



**Organizational, Management
and Control Model**

**Pursuant to Legislative Decree no. 231 of
08 June 2001**

- GENERAL SECTION -





TAMINI
Trasformatori

Approved by the Board of Directors of
TAMINI Trasformatori S.r.l. on May, 31
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DEFINITIONS

The following definitions refer to all the sections of the Model, except for any other definitions contained in the individual special sections.

CEO: the CEO of the Company.

At-Risk Areas: the Group's areas of activity in which there is a greater risk of crimes being committed.

CCNL: National Collective Labor Contracts applied by the Company.

Code of Ethics: the Code of Ethics adopted by the Group and approved by the Company's Board of Directors on 09 July 2014 and relative updates.

External Contractors: all external contractors, including Consultants, Partners, Suppliers and individuals that act in the name and/or on behalf of the Group by virtue of a mandate contract or other type of professional collaboration contract, including non-standard contracts.

Intended Recipients: Company Representatives and Contractors.

Employees: those individuals that are employed by TAMINI, including managers.

Legislative Decree 231/2001 or the **Decree:** the Legislative Decree dated June 8, 2001 no. 231 and subsequent changes and additions.

Entity/ies: entities with legal personality or companies or associations, also without legal personality.

Company Representatives: directors, auditors, liquidators, managers and employees of the Company.

Group: TERNA S.p.A. and its subsidiaries according to the terms established in Article 93 of the TUF.

Administrative Crimes: administrative crimes regarding insider trading (Article 187-*bis*, TUF) and market manipulation (Article 187-*ter*, TUF).

Person in Charge of a Public Service: pursuant to art. 358 of the Criminal Code, "persons in charge of a public service are those who carry out a public service, with any professional qualification. Public service must be considered an activity regulated in the same ways as a public function, but characterized by a lack of power which is typical in the latter, and with the exclusion of carrying out simple secretarial duties and performance of merely material work".

Guidelines: Guidelines adopted by Confindustria for preparing organizational, management and control models according to the terms established in Article 6, paragraph 3 of Legislative Decree 231/2001.

Anti-corruption Guidelines: document prepared taking into account the major international conventions, Community legislation, the U.S. Foreign Corrupt Practices Act (FCPA) and the U.K. Bribery Act concerning the prevention and fight against corruption. These Guidelines contain the conduct policies and rules adopted by each of the Group companies and by individuals that act in the name and/or on the behalf of one of these, also in regard to single transactions.

Model: the organizational, management and control model adopted by the Parent Company as per Legislative Decree 231/2001.

Company Bodies: Company administrative and control bodies.

Vigilance Body or VB: the internal control body appointed to monitor the implementation of and compliance with the Model, as well as to provide for its updates.

P.A.: the public administration and, with reference to crimes committed against the public administration, public officials and persons in charge of a public service.

Partners: the contract counterparts with whom the Company engages in some type of collaboration regulated by a contract (temporary company associations, joint ventures, consortia, licenses, agencies and collaboration in general) that are intended to cooperate with the Company within At-Risk Areas.

PMO-ASCG-ALS: Model 231 Control of the Legal and Corporate Affairs - Corporate Affairs and Corporate Governance department which acts as the Technical Secretary of the Group VB.

Public Officials: Pursuant to art. 357 of the Criminal Code "public officials are those who perform a public legal, juridical or administrative service. The administrative function is public to the same extent, being governed by public law regulations and by authoritative writs, and characterized by the development or demonstration of will on the part of the public administration or by its carrying it out by means of authoritative or certifying powers".

Crimes: the types of crimes to which the disciplinary measures established by Legislative Decree 231/2001 apply regarding administrative responsibilities of corporations.

231 Representative: person identified by the General Manager as one of the first report persons with the task of promoting the

dissemination of Model 231 within their department and facilitating its implementation.

Company or TAMINI: TAMINI Trasformatori S.r.l.

TERNA or Parent Company: TAMINI's Parent Company, TERNA - Rete Elettrica Nazionale Società per Azioni.

TUF (Consolidated Law on Finance): Legislative Decree no. 58 dated 24 February 1998 and subsequent amendments and additions.

Whistleblowing: whistleblowing is the tool that must be used by the parties referred to in Article 5 of Legislative Decree 231/01 to report unlawful conduct, pursuant to the aforementioned Decree, of which they have become aware or which occurred during the course of their duties within the company or under other circumstances.

1. DESCRIPTION OF THE LEGISLATIVE FRAMEWORK

1.1. INTRODUCTION

With Legislative Decree no. 231 of June 8, 2001, in implementing the power conferred by the Government with Article 11 of Law no. 300 on September 29, 2000, the regulation concerning the "*responsibility of corporations for administrative offenses subject to the crime*" was defined.

In particular, this regulation applies to corporations with legal personality and companies and associations, even those without legal personality.

Legislative Decree 231/2001 primarily stems from certain international and Community conventions ratified by Italy that impose forms of liability on collective legal entities for certain classes of crimes.

In accordance with the legislation introduced by Legislative Decree 231/2001, Corporations may be held "liable" for certain crimes committed or attempted, in the interests of or to the benefit of the Corporations themselves, by members of senior management (so-called persons "in senior positions" or simply "senior") and by individuals that are managed or supervised by the latter (Article 5, paragraph 1 of Legislative Decree 231/2001).

The administrative responsibility of the Corporations is independent of the criminal liability of the natural person who committed the offense, which exists concurrently to the latter.

This extension of responsibility aims, fundamentally, to include the assets of the Corporations within the punishment for certain crimes and, ultimately, the economic interests of the shareholders, who - until the decree in question came into force - did not incur direct consequences caused by the crimes committed by directors and/or employees in the interests of or to the benefit of their company.

Legislative Decree 231/2001 innovates the Italian legal system as now both fines and disqualification measures can be applied, both directly and independently, to Corporations for charges brought against persons functionally linked to the company pursuant to Article 5 of the Decree.

The Corporations' administrative responsibility is, however, excluded if the Corporation, *inter alia*, has adopted and effectively implemented organizational, management and control models that are suitable for preventing crimes, before said Crimes are committed. These models must be adopted in compliance with codes of conduct (guidelines) drawn up by company representative organizations, including Confindustria, and submitted to the Ministry of Justice.

The administrative responsibility of the Corporation is, in any case, excluded if senior personnel and/or their subordinates acted exclusively in their own interests or those of third parties.

1.2. NATURE OF RESPONSIBILITY

With reference to the nature of administrative responsibility pursuant to Legislative Decree 231/2001, the Illustrative Report of the Decree stresses that the *"tertium genus merges the essential elements of the criminal and administrative system in an attempt to reconcile reasons of preventative effectiveness with those of the utmost guarantee, which are even more unavoidable"*.

Legislative Decree 231/2001 has introduced an "administrative" form of responsibility for Corporations – in accordance with that which is laid out in Article 27 of the Italian Constitution – yet with many points of overlap with a "criminal" form of liability.

In this regard, please see Articles 2, 8 and 34 of Legislative Decree 231/2001 – which are some of the most relevant –, where the first reaffirms the legal principal typical of criminal law; the second affirms the autonomy of the Corporation's liability in regard to the verification of the natural person's responsibility for the criminal conduct; the third provides for the circumstance that this liability, subject to the commission of a crime, is ascertained within criminal proceedings and is, therefore, supported by the guarantees of the criminal process.

The punitive character of the penalties applicable to the Corporation shall also be considered.

