract.

5.2 RELATIONS WITH THE PUBLIC ADMINISTRATION

Relations with representatives of the P.A. and/or Public Bodies must be inspired by the principles of loyalty, fairness, integrity, transparency and cooperation, in full compliance with the anti-corruption regulations in force, as well as with the provisions of this Policy, the Code of Ethics, the Suppliers' Code of Conduct (in the case of Suppliers) and INWIT's Model 231.

In particular, the Recipients of this Policy must:

- entertain relations and enter into commitments with representatives of the P.A. and/or Public Bodies exclusively by persons endowed with appropriate powers, and in compliance with the existing system of proxies and powers of attorney;
- in the management of the fulfilments towards the P.A. and in the preparation of the relevant documents, provide clear, accurate, complete, faithful and truthful information, in any case promptly reporting situations that may constitute prejudice or cause obstruction to the regular performance of the contractual relationship considered from time to time;
- strictly comply with the rules dictated by the Regulatory, Supervisory and Control Bodies for compliance with the regulations in the fields of their respective competences, also complying with any request by such Bodies in the exercise of their inspection functions;

- ensure the traceability of the entire process and the archiving of the relevant documentation.

5.2.1 REQUESTS AND COMMUNICATIONS FROM/TO THE P.A.

Documents intended for the P.A. (e.g. applications for obtaining and issuing permits, communications relating to information requirements, sending technical documentation for the delivery of specific projects) must:

- ensure compliance with the roles and responsibilities defined in the corporate organisational chart, i.e. to be prepared by the relevant corporate Departments/Functions/Units and verified by the Head of the same;
- be signed only by persons with appropriate powers of representation/proxy;
- ensure the use of official channels for sending and transmitting, as well as the archiving of documents and communications sent and received.

In the event of doubts about requests/communications received from the P.A., it is mandatory to refrain from taking any action and to report the circumstance to the Head of Legal Operations & Corporate Security and the Anti-Corruption Committee.

5.2.2 INSTITUTIONAL MEETINGS WITH REPRESENTATIVES OF THE P.A.

In dealing with public decision-makers and institutions (national, local, EU), one is obliged to:

- use transparent, lawful and autonomous accreditation channels as well as forms of communication that allow the interlocutor to easily and immediately identify both the company organisation and the interest it represents;
- represent corporate interests in compliance with the principles of transparency, fairness and loyal cooperation with institutions, in accordance with the Lobbying Policy;
- carrying out lobbying activities in pursuit of lawful purposes, as well as respecting the corporate strategic direction;
- ensure the reporting of meetings with representatives of institutions through the corporate stakeholder engagement platform.

5.2.3 INSPECTIONS AND AUDITS BY PUBLIC AUTHORITIES

On the occasion of inspections and audits by Civil Servants, each corporate officer is obliged to:

- inform the LCA Department without delay;
- act within the existing power structure;
- ensure, where possible, the presence of at least two Corporate Representatives;

- draw up a summary report containing the date of the inspection visit/meeting and the reason for it, the subjects involved, the activities carried out and any decisions taken, as well as the documentation requested. If it was not possible to guarantee the presence of at least two Corporate Representatives, the reason for this is stated in the above-mentioned report;
- ensure the traceability of the activities carried out and of any irregularities disputed and sanctions imposed.

If there are doubts as to the propriety of the conduct of Civil Servants or the requests made by them, they are obliged to refrain from taking any action and to report the circumstance to the Head of Legal Operations & Corporate Security and the Anti-Corruption Committee.

With regard to inspection visits to infrastructure construction sites, the Construction Supervisor/Construction Manager must:

- collect requests from the inspector(s) and promptly notify the Head of Deployment & Implementation for their handling;
- send the report drawn up by the verifying body;
- share all requests and documentation with the RSPP for joint management in case of inspections with an impact on workers' health and safety.

In the event of inspections/documentary requests by the authorities, the competent management/function must:

- promptly inform the LCA Department with which it will collect and prepare the required documentation;
- submit the requested and prepared documentation for verification by its 1st level manager;
- submit the documentation to the CEO/General Manager or, where possible, to the authorised attorney for signature and authorisation;
- archive the documentation transmitted and the relevant communications received by the Authority.

5.3 POLITICAL CONTRIBUTIONS

In line with the provisions of the Code of Ethics, Corporate Representatives may not offer, in Italy or abroad – directly or indirectly – financing or other types of aid to political campaigns, political parties, their representatives or candidates on behalf of INWIT.

