

FINCANTIERI



**GRANTS, DONATIONS, SPONSORSHIPS,
GIFTS AND HOSPITALITY**

- Summary -

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1. INTRODUCTION

FINCANTIERI operates according to principles of fair competition with honesty, integrity, fairness and good faith and with the highest degree of respect for the legitimate interests of shareholders, employees, customers, commercial and financial partners, and countries and communities where it conducts business. In particular, FINCANTIERI proactively promotes Corporate Social Responsibility as a social and environmental focus integrated into its business model, and informs the public of all related activities in its periodic reports.

Integrity, Ethics and Respect, Merit, Excellence and Innovation, as well as Health and Safety, Environment Protection, Quality and Performance, Sustainable Growth, International Outlook, Rights and Client Focus are the fundamental values behind FINCANTIERI's approach. It is on these values that FINCANTIERI focuses and promotes its relationship of trust with its Stakeholders, that is everyone with an interest in the company, such as shareholders, employees, suppliers and clients.

Within this framework, all those who work or operate in Italy or abroad on behalf of or for FINCANTIERI, or who have business relationships with it, without any distinction or exception, are required to comply with these principles and ensure that they are complied with, each within its/his/her functions and responsibilities. The belief that one is operating in the interests or to the advantage of the Company can in no way whatsoever justify a conduct in conflict with these principles.

In light of this, bribery is an unacceptable obstacle to the ability of the Company to do business. FINCANTIERI is committed to systematically promoting fair competition, which is an essential element for pursuing its interests and a guarantee for all market participants, clients and stakeholders in general. Strict compliance with laws and regulations, ethical integrity and fairness, transparency and honesty are a commitment and constant duty for all FINCANTIERI personnel.

FINCANTIERI condemns the use of any unlawful or inappropriate behaviour to achieve its business goals, which it intends to pursue exclusively through excellent performances in terms of innovation, quality and economic, social and environmental sustainability.

FINCANTIERI confirms its commitment to fight bribery in all its forms by taking a zero tolerance approach against it and to constantly improve the integrity and transparency of its corporate conduct, that will reflect **positively on the Company's reputation in the countries in which it operates.**

2. PRINCIPLES

All FINCANTIERI personnel are duly bound to observe the provisions of this document, of the law and those provided for by the Code of Conduct and the Organisational, Management and Control Model pursuant to Legislative Decree 231/2001 adopted by the Company.

FINCANTIERI shall comply with the laws, rules and regulations in force in each country or environment in which it operates. In general, FINCANTIERI expects employees:

- ☐ do not **ask for or request** money, gifts or other benefits for themselves or for others;
- ☐ do not **accept** money, gifts or other benefits for themselves or for others, except for gifts of a moderate value that may occasionally be offered as a normal business courtesy.

Gifts and other benefits received that do not comply with allowed cases must be immediately returned.

FINCANTIERI personnel, in whatever capacity they are involved in giving grants, donations and/or managing sponsorships, gifts and hospitality, are duly bound to observe the following principles of conduct:

- grants and donations will not be given to individuals, but only to organisations; gifts may be given to individuals or organisations, generally at holiday times (e.g. Christmas) or at special events (e.g. delivery of a ship, institutional commemorations), and in any case as part of commercial, marketing, communication and ceremonial strategies, defined at corporate level by the Company;
- promising or offering money, benefits, promises of favours or other advantages is not allowed, even if indirectly by means of an intermediary (e.g. agent, consultant, etc.) to Public Administration officers or private individuals, with the aim, even implicitly, of acquiring preferential treatment for themselves or for any activity that could be attributed to the Company;
- It is not allowed to promise or offer money, benefits, promises of favours or other benefits, even if indirectly through a third party (eg agent, consultant, etc.), to political parties, movements, associations, committees and political organizations and union representatives, to their representatives and candidates except those due, or allowed, on the basis of specific legal provisions;
- no donations are allowed that may either implicitly or explicitly constitute an obligation for the organisation to prefer the **Company's** products in the promotion and sales phase, nor that could influence the personal opinion of the staff of the recipient organisation;
- no contributions are allowed that benefit organisations with whom a conflict of interest could occur;
- anything given must be fair, appropriate and documentable;
- no donations are allowed aimed at influencing (or which could be perceived as such) the result of a contract or other decisions in favour of the Company;
- donations should be avoided immediately before, during or immediately after the contractual negotiations between the parties involved, with the exception of gifts that have an institutional value for the Company (i.e., company gadgets);
- anything given must be given with a liberal attitude, with the aim of promoting technical progress and constant scientific advancement, or for charitable purposes;
- sponsorships must be aimed at promoting the image of the company or for institutional purposes (promoting the image of the company at institutional events);
- employees of the Company are forbidden from giving any form of donation to third parties in the name of the Company;
- grants, donations, sponsorships, gifts and hospitality must be managed in compliance with the applicable laws, including fiscal laws;
- it is the responsibility of the approving Department to be aware of the prohibitions or limitations of the **beneficiary's** organisation, before offering grants, donations, sponsorships, gifts and hospitality;