1.3. PERPETRATORS OF THE CRIME: PERSONS IN SENIOR POSITIONS AND PERSONS SUBJECT TO THE DIRECTION OF OTHERS

As indicated above, in accordance with Legislative Decree 231/2001, the Corporation is responsible for Crimes committed in its interests or to its benefit:

- by "people holding representative, administrative or managerial positions in the corporation or in one of its organizational units having financial and operational independence, as well as by people who carry out the corporation's management and control, also *de facto*" (the aforementioned parties in "senior positions" or "senior"; Article 5, paragraph 1, point a) of Legislative Decree 231/2001;

- by people who are supervised or inspected by one of the senior parties (the so-called persons under management; Article 5, paragraph 1, point b) of Legislative Decree 231/2001).

It is also appropriate to restate that the Corporation is not liable, by the express legislative provision (Article 5, paragraph 2 of Legislative

Decree 231/2001) if the persons indicated above acted in their own interests, or in the interests of third parties.

1.4. TYPES OF CRIMES

On the basis of Legislative Decree 231/2001, the Corporation may only be held responsible for Crimes and Offenses that are expressly referred to within it, or identified via specific legal provisions that the Decree refers to, as with the case of Article 10 of Law no. 146/2006, providing that they are committed in its interests or to its benefit by qualified persons pursuant to Article 5, paragraph 1, of the Decree. For the complete list of Crimes and Offenses, please refer to Attachment A.

1.5. SANCTION SYSTEM

The following sanctions are provided by Articles 9-23 of Legislative Decree 231/2001 to be levied against Corporations as a result of the commission or attempted commission of Crimes and Offenses:

- fine (and preventative seizure as a cautionary measure);
- disqualification sanctions (which can also be applied as a precautionary measure) lasting no less than three months and no more than two years (with the specification that, pursuant to Article 14, paragraph 1 of Legislative Decree 231/2001, "Disqualification sanctions are concerned with the specific illegal activity to which corporation's crime refers") which, in turn, may consist of:
 - ✓ disqualification from conducting business activities;
 - ✓ the suspension or revocation of the authorizations, licenses or concessions related to the commission of the crime;
 - ✓ a prohibition on negotiations with public authorities except for obtaining the handover of a public service;
 - ✓ the exclusion from facilitations, loans, grants or subsidies and possibly the revocation of those already awarded;
 - ✓ a prohibition on advertising goods or services;
 - ✓ confiscation (and preventative seizure as a precautionary measure);
 - ✓ publication of the judgment (if a disqualifying measure is applied).

The fine is determined by a criminal judge through a system based on "shares" numbering no less than 100 and no more than 1,000 and of an amount that may vary from a minimum of €258.22 to a maximum of €1,549.37.

When deciding the fine to be paid, the judge determines:

- the number of shares, considering the seriousness of the offense, the extent of the Corporation's responsibility, as well as the actions taken to eliminate or mitigate the consequences of the crime and to prevent other offenses being committed;
- the value of a single share, based on the economic and equity conditions of the Corporation.

Disqualifications are applied only in relation to the Crimes for which they are expressly provided for (including, but not limited to, crimes against the public administration, certain crimes against public trust, such as the forgery of coins and bank notes, offenses related to terrorism and the subversion of democratic order, crimes against individuals, crimes concerning occupational health and safety, as well as transnational crimes) and provided that at least one of the following conditions exists:

- i. the Corporation has substantially profited from the Crime or Offense and the Crime and Offense was committed by persons in senior positions or by persons subject to the direction of others, when, in this instance, the commission of the Crime or Offense was caused or aided by serious organizational shortcomings;
- ii. if Crimes and Offenses are repeated.

The judge determines the type and duration of the disqualification, taking into consideration the suitability of the individual sanctions to prevent offenses of the type committed and, where necessary, may apply them jointly (Article 14, paragraph 1 and 3, Legislative Decree 231/2001).

The disqualification from performing business activities, the prohibition of negotiation with the public administration and the prohibition from advertising goods and services may be permanent in the most serious cases.

Furthermore, it should be noted that the Corporation's business may be prosecuted (when the sanction is imposed) by a commissioner appointed by the judge pursuant to the conditions of Article 15 of Legislative Decree 231/2001.

1.6. ATTEMPTED OFFENSES

In the event that crimes sanctioned by Legislative Decree 231/2001 are attempted, fines (in terms of amount) and disqualification sanctions (in terms of duration) are reduced by one third to half.

In the event that the Corporation voluntarily prevents the action from being committed or the event from taking place, they are exempt from sanctions (Article 26 of Italian Decree 231/2001).

The exclusion of penalties is justified, in that instance, on the basis of interrupting all identifying relationships between the Corporation and the persons acting in its name or on its behalf.

1.7. EVENTS MODIFYING THE CORPORATION

Legislative Decree 231/2001 governs the regulations covering the Corporation's financial liability in relation to changes to the corporation's character, such as the transformation, merger, split-off and transfer of the company.

In accordance with Article 27, paragraph 1 of Legislative Decree 231/2001, the Corporation is liable to pay the fine with its assets or with a mutual fund, where the concept of assets must refer to companies and corporations with legal personality, while the concept of "mutual fund" concerns associations devoid of legal personality.

The provision in question makes the Legislator's intention to define the liability of the Corporation, not only independently of that of the offender (please see Article 8 of Legislative Decree 231/2001 in this regard) but also in regard to the individual shareholders.

Articles 28-33 of Legislative Decree 231/2001 regulate the way in which amending matters regarding the transformation, merger, split-off and the transfer of the company affects the Corporation's liability. The Legislator considered two conflicting requirements:

- on the one hand, avoiding that said operations may be a tool to assist the Corporation in evading administrative responsibility;
- on the other, activities without elusive intent should not be penalized. The Illustrative Report of Legislative Decree 231/2001 states that "The broad principle criterion followed has been to regulate the outcome of fines, in compliance with the principles provided by the Italian Civil Code concerning the generality of other debts held by the original corporation, while, however, retaining the connection between disqualification sanctions and the business branch in which the crime was committed".

In the event of transformation, Article 28 of Legislative Decree 231/2001 provides (in line with the nature of the institution that

implies a simple change in company type, without leading to the extinction of the original legal entity) that the liability of the corporation still holds for crimes committed before the date in which the transformation took effect.

In the event of mergers, the Corporation created by the merger (also by way of incorporation) is liable for crimes that were the responsibility of the corporations involved in the merger (Article 29 of Legislative Decree 231/2001).

Indeed, the Corporation created by the merger assumes all the rights and obligations of the companies participating in the operation (Article 2504-*bis*, paragraph 1 of the Italian Civil Code), and, also incorporates crimes committed for which the companies participating in the merger should have acted on.

Article 30 of Legislative Decree 231/2001 provides that, in the case of partial split-offs, the company being divided remains liable for crimes committed before the date of the de-merger came into effect.

The corporations benefiting from the total or partial split-off are jointly responsible for the payment of fines owed by the split company concerning crimes committed prior to the date the de-merger took effect, within the limits of the actual value of the net equity transferred by each corporation.

This limitation does not apply to the beneficiary companies, to which the branch of business within which the crime was committed was transferred, even merely in part.

The disqualifications related to crimes committed prior to the date that the split-off took effect apply to the corporations to which the branch of business within which the crime was committed have been left or transferred.