Political contributions include, but are not limited to, money, goods, services, provision of company resources (e.g. premises, technology, personnel, etc.).

5.4 EVENTS, SPONSORSHIPS AND DONATIONS

In the area of donations, organisation of events and sponsorships, the Heads of the relevant corporate departments/functions are obliged to:

- ascertain the exceptional humanitarian, cultural, social and sporting nature of the donation;
- verify the existence of the general requirements for the association/beneficiary body of the donation and the absence of any causes for refusal, also with respect to the Code of Ethics and the values adopted by INWIT;
- verify the actual provision of the requested service/liberality and the congruity with the agreed consideration;
- ensure the traceability and archiving of the relevant documentation;
- ensure that sponsorship agreements are formalised and provide for specific contractual clauses on business ethics.

In order to assess the reliability, integrity and reputational profile of potential beneficiaries, INWIT – before proceeding to the formalisation of the relationship – carries out specific checks in the cases and in accordance with the provisions of the “Third Party Management Model” Policy and Model 231 (Anti-Corruption Due Diligence).

In order to ensure the traceability of the entire process, INWIT sets up a special register of donations paid out and sponsorship initiatives, in accordance with the relevant procedure.

5.5 GIFTS AND ENTERTAINMENT EXPENSES

Gifts and entertainment expenses are allowed within the limits and terms set out in the 231 Model and in current company procedures, and with the aim of maintaining or enhancing the Group’s image, as well as to make its business known and appreciated.

In particular, Corporate Representatives are obliged to:

- act in accordance with the existing power structure and authorisation levels;
- giving or receiving gifts of any kind only if of modest value and never with the aim of influencing the recipient's independence of judgement or inducing him/her to obtain an improper advantage;
- define representation expenses by ensuring economic proportionality between the expenses incurred and the related activity undertaken in compliance with the defined corporate objectives.

In addition, INWIT sets up a special register of gifts (given and received) and entertainment expenses to ensure their traceability in accordance with the relevant procedure.

In order to assess the reliability and integrity of potential beneficiaries, INWIT – before proceeding to formalise the gift – carries out specific checks in the cases and in accordance with the provisions of the “Third Party Management Model” Policy and Model 231 (Anti-Corruption Due Diligence).

Finally, any Corporate Representative who receives a gift or other benefit not in line with company procedures must notify the Head of Legal Operations & Corporate Security and the Anti-Corruption Committee.

5.6 PERSONNEL SELECTION, RECRUITMENT AND MANAGEMENT

The entire personnel selection, recruitment and management process is based on criteria of transparency, impartiality and meritocracy in the interest of the Company.

In particular, the competent corporate Departments/Functions, as provided for in the relevant company procedures:

- ensure the segregation of roles between the department/function that expresses the need to recruit staff and the department/function that selects and recruits candidates;
- ascertain, at the personnel selection stage, any relations, including previous, direct or indirect, between the candidate and the Public Administration;
- take appropriate measures to detect situations of potential or actual conflict of interest in the candidate at the time of recruitment;
- ensure the selection of profiles in accordance with the corporate needs and the criteria of professionalism and competence;
- define in a transparent and objective manner the objectives and criteria for the allocation of rewards and benefits, of whatever nature, to Corporate Representatives, ensuring traceability;
- adopt appropriate tools to ensure the traceability of expenditure claims, their authorisations and reporting.

Finally, prior to formal recruitment, each candidate must sign a declaration of commitment to comply with this Policy and the regulations referred to therein.

5.7 M&A

In case of M&A transactions (e.g. mergers, acquisitions, demergers, transfers or purchase of business units, *joint ventures*) the competent corporate Departments/Functions must carry out a prior analysis on the

counterparty/partner in order to intercept any risk factors/red flags and to verify the fulfilment of the requirements of current legislation and of this Policy, in the cases and in accordance with the provisions of the "Third Party Management Model" Policy and of the Model 231 (Anti-Corruption Due Diligence).