- hospitality must be of a reasonable cost and offered in connection with Company activities, in compliance with the provisions of the applicable laws, and appropriate to the circumstances. Hospitality may not be provided in exchange for favours or benefits to the Company or to improperly influence any decision;
- the Company does not permit payments or the offer, directly or indirectly, of payments and benefits of any kind that are intended to speed up, facilitate or guarantee routine services that Public Administration officers and private organisations and bodies that provide Public services, or other individuals having relations with them, would in any case give ("**facilitation payments**")¹.

3. GRANTS, DONATIONS AND SPONSORSHIPS

All requests for grants, donations and sponsorships received by Company staff must be signed by the third party applicant / proponent and must contain exhaustive information about the nature of the initiative and the required expenditure.

FINCANTIERI provides adequate authorisation levels as laid out in the internal regulations.

Information on sponsorships, grants and donations is documented with progressive protocol, by calendar year, in a dedicated register.

4. GIFTS

When implementing its commercial, marketing, communication and ceremonial strategies, FINCANTIERI provides for gifts on special occasions (e.g. delivery of a ship, commemorative events, Christmas, commercial activities).

Fincantieri's policy covers two types of gift for which maximum values are established:

- Christmas gifts (catalog);
- gifts related to special events (delivery of ships, exhibitions, trade fairs and commemorative events): in any case the value of the present must not jeopardize the integrity or the reputation of either of the parties or being understood as an attempt to acquire an improper advantage.

There are only a small number of instances that do not fit into the categories above, in which gifts may be given to individuals, after informing the Chief Executive Officer and the Oversight Board. In the case of gifts to individuals resident in foreign countries (both Public Administration officers and private individuals), a request must be made prior to sending the gift, giving the recipient the chance to refuse it, if it does not comply with local laws and/or regulations.

FINCANTIERI personnel are not authorised to receive gifts (including tickets for sporting, recreational or any other kind of event) for a value higher than that established by the procedure unless authorised by Human Resources Department.

As per the definition contained in the "Consultation on guidance about commercial organizations preventing bribery (section 9 of the Bribery Act 2010)" "*small bribes paid to facilitate routine Government action*". As per the definition contained in the Foreign Corrupt Practices Act (FCPA) "*facilitating or expediting payment[s] . . . to expedite or to secure the performance of a routine governmental action.*" 15 U.S.C. §§ 78dd-1(b), 78dd-2(b), 78dd-3(b).

In special cases (e.g. retirees, and on the basis of company policies), FINCANTIERI may offer its employees goods of a moderate value.

5. HOSPITALITY

The hospitality guidelines apply in activities that affect public officials or employees of Italian and foreign public administrations, and to employees, administrators and consultants of customers or suppliers, even potential, of the Company.

Hospitality must be permitted by the corporate regulations of the person concerned, by applicable legal regulations and must be appropriate according to the circumstances. Furthermore, it must directly concern the types of expenditure indicated below and must not include, by way of example, the payment of holidays or recreational expenses to the subject and / or his family member.

Fincantieri reports the information relating to hospitality in a dedicated register.

FINCANTIERI requires that:

- **Board:** the upper cost limits for offered meals are set by the Company and must always be applied, except in cases when the laws of foreign countries call for lower limits.
Amounts higher than those provided for must be authorised by superiors, provided that they comply with the laws and regulations of the Country and are not considered unreasonable or excessive. FINCANTIERI monitors how often hospitality is offered as a frequent hospitality may suggest an incorrect behaviour.
- **Travel and Accommodation:** if travel and accommodation expenses are paid to third parties for Company activities, a request must be sent beforehand to give them the chance to decline the invitation;
- **Hospitality for family members:** written authorisation is mandatory, with a copy sent to the Oversight Board, if travel and accommodation hospitality are offered to the spouse and/or children of:
 - Italian or foreign Public officers or Public Administration employees;
 - employees, directors and consultants of the Company's clients or suppliers, including potential ones.

In the event of situations that are not clearly categorized among the types identified in this document, an interpretative opinion may be requested from the Oversight Board by using the IT platform available on the intranet and Internet sites of FINCANTIERI (<https://www.fincantieri.com/it/governance/business-ethics/whistleblowing/>) or by sending the request to the mail address (FINCANTIERI SpA - Via Genova 1 - 34121 Trieste - RISERVATO Organismo di Vigilanza / Funzione Anti-corruzione).

The documents produced concerning the activities described in this document must be filed and stored for 10 years, unless otherwise required by law.

FINCANTIERI will apply its Disciplinary system, if conduct deviates from the principles outlined in this document.