Article 31 of Legislative Decree 231/2001 provides common provisions for mergers and split-offs when determining the sanctions in the event that these extraordinary transactions took place prior to the conclusion of the judgment. In particular, it clarifies the principle against which the judge must measure the fine, in accordance with the criteria laid out in Article 11, paragraph 2 of Legislative Decree 231/2001, with reference, in any case, to the economic and financial conditions of the corporation which was originally liable, and not those of the corporation to which the sanction should be ascribed following on from the merger or split-off.

In the case of disqualification, the corporation that will be held responsible following on from the merger or split-off may request that the judge convert the disqualification into a fine, provided that:

- i. the organizational failing that made the commission of the crime possible has been eliminated;
- ii. the Corporation has taken steps to pay damages and made available (for confiscation) the profits that may have been obtained.

Article 32 of Legislative Decree 231/2001 permits the judge to consider previous convictions imposed on the corporations involved in the merger or the split-off corporation in order to consider the repeat crimes, pursuant to Article 20 of Legislative Decree 231/2001, in relation to the offenses of the corporation formed by the merger or the beneficiary of the split-off, in relation to offenses that were subsequently committed.

In the event of the sale or transfer of the company, a unitary legislation is provided (Article 33 of Legislative Decree 231/2001); the buyer, in the instance that the company in which the crime was committed is transferred, is jointly responsible for the payment of the fine imposed on the seller with the following limitations:

- i. without prejudice to the preventative examination of the seller;
- ii. the responsibility of the buyer is limited to the value of the sold company and to the fines that result from required accounting books or caused by administrative offenses of which it was, in any case, aware.

In contrast, the disqualifications imposed on the seller are not extended to the buyer.

1.8. CRIMES COMMITTED ABROAD

In accordance with Article 4 of Legislative Decree 231/2001, the Corporation may be held liable in Italy for crimes – also covered by Legislative Decree 231/2001 – committed abroad.

The Illustrative Report to Legislative Decree 231/2001 highlights the requirement that frequent criminal conduct must be sanctioned, also in order to prevent the entire legal framework in question from being circumvented.

The conditions on which the corporation's responsibility for crimes committed abroad lie are the following:

- i. The crime must have been committed by a person functionally linked to the Corporation, pursuant to Article 5, paragraph 1 of Legislative Decree 231/2001;
- ii. the Corporation must have its main headquarters within the Italian State;
- iii. the Corporation meets only the cases and conditions provided for by Articles 7, 8, 9 and 10 of the Italian Criminal Code (in the instances that the law provides for the guilty party – natural

person – to be punished at the request of the Ministry of Justice, proceedings are taken against the Corporation only if the request was also made in its regard) and, in accordance with the legal principle under Article 2 of Legislative Decree 231/2001, only for offenses for which its responsibility is provided by a specific legislative provision;

- iv. the cases and conditions referred to in the aforementioned Articles of the Italian Criminal Code exist, yet the State in which the crime was committed does not move forward with proceedings against the Corporation.

1.9. OFFENSE ASSESSMENT PROCEDURE

The responsibility for the administrative offense arising from the crime is established through criminal proceedings.

In this regard, Article 36 of Legislative Decree 231/2001 provides that “the jurisdiction to recognize the administrative crimes of the corporation lies with the competent criminal judge for the crimes on which they depend. In regards to the assessment procedure for the corporation’s administrative offense, the dispositions concerning the composition of the court and the procedural dispositions related to the relative offenses deriving from crimes are observed”.

Another rule, inspired by considerations of effectiveness, homogeneity and procedural economy, is the compulsory combining of the proceedings: the legal proceedings against the corporation should be merged, as far as possible, with the criminal proceedings established against the natural person who perpetrated the crime that forms the basis of the corporation’s liability (Article 38 of Legislative Decree 231/2001).

This rule is mitigated by the provisions of Article 38, paragraph 2 of Legislative Decree 231/2001 which, conversely, regulates the cases in which separate proceedings are brought for the administrative offense.

The Corporation will participate in the criminal proceedings with their legal representative, except where the legal representative is charged with the crime that underlies the administrative offense; when the legal representative does not appear, the established Corporation will be represented by defense lawyer (Article 39, paragraph 1 and 4 of Legislative Decree 231/2001).

1.10. ORGANIZATIONAL, MANAGEMENT AND CONTROL MODELS

A fundamental feature of Legislative Decree 231/2001 is that it considers models of organization, management and control of companies as extenuating circumstances. In the instance of a crime committed by a person in a senior position, the company is not liable

if it proves that (Article 6, paragraph 1, Legislative Decree 231/2001):

- i. prior to the crime committed, the Board of Directors adopted – and effectively implemented – organizational and management models that were suitable for preventing crimes similar to those committed;
- ii. the task of supervising the model implementation, as well as its application and updating, was entrusted to a department of the company, having independent initiative and control powers;
- iii. the persons who committed the crime fraudulently avoided compliance with the organizational and management models;
- iv. the Vigilance Body did not fail to supervise, nor was the supervision insufficient.

The Company must, therefore, demonstrate that it is not connected with the offenses of which the person occupying a senior position is accused, by proving the existence of the aforementioned list of requirements in their competitors and, consequently, the circumstances in which the commissioning of the crime did not result due to a true “organizational failing”.

If, on the other hand, the crime was committed by persons under management or supervision, the company is held responsible only if the crime was made possible through an infringement on management or supervision obligations that the Company is obliged to put in place.

In any event, infringement on management and supervision obligations is exempt if the Company, prior to the crime being committed, has effectively adopted and implemented an organizational, management and control model suitable for preventing crimes of the type that occurred.

Furthermore, Article 7, paragraph 4 of Legislative Decree 231/2001 defines the requirements for the effective implementation of the organizational models:

- i. the periodical assessment and subsequent amendment of the model if significant regulatory violations are discovered or when organizational and business changes occur;
- ii. a disciplinary system suitable for punishing non-compliance with the provisions indicated in the Model.

In this case, there is a reversal in the burden of proof on the behalf of the prosecution, which must, in the instance provided for by Article 7, prove failures in effectively adopting and implementing an organizational, management and control model suitable for preventing crimes of the type that occurred.

Legislative Decree 231/2001 defines the contents of the organization and management models by envisaging that, regarding the extension of delegated powers and the risk of the crimes being committed, as specified by Article 6, paragraph 2, they must:

- i. identify the activities in which the Crimes may be committed;
- ii. draft specific agreements aimed at planning the Company's decision-making process concerning the Crimes to be prevented;
- iii. identify management procedures for financial resources that are suitable to prevent the Crimes from being committed;
- iv. make provision for information obligations to the body in charge to supervise the implementation of the models and compliance with them;
- v. introduce a disciplinary system suitable for punishing non-compliance with the provisions indicated in the Model.

1.11. CODES OF CONDUCT PREPARED BY CORPORATE REPRESENTATIVE ASSOCIATIONS

Article 6, paragraph 3 of Legislative Decree 231/2001 provides that "Organization and management models may be adopted, guaranteeing the requirements under paragraph 2, on the basis of codes of conduct prepared by the corporation representative organizations, submitted to the Ministry of Justice which, jointly with the competent Ministries, may formulate observations concerning the suitability of the models to prevent crime, within 30 days".

Confindustria defined the "Guidelines for preparing organizational, management and control models pursuant to Legislative Decree no. 231/2001", circulated on March 7, 2002, and supplemented on October 3, 2002 with the attachment concerning so-called corporate crimes (introduced in Legislative Decree 231/2001 with Legislative Decree no. 61/2002) and last updated on March 31, 2008 (hereinafter "Confindustria guidelines") to provide, among other things, methodological indications for identifying areas of risk (sector/activity in which crimes could be committed), designing a control system (the so-called protocols for planning the Corporation's decision-making process), the contents of the organizational, management and control model and the criteria for choosing the Vigilance Body, with indications on its requirements, duties and powers, and obligations of information in its regard.