In any case, it is obligatory to:

- assess the legal and reputational situation, with specific regard to pending charges and convictions issued against the target entity and the Relevant Natural Persons, in agreement with the IR&CD, AFC and LCA Departments for their respective areas of responsibility;
- identify the potential corruption risk areas of the target entity;
- verify, at the screening stage, any actual or potential conflict of interest situations in the extraordinary transaction. Such cases must be reported without delay to the Head of Legal Operations & Corporate Security in accordance with the appropriate company procedure;
- provide for specific contractual clauses, in agreement with the LCA Department, which also include a commitment to comply with the principles and ethical-behavioural rules on anti-corruption;
- use payment instruments and systems that guarantee the traceability of financial flows, also in accordance with the provisions of current corporate procedures;
- ensure the archiving of documentation for the purpose of traceability of the entire process.

5.8 FACILITATING PAYMENTS

While permitted by certain regulations and practices in other countries, INWIT prohibits any form of *Facilitating payments* – payments or other benefits made directly or indirectly to Civil Servants or persons in charge of a public service for the purpose of expediting favour and/or ensure the performance of a lawful and legitimate service within the scope of the duties of such persons – promised, offered or received in order to expedite or facilitate the performance of a service in Italy or abroad.

5.9 PARTICIPATION IN TENDERS AND MANAGEMENT OF SPECIAL PROJECTS

INWIT's participation in tenders, both public and private, must take place in compliance with the principles of transparency, fairness and correctness, as well as with the procedures and authorisation levels in force.

In detail, it is made prohibited to:

- inducing the representatives of the contracting authority to favour the position of INWIT, including by violence, threats, as well as by gifts, promises, collusion or other fraudulent means;

- fraudulently remove one or more bidders participating in tenders, including public tenders, of interest to INWIT;
- support the contracting authority in drawing up invitations to tender or influence their content in any way so as to direct the choice of contractor;
- altering or tampering with computer systems or tampering with data for the benefit of INWIT (e.g., to obtain confidential information relating to tenders).

Furthermore, also with reference to the management of special projects, it is obligatory to:

- entertain relations with Civil Servants exclusively by persons endowed with appropriate powers, also in compliance with the existing power of attorney system, both when preparing the bid proposal and when performing the activity;
- promptly report any situations of actual or potential conflict of interest with respect to the activity being performed;
- ensure that commercial agreements are formalised in compliance with the existing proxy system and provide for appropriate contractual clauses on business ethics;
- ensure the traceability of the activities carried out, as well as the preservation and archiving of the relevant documentation produced.

Finally, the reliability and integrity of the Third Parties involved in special projects or with which INWIT intends to participate in tenders (e.g., temporary grouping, etc.) must be ascertained through appropriate checks in the cases and in accordance with the provisions of the "Third Party Management Model" Policy and Model 231 (Anti-Corruption Due Diligence).

5.10 OBTAINING AND MANAGING PUBLIC OR PRIVATE GRANTS, CONTRIBUTIONS, SUBSIDIES, FUNDING

INWIT is committed to ensuring the correct and transparent application, documentation, attainment and use of grants, contributions, subsidies, financing granted by public or private, national and European bodies.

It is, therefore, prohibited any improper behaviour directly or indirectly towards the Disbursing Entity, its staff or, in any case, the persons required to verify the legitimacy of the disbursement.

In particular, as part of these activities, it is obligatory to:

- signing the application documents exclusively by persons with specific powers, in accordance with the provisions of the system of proxies and powers of attorney in place at the Group, prior verifying the completeness, accuracy and truthfulness of the data and information contained therein;

- maintain relations with the provider in accordance with the principles of transparency, cooperation and collaboration;
- perform due diligence activities on the Third Parties involved, in particular if appointed to act in the name and/or on behalf of INWIT, in accordance with company procedures, promptly reporting the existence of any red flags;
- promptly report any legal, technical or economic criticalities and abnormal situations relating to the management of relations with the Third Party;
- ensure the truthfulness and completeness of the information or documentation provided for the purposes of obtaining or reporting disbursements/grants/funding;
- guarantee and traceability of the entire process, as well as accurate cost reporting, archiving all documentation prepared and produced.

6 ANTI-CORRUPTION DUE DILIGENCE

In order to identify the main corruption risk factors, INWIT – in the cases and according to the procedures provided for by the “Third Party Management Model” Policy – carries out verification activities on Third Parties with whom it intends to establish a contractual or commercial relationship or carry out an M&A transaction, ascertaining the reputational, economic and financial reliability and verifying the requisites of honourableness, integrity and professionalism of Relevant Natural Persons (“Anti-Corruption Due Diligence”).