TAMINI has adopted its own organizational, management and control model on the basis of Confindustria Guidelines, as last approved by the Ministry of Justice on 21 July 2014.

1.12. ASSESSMENT OF SUITABILITY

The responsibility of the Corporation is ascertained, by a criminal court, through:

- i. the assessment of the existence of the crime that predicates the company's responsibility;
- ii. the assessment of suitability of adopted organizational models.

The judge's assessment on the theoretical suitability of the organizational model to prevent the crimes referred to under Legislative Decree 231/2001 is made according to the criterion of so-called "retroactive prognosis".

The judgment of suitability is formulated according to a substantially ex-ante criterion, where the judge ideally positions himself/herself within the company when the offense takes place in order to determine the consistency of the adopted model. In other words, the organizational model is judged on "its suitability to prevent Crimes" which, before the crime is commissioned, could and should have eliminated or, at least minimized, with reasonable certainty, the risk of the crime that was subsequently committed occurring in the first instance.

2. DESCRIPTION OF TAMINI TRASFORMATORI S.R.L.

2.1. ELEMENTS OF THE GOVERNANCE MODEL AND THE ORGANIZATIONAL STRUCTURE

TAMINI is a company incorporated under Italian law, founded in 1926, whose share capital is wholly owned by Terna S.p.A. through Terna Plus S.r.l.

The Company operates within the electromechanical sector and is the largest Italian manufacturer of power transformers and auto-transformers, special transformers and reactors and distribution transformers for sizes up to 1000 MVA and voltage levels of up to 765 kV. Its areas of business include:

- designing, manufacturing and installing high-voltage and extra-high-voltage power transformers and auto-transformers, special transformers and reactors and distribution transformers with a wide range of technical solutions;
- it provides assistance at all levels of complexity for its own machinery, as well as that of other manufacturers, and manages all after-sale features with a series of global services: from repair and spare part provision, to on-site interventions, including inspections and the updating and adjustment of said machinery.

All TAMINI products feature advanced technology and have been designed to meet the most demanding needs of our clients in terms of efficiency, reliability and environmental impact.

2.2. TAMINI GOVERNANCE MODEL

The Company is currently controlled by a traditional governance system that includes a Board of Directors or, alternatively, a Sole Director.

The Company has an audit body.

The Company has also appointed a company for statutory audits, which is enrolled in the relevant Register.

The Company has signed a service agreement with the Parent Company for the provision of consultant and support services in carrying out the following activities:

- (a) fulfillment of corporate obligations;
- (b) (any) extraordinary financial transactions, acquisitions, mergers, divestitures, strategic agreements;

- (c) risk management, qualification procedures for Suppliers, internal auditing and the finalization of the TAMINI Model;
- (d) physical security for the entire company, including relations with the Judicial Authority, Civil Protection and Police;
- (e) conducts accounting and tax activities and plans and addresses accounting and tax regulations;
- (f) procures and manages insurance coverage;
- (g) manages litigation, legal issues (both in and out of court) and sector regulations;
- (h) manages human resources, training, the drafting of pay and development policies, industrial relations, recruiting, selection, management of the main contracts with third parties, organizes and prepares budgets and forecasts for human resources;
- (i) manages institutional relations, including relations with the public authorities, the central bodies of the State, the Regions and the EU Institutions and coordinates institutional relations with the Government and territorial Administrations;
- (l) manages communications and relations with the press at international, national and/or local levels and the organizational and coordination activities related to the same, branding and image events, corporate social responsibility and any new media, as well as internal editing and web activities;
- (m) defines goods and services procurement policies and procedures, in defining contractual arrangements and legislative and regulatory support;
- (n) defines policies and procedures for risk containment and the security of company assets;
- (o) governs processes, within IT and TLC systems, by establishing standards to be implemented, guidelines and policies for managing development and operation activities;
- (p) all other activities that, within the exercise of TERNA's powers and duties of Management and Coordination, are useful, necessary or merely relevant. The aforementioned activities are carried out by the Parent Company in compliance with the procedures that it has adopted, also for purposes pursuant to the Decree.

It should be specified that the assigned activities are, nonetheless, relevant in regards to identifying At-Risk Areas, as the obligation remains with Company Representatives to ensure that everyone

involved, to different degrees, complies with the procedural rules indicated in the Model, in carrying out the activities in each At-Risk Area. Any variations in the assigned activities to other Group companies obligate TAMINI to assess, on a case-by-case basis, whether the overall conduct and procedural rules contained within the present Model and the implementing procedures are appropriate or not, proceeding - if so required - to integrate them within the Model if they are relevant or necessary.

In regards to the other activities directly carried out by TAMINI, the latter - following on from the acquisition by the Terna Group in mid-2014 - undertook a process of integration. Upon completion, the operational instructions and procedures adopted by other Terna Group companies, which are considered to be compatible with its organizational structure and business, will be transposed within the Model.

These procedures, combined with additional protocols that the Company intends to adopt in order to guarantee the appropriate formalization of existing controls, should be considered an integral part of this Model.

3. MODEL'S STRUCTURE

3.1. RISK ASSESSMENT AND GAP ANALYSIS

TAMINI has begun the process to adopt the organizational, management and control model of the company in compliance with the provisions of Legislative Decree 231/2001 as amended and supplemented.

On the basis of organizational analysis, a process mapping procedure was conducted to identify the activities potentially at risk of crimes being committed, which, if occur, are connected to the administrative liability provided by Legislative Decree 231/2001.

For each At-Risk Activity, the operational and management methods, and existing controls - in addition to the person responsible for the individual company process (Key officer) - have been identified.

Such identification aims to allow the "gap analysis", a comparison between the analysis results of control systems observed and present in sensitive areas and the control standards (or specific protocols) that are considered to be optimal in preparing the "prospective" organizational model of reference, defined in accordance with the provisions of Legislative Decree 231/2001.

3.2. GENERAL STANDARDS OF CONTROL SUITABLE FOR ALL CRIMES

All At-Risk Activities must be carried out in compliance with the laws in force, Company values and policies and, consequently, the rules contained within this Model.

Generally, the corporate structure must comply with the basic requirements of formalization and clarity, communication and separation of roles, in particular in regard to the assignment of responsibility, representation and in the definition of hierarchies and operational activities.

The Company must possess organizational tools (organizational charts, organizational communications and procedures, etc.) characterized by general rules of:

- (i) clear description of reporting lines;
- (ii) awareness, transparency and the publicity of the assigned powers (within the Company and in regards to third parties);
- (iii) clear and formal definition of roles, with a full description of the duties of each department and its relative powers and responsibilities.

The same rules must hold for regulating intergroup relations; in particular, the rules highlighted herein must characterize the

agreements that govern centralized departments of TAMINI or another Group company, any exchange of goods and services within the Group and information flows that occur between the Parent Company and subsidiaries in both directions.

Internal procedures and those that occur in intergroup relations must be characterized by the following principles:

- **Segregation of duties:**

the principle of the separation of duties between the person authorizing, the person executing and the person monitoring must be applied.

- **Existence of procedures/protocols/regulations/circulars:** there must be company and/or group regulations and formalized procedures suitable for providing codes of conduct and operational methods for conducting activities in At-Risk Areas, as well as storage means for relevant documentation.

- **Authorization and signatory powers:**

authorization and signatory powers must: i) be consistent with the organizational and management responsibilities assigned, providing - where requested - indications on the expense approval limits; ii) be clearly defined and known within the Company.

- **Traceability:**

every operation related to At-Risk Areas must be recorded in an appropriate manner. The decision and authorization process and the performance of the At-Risk Activity must be verifiable ex post facto, also through specific supporting documentation and cases and methods envisaging the potential deletion or destruction of records shall be regulated in detail.

3.2.1. WHISTLEBLOWING SYSTEM

In order to guarantee responsible management that is in line with legislative provisions, TAMINI TRASFORMATORE has adopted the whistleblowing system implemented by TERNA S.p.a., adapted to the legal changes that occurred in 2017, regarding "*Provisions for protecting individuals who report crimes or irregularities of which they have become aware within the context of a private or public working relationship*".

Therefore, pursuant to Article 6 of Legislative Decree 231/01, paragraph 2-bis, TAMINI:

- a) has established dedicated reporting channels that allow individuals referred to in Article 5, paragraph 1, points a) and b) of Legislative Decree 231/01, to submit, in order to protect the integrity of the corporation, reports of unlawful conduct pursuant to this Decree or violations of this Model, of which they have come aware as a result of their duties;
- b) guarantees to protect the identity of the whistleblower;
- c) prohibits any act of retaliation or discrimination, whether direct or indirect, against the whistleblower for reasons directly or indirectly related to the whistleblower's report;
- d) protects the whistleblower via specific measures.

In particular, the Whistleblowing system is regulated by the 054 Guidelines.

More specifically, in regard to reporting channels, a specific IT portal has been created (www.whistleblowing.terna.it) in order to guarantee the protection of the whistleblower and the person notified and alternative channels have also been provided.

Every report is sent to the Ethics Committee, which – after assessing its validity – submits it to the competent individuals.

Furthermore, pursuant to paragraph 2-ter of the same Article, any discriminatory or retaliatory measure adopted in regard to the whistleblower can be reported to the National Labor Institute.

Lastly, pursuant to paragraph 2-quater, any dismissal or change in duties or any other retaliatory or discriminatory measure adopted in the whistleblower's regard are null and void.

3.2.2. ANTI-CORRUPTION GUIDELINES

The contents of this Model are supplemented by the conduct rules and principles contained within the Anti-Corruption Guidelines.

The Anti-Corruption Guidelines are a control measure to protect against corruption and are prepared on the basis of the major international conventions, Community legislation and the provisions contained within the Foreign Corrupt Practices Act ("FCPA") and the Bribery Act ("BA") concerning public and private corruption.

These contain the standards of conduct that all Recipients must observe, concerning, by way of example, the provision of gifts and donations and their relative registration, sponsoring and charity activities, the ban on so-called facilitating payments and political contributions.

The Guidelines are approved by the Board of Directors of TAMINI TRASFORMATORE S.r.l.

TAMINI TRASFORMATORE is committed to disseminating the contents and provides specific training sessions on the subject.

4. VIGILANCE BODY (VB) PURSUANT TO LEGISLATIVE DECREE 231/2001

4.1. VIGILANCE BODY (VB)

Based on the provisions of Legislative Decree 231/2001, the Corporation may be exonerated from liability following the commission of Crimes and Offenses by persons occupying senior positions or those under the management or supervisions of the same, if the Board of Directors has:

- effectively adopted and implemented organizational, management and control models suitable for preventing the Crimes and Offenses considered therein;

- the task of supervising the model's implementation, as well as its application and updating, was assigned to a body within the Corporation that possesses independent initiative and control powers.

The assignment of these aforementioned duties to a body equipped with autonomous powers of initiative and control, combined with the correct and effective execution of these powers is, therefore, an indispensable prerequisite for exemption from the liability provided by Legislative Decree. 231/2001.

Confindustria Guidelines and the most recent case law identify the VB's independence and autonomy, professionalism and continuity of action as principle requirements.

In particular, it specifies that:

- "autonomy" should be understood as not being purely formal: it is necessary to grant to the Vigilance Body effective powers of inspection and control, the possibility to have access to all Company's relevant information and adequate resources as well as tools, supports and the collaboration of experts in its monitoring activity;

- as far as the "independence" requirement is concerned, each member of the Vigilance Body shall not have any executive power and any conflict of interest with the Group, even potential; in case of Company Representatives, they must also have a sufficiently important position and possess autonomous initiative and control powers, as well as adequate professionalism for their position. In any case, for the activity they carry out within the VB, they cannot appear as employees of executive bodies;

- as far as "professionalism" is concerned, it is necessary to grant in the Vigilance Body's composition the presence of members with specific juridical and risk management and control skills. The Vigilance Body can turn to external consultants with specific skills in corporate organization, auditing, accounting and finance. TAMINI has chosen an

option that, considering the purposes pursued by the law, is capable of ensuring - in relation to its size and organizational complexity - the effectiveness of the controls that the Vigilance Body is assigned.

4.2. APPOINTMENT AND REVOKING THE VB.

The individuals who each time will be appointed and the duration of their appointment as members of the Vigilance Body are identified through a resolution by the Board of Directors or Sole Director.

The termination of the appointment of the VB due to the expiry of the term takes immediate effect from the moment that the Board of Directors decides on the matter.

In order to grant the requirements of section 4.1, the Board of Directors - at the time of the appointment of the VB - shall provide all the information connected to the professionalism of its members and a copy of each member's *curriculum vitae* shall be annexed to its resolution.

Reason for ineligibility as a member of the VB and for incompatibility in holding this position is represented by a conviction, also by the Lower Court, for having committed one of the crimes mentioned in the Decree and/or one of the administrative crimes regarding market abuse as stated in the TUF, namely, the conviction to a penalty that involves disqualification, even temporary, from public offices, i.e., temporary disqualification from the executive offices of corporations.

If one or more members of the VB lapse from office, the Board of Directors or the Sole Director will see to a replacement by way of a resolution. In order to guarantee the necessary stability and independence of the Vigilance Body, the procedures for revoking the powers connected to this position follow.

Revocation of a member of the Vigilance Body can occur exclusively for the reasons listed below:

- i. the termination, established by the Board of Directors or the Sole Director, of the working relationship with the Group. In this regard, any organizational provision that concerns an internal member of the VB (e.g. moving to another position, dismissal, disciplinary proceedings, the appointment of a new manager) must be brought to the attention of the Board of Directors or the Sole Director so that they can they can undertake the provisions referred to in this paragraph;
- ii. one of the requirements referred to in paragraph 4.1. ceases to apply;
- iii. serious and established reasons that jeopardize the independence and autonomy;

- iv. severe negligence in carrying out the duties connected to the office;
- v. violation of the confidentiality obligations borne by the VB;
- vi. unauthorized absence for more than three consecutive VB meetings.

The revocation of the Vigilance Body or one of its members lies with the Board of Directors or the Sole Director, after consulting the Sole Auditor; the revocation resolution must be taken with a two-thirds consensus of the directors present.

Within the same meeting called to deliberate on the revocation of a member of the Vigilance Body, the Board of Directors or the Sole Director will see to the replacement.