In the case of entities, be they companies, associations, foundations or public administrations, the relevant company departments/functions ensure that they have adopted an anti-corruption policy that at least complies with the anti-corruption legislation in force in the relevant country. The absence of anti-corruption safeguards must be reported to the Head of Legal Operations & Corporate Security, as well as to the Anti-Corruption Committee.

In addition, the relevant corporate departments/functions acquire information on the chain of control and ownership structure of the counterparty subject to due diligence, in order to verify the identity and ownership of the target company or partner as well as the actual beneficiary of donations and sponsorships.

In detail, during the Anti-Corruption Due Diligence, at least the following aspects must be verified in good time with respect to the negotiation of the transaction/contract

- (i) presence in the Reference Lists;
- (ii) the existence of any privileged relationships/conflicts of interest;
- (iii) pending criminal proceedings or trials for offences against the public administration, bribery between private individuals, even in the attempted form, and/or for offences pursuant to Legislative Decree no. 231/01 against

- the target entity and/or Relevant Natural Persons or criminal convictions, even if not final, or criminal decrees, even if not irrevocable, for the aforementioned crimes and/or offences issued against the target entity and/or Relevant Natural Persons. Such searches may also be carried out by searching public domain sources, e.g. the press, the internet, any other type of database available (in the latter case, e.g. by entering, in the search engine, the name of the counterparty subjected to due diligence and, in the case of an entity, its owners, and the words “corruption”, “abuse of office”, “money laundering”, “fraud”, etc., in both Italian and English);
- (iv) the adoption or at least the commitment to the adoption of adequate anti-corruption policies and procedures.

As a result of the analyses conducted, corruption risk profiles (so-called red flags) are identified, which may consist of:

- deficient or false information detected on the chain of control and/or the identity of the last beneficiary;
- requesting the use of consultants, agents, intermediaries who have close links to a government or political party or who have been referred by a Civil Servant;
- professional activities of the counterparty subject to due diligence that are inconsistent/inconsistent with the contractual transaction/performance subject of the relationship with INWIT;
- Requests for payment (i) in cash; (ii) to an entity or natural person other than the counterparty subject to due diligence and without any connection to it; (iii) in countries at risk without any connection; (iv) to a bank account registered in a country that is not the country in which the counterparty subject to *due diligence* resides or performs the service; (v) to an encrypted bank account or in some other manner designed to circumvent accounting or tax regulations; (vi) excessive and unreasonable in relation to the service; (vii) reimbursement of expenses that are not/are not reasonably documented;
- refusal to undertake to provide the requested information in accordance with this Policy.

In addition, it may emerge that the counterparty subject to due diligence is owned by a Civil Servant or a family member of a Civil Servant, or the transaction/activity subject to the potential contract involves a Civil Servant or a public body or business partner with a questionable ethical reputation with particular reference to corruption or requiring an improper payment or advantage.

This list is not meant to be exhaustive; other circumstances may arise that create the danger that corrupt conduct may occur.

Should one or more red flags be found at the outcome of the checks, the competent Directorate/Function shall promptly inform the Head of Legal Operations & Corporate Security in order to assess the measures to be taken according to the degree of risk.

Once the report has been formalised, the Directorate/function responsible for its management monitors compliance with anti-corruption commitments and reports any violations to the Legal Operations & Corporate Security function and the Anti-Corruption Committee.

Any further aspects relating to due diligence on Third Parties are governed by the specific "Third Party Management Model" Policy to which reference is made.

7 ADOPTION, MONITORING AND CONTINUOUS IMPROVEMENT

7.1 ADOPTION AND UPDATING

Approval of the Policy and subsequent amendments is the responsibility of the INWIT's Board of Directors, except for updates required by new legislation or internal organisational changes (including revisions of a purely formal nature made to the annexes). In such cases, the changes to the document are made by the Chairman of the Board of Directors or the CEO/General Manager, who informs the Board at the first available meeting.

The Legal Operations & Corporate Security Function, together with the Anti-Corruption Committee, ensures the adequacy of the Policy to the applicable legal and regulatory framework and verifies its correct application. Possible improvements to this Policy may also be suggested by the other actors of the Internal Control and Risk Management System (e.g., Internal Audit Department, Control and Risk Committee), also as a result of their respective internal control activities.

Any doubts concerning the interpretation or application of the Policy may be reported to the Head of Legal Operations & Corporate Security and the Anti-Corruption Committee or, in the case of entities outside the Company, to the relevant contract manager. The latter, in turn, contacts the Head of Legal Operations & Corporate Security and the Anti-Corruption Committee.