4.3. DUTIES AND POWERS OF THE VB

The Vigilance Body is called upon, generally, to conduct the following duties:

- i. oversee the effectiveness and efficacy of the Model, which involves assessing the consistency between actual conduct and the adopted Model;
- ii. closely examine the Model's adequacy, namely its real (and not merely formal) capacity to prevent - in general - potentially unlawful behavior;
- iii. analyze the maintenance, over time, of the requirements of soundness and functionality of the Model;
- iv. also making recourse to the various departments involved, evaluating the need to propose any updates to the Model to the Board of Directors or the Sole Director following on from developments in the corporate structure and company operations and/or any legislative changes;
- v. monitor the fairness of the proxy system and the responsibilities assigned, in order to guarantee the effective implementation of the Model;
- vi. supervises the provisions that need to be complied with by the Recipients of the Model, on the basis of the different types of crimes included in the Decree.

At the operational level, the Vigilance Body is assigned the task of:

- i. draw up and implement a regular assessment program on the effective application of company control procedures within the "At-Risk Areas" and concerning their effectiveness, considering that the primary responsibility on the control of the activity

remains, in any case, with operational management and is an integral part of company processes;

- ii. collects, processes and stores relevant information for compliance with the Model, as well as - where necessary - updating the list of information that must be sent to the Vigilance Body and kept at its disposal;
- iii. monitor the At-Risk Areas. For this purpose, the Vigilance Body must be constantly informed as to the progress of activities in the aforementioned At-Risk Areas and must have clear access to all the company documentation. The Vigilance Body must also be informed by its personnel about possible cases in company operations that might place the company in a "crime risk" position;
- iv. conducting appropriate internal investigations to ascertain alleged violations of the requirements of the Model;
- v. verifying that the elements provided for in the Model for the various types of crimes (adoption of standard clauses, adoption of procedures, segregation of responsibilities, etc.) are, however, appropriate and that they are in compliance with the needs to respect the provisions of the Decree and, should this not be the case, request the updating of such elements;
- vi. also collaborating with the heads of various company departments, promoting suitable initiatives to disseminate knowledge and understanding concerning the Model amongst all personnel;
- vii. coordinating with the 231 Representatives and, in any case, with the heads of the various company departments to ensure that the internal organizational documentation that is necessary for the Model to function is prepared and contains clear and updated instructions;
- viii. Undertake actions deemed appropriate, in the instance that the VB are notified of violations to the Global Anti-Bribery Policy or of the GCP that include conduct relevant to the purposes of 231.

The Vigilance Body, in order to comprehensively carry out its duties:

- acts without its actions being influenced by another company body or structure, except for the obligation held by the Board of Directors or the Sole Director to supervise the appropriateness of its interventions, with the ultimate responsibility for the functioning and efficiency of the Model remaining with it;

- has unhindered access to all Company departments, without the need for prior notice or any prior consent, in order to obtain all the information and data required to carry out the duties provided for by the Decree;
- may benefit from the collaboration of all departments and structures within the Company when conducting the duties assigned to them, or external consultants, availing themselves of their respective skills and expertise, as well as the staff of the Parent Group also;
- has the adequate financial resources defined by the Board of Directors or the Sole Director within annual budgeting that is suitable for supporting the expenditure decisions required to carry out its duties (specialist advice, missions and travel, updating, etc.);
- can adopt a regulation for its activities (e.g. determining the intervals for meetings and controls and defining reporting flows, etc.).

In order to guarantee the continued action of the VB, the PMO of the Parent Group acts as the Technical Secretary of the Tamini VB.

4.4. OBLIGATIONS OF INFORMATION TOWARD THE VB.

4.4.1 OBLIGATORY GENERAL INFORMATION AND SPECIFIC INFORMATION

In addition to the documents indicated in the individual Special Sections of the Model, according to the procedures provided for therein, within the company, any other information should be reported to the VB, of any kind and even if provided by third parties and concerning the implementation of the Model in At-Risk Areas.

On the one hand, this obligation was implemented by TAMINI by the establishment of the regular reporting flows submitted by each Head – via the Technical Secretary – to the VB so that it has timely and useful information available in order to be constantly able to perform its monitoring role.

These reporting flows can be classified as follows:

- Violations of the Model;
- Model implementation and updating;
- Verification of the effectiveness of the Model;
- Information on training and raising awareness activities

Furthermore, TERNA has completed the establishment of a flow that, every six months, will be submitted to the VB by the Head of the individual Departments.

Without prejudice to the peculiarities of each department, the flows must contain information regarding:

- knowledge of criminal proceedings registered for one of the crimes provided by Legislative Decree 231/01;
- the completion of checks and/or inspections carried out by the Public Vigilance Authority and/or the Police Force;
- conduct that does not comply with the company's conduct rules;
- flaws or malfunctions with the internal control system.

These reporting flows may also be formalized by filling a specific form that TAMINI will draw up in accordance with requirements.

On the other hand, the Vigilance Body must be promptly informed via email at OdV_Tamini@terna.it or via post to Organismo di Vigilanza TAMINI c/o TERNA S.p.A: viale Egidio Galbani, 70 00156 Rome, concerning actions, behavior or events that may violate the Model or that, more generally, are relevant pursuant to Legislative Decree 231/2001.

Obligations of information on any conduct that goes against the regulations contained within the Model fall within the wider duty of care and loyalty on the behalf of the employee, as established in the Italian Civil Code.

The persons who report the aforementioned circumstances in good faith are guaranteed against any form of retaliation, discrimination or criminalization, also ensuring the confidentiality of the identity of the person originating the report, with the exception for the obligations provided for by the law and the protection of the rights of the Company or of the persons erroneously and/or accused bad faith.

The proper fulfillment of the obligation of information on the behalf of the employee cannot lead to the application of disciplinary penalties.

The Vigilance Body evaluates, at its own discretion, and under its own responsibility, the reports received and the cases in which action is required.

In this regard, the following general provisions shall apply:

- the obligatory nature of collecting any reports concerning the commission, or the reasonable danger thereof, of a crime, or - in any case - general conduct that does not comply with the conduct rules adopted within the implementation of the reference principles contained within this document;

- any employee that wishes to report a violation (or presumed violation) of the Model should contact their direct superior.

- If the grievance should remain unresolved, or if the employee feels uncomfortable contacting his/her direct superior to report the violation, the latter can contact the Vigilance Body directly through the above-described channels.

- The Vigilance Body evaluates the reports received;

- any subsequent provisions are applied in compliance with that which is laid down in Chapter 5 (Disciplinary System) that follows.

In addition to the reports concerning the general violations described above, company departments operating in At-Risk Areas must submit to the VB the following information concerning:

- a) the results of control activities carried out to implement the models (summary reports of activities carried out, monitoring activities, final indexes, etc.);

- b) anomalous or atypical situations ascertained within the information available (a fact that is not relevant, if considered individually, yet could be evaluated differently if repeated or if the area it occurred in were to extend).

Lastly, additional information flows that should be submitted to the VB are provided in the internal procedures, which indicate the subject of

the flow, the individual responsible for preparing it and the time frame in which the competent VB must be informed.

4.5. THE VB'S DUTY OF INFORMATION TOWARDS CORPORATE BODIES

The Vigilance Body reports on the implementation of the Model and the emergence of any criticalities.

It is provided with two lines of reporting:

- the first one, on a permanent basis, directly to the CEO;
- the second, on a semi-annual basis, to the Board of Directors or the Sole Director and the audit body.

In regards to the second line of reporting, the Vigilance Body shall prepare a written report concerning the activities undertaken.

4.6. COLLECTING AND STORING INFORMATION

The information, notifications, reports and memoranda provided for in the Model are stored by the Vigilance Body in a specific archive (computer or hard copy).

5. DISCIPLINARY SYSTEM

5.1. THE DISCIPLINARY SYSTEM'S FUNCTION

Legislative Decree 231/2001 indicates the introduction of a disciplinary system suitable for punishing non-compliance with the provisions indicated in the Model in order to effectively implement the organizational, management and control model.

Therefore, the definition of an appropriate disciplinary system is an essential requirement for the value of the organizational, management and control model concerning the administrative responsibility of corporations.

The penalties provided for by the disciplinary system will be applied to every violation of the regulations contained in the Model, regardless of whether a crime has been committed or any criminal proceeding or outcome undertaken by the judicial authority.

The identification and application of the penalties must consider the principles of proportionality and appropriateness concerning the alleged violation. In this regard, the following circumstances are relevant:

- i. the type of alleged offense;
- ii. the real circumstances in which the offense took place;
- iii. the way in which the offense was committed;
- iv. the seriousness of the conduct, also in consideration of the subjective attitude of the agent;
- v. the commission of several violations within the same conduct;
- vi. the possible inclusion of several persons in committing the violation;
- vii. any repeated violation by the agent.

5.2. MEASURES AGAINST SUBORDINATES

Compliance with the provisions and rules of conduct provided for by the Model constitutes the fulfillment by Employees of the obligations pursuant to Article 2104, paragraph 2 of the Italian Criminal Code. These obligations contained within the same Model represent a substantial and integral part.

Breaches of individual conduct rules and regulations under the Model by employees always constitutes a disciplinary offense.

The measures indicated in the Model, the non-compliance with which the model intends to sanctions, are communicated through internal circulars to all employees, posted in places that are accessible to all and are binding for all employees within the Company.

The disciplinary measures shall be imposed on Employees in compliance with that which is provided for by Article 7 of law 20 May

1970, no. 300 ("Workers Statute") and any special regulations which apply.

It should be noted that employees that do not hold managerial positions are subject to the National Collective Labor Contract related to their industry.

Upon receiving a report of a violation of the Model, the assessment procedure for such failures is undertaken in compliance with the applicable National Collective Labor Contract of the employee involved in the procedure. Therefore:

- any report concerning a violation of the Model leads to the assessment procedure;
- if, following on from the procedure, the violation of the Model is confirmed, the disciplinary penalty provided for by the applicable National Collective Labor Contract is imposed;
- the imposed penalty will be proportional to the seriousness of the violation.

More specifically, if the violation is confirmed, and at the request of the Vigilance Body, after consultation with the line manager of the person who engaged in the violation, the Manager of the Administration and Personnel Department will identify - analyzing the employee's reasons - the disciplinary penalty to be applied on the basis of the applicable National Collective Labor Contract.

After the disciplinary penalty has been applied, the Manager of the Administration and Personnel Department will notify the Vigilance Board of the fact that it has been imposed.

The Vigilance Body and the Manager of the Administration and Personnel Department are responsible for monitoring the application of the disciplinary penalties.

All the legal and contractual requirements concerning the application of the disciplinary penalty, as well as the procedures, regulations and guarantees laid down, must be complied with.

5.3. VIOLATIONS OF THE MODEL AND RELATED PENALTIES

In conformity with what is laid down in the relevant legislation and in accordance with the principles of typicality of the violations and the typicality of the penalties, TAMINI intends to make its employees aware of the conduct rules and regulations contained within the Model, whose violation constitutes a disciplinary offense, as well as the applicable penalties, which consider the seriousness of the breaches.

Without prejudice to the obligations of the Company in regards to the Workers Statute, the penalties imposed as a result of conduct which violates the Model, as follows:

- (1) Incurring a "*verbal warning*", whereby the worker that violates one of the internal procedures covered by the Model (for example, who does not observe the procedures therein, fails to communicate required information to the Vigilance Body, fails to carry out controls, etc.), or adopts conduct that does not comply with the regulations in the same Model when carrying out his/her duties in At-Risk Areas.

Such conduct constitutes a failure to comply with the regulations put in place by the Company;

- (2) Receiving a "*written warning*", whereby the worker repeatedly violates the procedures provided for in the Model or adopts conduct that does not comply with the regulations of the Model when carrying out his/her activity in At-Risk Areas.

Such conduct constitutes a repeated failure to comply with the regulations put in place by the Company;

- (3) Incurring a "*fine of no more than three hours' pay*", whereby the worker that violates the internal procedures provided by the Model or adopts conduct that does not comply with the regulations of the Model when carrying out his/her activity in At-Risk Areas exposes the integrity of company assets to objective danger.

Such conduct, brought about by failure to comply with the regulations put in place by the Company, create a dangerous situation for the integrity of Company goods and/or constitute actions against the interests of the same;

- (4) Incurring the "*suspension from work and pay for a period of no more than 3 working days*", whereby the worker that violates the internal procedures provided by the Model or adopts conduct that does not comply with the regulations of the Model when carrying out his/her activity in At-Risk Areas, causes damage to the Company by carrying out actions that are contrary to its interests, or where the worker has repeated the violations for the third time in the calendar year pursuant to points 1, 2 and 3.

Such conduct, brought about by failure to comply with the regulations put in place by the Company, that cause damage to Company goods and/or constitute actions against the interests of the same;

- (5) Incurs "*dismissal without prior notice, yet with deferred compensation benefits*", the worker that violates the internal procedures provided by the Model or adopts conduct that does not comply with the regulations of the Model when carrying out his/her activity in At-Risk Areas and with conduct unambiguously directed

at committing a crime or offense, causing significant damage or a situation of great prejudice through such behavior, or the worker that violates internal procedures provided for by the Model, adopts, when carrying out his/her activities in At-Risk Areas, conduct that is clearly in violation of the Model's regulations, which entails the real application by the Company of the measures included within the Decree, recognizing in said conduct "acts that make the Company lose its trust in the employee", or that cause serious damage to the Company.

This is without prejudice to TAMINI's right to request the damages from the employee which derive from the Model violation. Any request for damages will be commensurate with:

- i. the level of responsibility and independence held by the employee who carried out the disciplinary offense;
- ii. any previous disciplinary actions for the same employee;
- iii. the extent to which the conduct was intentional;
- iv. the seriousness of the effects caused by the same, meaning the level of risk to which the Company reasonably believes to have been exposed - pursuant to the effects of Legislative Decree 231/2001 - by the violation.

5.4. MEASURES AGAINST MANAGERS

In case of violation of the Model by managers (if appointed), ascertained pursuant to the previous paragraph, the Company adopts, against those responsible, measures that are considered most suitable in compliance with the provisions of the applicable National Collective Labor Contract.

If the violation of the Model undermines the relationship of trust, the penalty shall be dismissal for just cause.

5.5. MEASURES AGAINST MEMBERS OF THE BOARD OF DIRECTORS OR THE SOLE DIRECTOR

In the case of violation of conduct rules and regulations contained within the Model by the Board of Directors or the Sole Director, the Vigilance Body shall inform the audit body and the entire Board of Directors, if one exists, in a timely manner.

The recipients of the Vigilance Body's report shall make - in accordance with that which is laid down by the Statute - the appropriate provisions in order to adopt the most suitable measures as required by law, including the revocation of any powers invested in a member or members of the Board of Directors responsible for the violation.

5.6. MEASURES AGAINST AUDITORS

Upon receiving a report concerning the violation of the conduct rules and regulations within the Model by one or more auditors, the Vigilance Body shall inform the entire audit body - if one exists - and the Board of Directors or Sole Director in a timely manner.