Similarly, any doubts concerning payments to be made or the management of relations with external parties should be reported to the Head of Legal Operations & Corporate Security and the Anti-Corruption Committee before any activity takes place.

7.2 MONITORING AND CONTINUOUS IMPROVEMENT

The Anti-Bribery Management System, as well as the Anti-Corruption Policy are subject to continuous monitoring and periodic review in order to ensure their adequacy and effectiveness, as well as their alignment with current legislation, standards and best practices and the changing business context.

In this context, Level I control activities are envisaged, entrusted to individual process owners and better described within the documents envisaged by the corporate regulatory system, as well as periodic Level II and III verification and assurance activities, the results of which may suggest areas for improvement of this Policy and/or of the Management System for the prevention of corruption in general.

In order to ensure the supervision and monitoring of the performance of the Anti-Bribery Management System and the implementation of the relevant controls, INWIT has adopted and implemented a number of information flows, the content of which varies according to the needs expressed by the organisational structure receiving the flows. Please refer to Annex I for further details.

In addition, the Anti-Corruption Committee reports periodically, at least annually, to Top Management on the performance of the Anti-Bribery Management System. This report is also submitted to the Supervisory Board, Board of Statutory Auditors, Control and Risk Committee and INWIT's Board of Directors (as Governing Body) to ensure a constant alignment with regard to the activities performed and/or any critical issues detected.

8 DEFINITIONS

ITEM	DESCRIPTION
AFC	Administration, Finance & Control Department
Anti-Corruption Committee	a collegiate body to which the “ <i>Anti-Corruption compliance function</i> ” is attributed with the tasks and responsibilities set out in ISO 37001:2016, by means of a specific act of appointment. This Committee is endowed with autonomy and independence and an adequate budget to perform its functions
CCNL TLC	the national collective agreement for personnel employed by undertakings providing telecommunications services
Civil Servant	public officials, public service officers and, more generally, representatives of national, local, European, international or foreign public administrations. By way of example, these include: magistrates, including of international courts, parliamentarians, ministers, mayors, Consob officials, Antitrust, Garante Privacy, ASL, ARPA, police forces, notaries, commissioners of public tenders, etc.
Corporate Representatives	executives and employees, including interns and atypical collaborators, of INWIT as well as members of the administration and control bodies and other bodies where not included in the above
Facilitating Payments	means payments made for the purpose of expediting or securing the performance of an activity in the exercise of a public function considered routine
Governing Body	held by the Board of Directors with the task of approving the Anti-Corruption Policy, receiving and reviewing information on the content of the Anti-Bribery Management System
HRO	Human Resources & Organisation Department
INWIT or the Group	includes Infrastrutture Wireless Italiane S.p.A. and its subsidiaries
IR&CD	Investor Relations & Corporate Development Department
LCA	Legal & Corporate Affairs Department
Model 231	the Organisation and Management Model ex legislative decree. 231/01 adopted by INWIT
P.A.	Public Administration

Private Entity	companies, associations, even unrecognised ones, foundations, non-profit organisations or any other body, even without legal personality.
Reference Lists	Lists drawn up by national, European and international institutions (OFAC, EU, FATF, etc.) containing the list of designated persons, groups and entities subject to financial disciplines in the context of counter-terrorism and anti-money laundering measures.
Relevant Natural Persons	the individual with whom the relationship is to be established or, in the case of entities, the shareholders if natural persons, legal representatives, general managers, members of the administrative and control bodies and key managers, as well as the corresponding persons required by the regulations of other countries.
RSPP	Head of the Company's Prevention and Protection Service
Third parties	Public Officials, Private Bodies, third parties such as subjects/entities with which the Company relates in its business operations, through commercial, contractual or other relations. This includes, but is not limited to, customers, suppliers, landlords, business partners, intermediaries, agencies, consultants, sponsors.
Top Management	held by the General Manager and the Leadership Team and exercises the role of operational direction within the Anti-Bribery Management System with overall responsibility for its implementation and compliance

9 REVISION HISTORY

Revision	Description	Date
<i>Version 1</i>	First release	16 December 2021
<i>Version 2</i>	Second release. Adaptation to the implementation of the Anti-Bribery Management System according to the ISO 37001:2016 standard	5 November 2024