The recipients of the Vigilance Body's report shall make - in accordance with that which is laid down by the Statute - the appropriate provisions including, by way of example, calling a shareholder meeting in order to adopt the most suitable measures as required by law.

5.7. MEASURES AGAINST VB MEMBERS

In the cases that qualify for just cause for dismissal pursuant to paragraph 4.2, the other members of the VB will immediately inform the audit body and the Board of Directors or the Sole Director of the Company: following the assessment of the infringement and having granted suitable defense tools, this body will proceed in accordance with the provisions of paragraph 4.2.

5.8. MEASURES AGAINST CONTRACTORS

Conduct by Contractors that may imply the application of penalties as established by the Decree or that contrasts with the conduct guidelines stated in this Model which apply to said Contractors, might result - according to the provisions included in the specific contract clauses or in assignment letters or partnership agreements - in a notice to comply or contract cancellation.

The possibility exists to apply for damages if such conduct causes concrete damages to the Company, as in the event of the judge applying the measures provided for by the Decree.

6. TRAINING AND COMMUNICATIONS PLAN

6.1. FOREWORD

TAMINI, in order to effectively implement the Model, intends to ensure the proper dissemination of its contents and rules, both within and outside of its organization.

In particular, TAMINI aims to extend the communication of the Model's contents and rules to all Company Representatives.

Communication and training activities will be diversified depending on the recipient, yet - in any case - must be characterized by the principles of completeness, clarity, accessibility and continuity, in order to allow the various recipients to fully understand the company regulations that they are bound to comply with and the ethical standards that should guide their behavior.

The communication and training of the rules contained within the Model are also guaranteed through initiatives organized at a Group level, as set out and planned by the Vigilance Body, identifying the best ways to make use of such services (e.g.: training courses, information programs, the dissemination of informative material).

6.2. EMPLOYEES

All employees must:

- (i). gain awareness concerning the rules and content contained within the Model;
- (ii). be aware of the operational procedures that they must put in place when carrying out their activity;
- (iii). actively contribute, in relation to their role and responsibilities, to the effective implementation of the Model, reporting any failures encountered in it;
- (iv). participate in training courses, which are differentiated depending on the various At-Risk Areas.

In order to guarantee effective and rational communication, the Company intends to promote and facilitate awareness concerning the content and rules of the Model for employees, with different levels of knowledge depending on the position and role that said employees hold.

The updated version of the Model is published on the Parent Company's website.

TAMINI provides hard copies of the full version of the Model for members of corporate bodies, management personnel and those with representational functions.

New managers and new members of corporate bodies will be given a hard copy of the full version of the Model when they accept the conferred office and will be required to sign a declaration of compliance for the Model.

Suitable communication tools will be adopted to update employees concerning any changes to the Model, as well as any relevant procedural, regulatory or organizational changes.

The Vigilance Body reserves the right to promote any training activity that it believes suitable for proper information and awareness within the company of the issues and rules contained within the Model.

6.3. OTHER RECIPIENTS

Contractors shall be informed of the adoption of the Model and of the Code of Ethics by TAMINI.

On the basis of this organizational Model, specific informative reports on policies and procedures adopted by TAMINI may also be provided to the Contractors, including provisions concerning them, as well as the texts of contract clauses usually employed in this context for their possible inclusion in subcontractor contracts.

7. UPDATING AND ADJUSTMENT CRITERIA FOR THE MODEL

7.1. CONTROLS ON THE MODEL

The Vigilance Body shall prepare a monitoring program, every year, which it will use to plan, overall, its activities, including: a calendar of the activities to be carried out over the year, the determination of when controls will be conducted, the identification criteria and analysis procedures and the possibility of carrying out unscheduled controls.

In carrying out its activities, the Vigilance Body can make recourse to the support of internal company structures and departments with the specific competences in company sectors that are, from time to time, subjected to controls, with reference to the execution of the technical operations required for carrying out controls, of Contractors, as well as the structures of the Parent Company and/or Group.

In this instance, the Contractors must always report the results of their work to the Vigilance Body.

The Vigilance Body possesses the broadest powers in order to effectively carry out the duties assigned to it when conducting controls and inspections.

7.2. UPDATING AND ADJUSTING

Since this Model is a "document passed by a resolution of the Board of Directors" (in compliance with the provisions of Article 6, paragraph I, point a of the Decree), any subsequent amendments or additions – if of noteworthy importance - are the responsibility of the CEO, by virtue of the power assigned to him by TAMINI's Board of Directors.

Furthermore, the CEO has the right to make any amendments or additions which may become necessary or appropriate due to changes in the organization or regulations. Said possibility is considered justified by virtue of the need to guarantee a constant and timely adjustment of the Model to the regulatory, operational and/or organizational changes which occur within the Company.

Every aforementioned amendment shall be annually reported to the Board of Directors.

Proposed changes and additions to the Model can also be submitted by TAMINI's VB to the Board of Directors or to the Sole Director or the CEO (regarding changes that fall under his/her responsibility).

To this end, the CEO may make observations and suggestions concerning the organization and the control system, to the pertinent company

structures or, in particularly important cases, to the Board of Directors or the Sole Director.

ATTACHMENT A

1. "PREDICATE CRIMES" FOR THE ADMINISTRATIVE RESPONSIBILITY OF CORPORATIONS AS ESTABLISHED BY THE DECREE

Crimes and offenses for the which the Decree establishes the possibility of a responsibility on the part of the Corporation, are the following:

1) crimes as per Articles 24 and 25 of the Decree (**Crimes against the Public Administration**), namely:

Article 317 of the Italian Criminal Code - Graft

Article 318 of the Italian Criminal Code – Corruption for official acts

Article 319 of the Italian Criminal Code – Corruption in acts against official duties (aggravated pursuant to Article 319-*bis* of the Italian Criminal Code)

Article 319-*ter*, paragraph 1 of the Italian Criminal Code – Corruption in judicial acts

Article 319-*quater* of the Italian Criminal Code Undue incitement to give or promise benefits

Article 320 of the Italian Criminal Code – Corruption of a person in charge of a public service

Article 321 of the Italian Criminal Code - Penalties for the corrupter

Article 322 of the Italian Criminal Code - Incitement to corruption

Article 322-*bis* of the Italian Criminal Code – Peculation, graft, induction to give or promise profit, corruption and incitement to corruption of members of the members of European Communities' bodies and of the officials of the European Communities and of foreign States.

Article 640, paragraph 2, no. 1 of the Italian Criminal Code Fraud against the State or other public bodies

Article 640-*bis* of the Italian Criminal Code Aggravated fraud to obtain public funds

Article 316-*bis* of the Italian Criminal Code - Embezzlement against the State

Article 316-*ter* of the Italian Criminal Code Misappropriation of public funds

Article 640-*ter* of the Italian Criminal Code - Computer fraud

2) The crimes included in Article 24-*bis* of the Decree (computer **crimes and illegal data processing**), namely:

Article 491-*bis* of the Italian Criminal Code - Electronic documents

Article 615-*ter* of the Italian Criminal Code Unauthorized access to a computer or telecommunication system

Article 615-*quater* of the Italian Criminal Code - Unauthorized possession and distribution of computer or telecommunication systems' access codes

Article 615-*quinqües* of the Italian Criminal Code - Distribution of computer equipment, devices or computer programs for the purpose of damaging or interrupting a computer or a telecommunication system's operation

Article 617-*quater* of the Italian Criminal Code - Wiretapping, blocking or illegally interrupting computer or information technology communications

Article 617-*quinqües* of the Italian Criminal Code - Installation of devices aimed at wiretapping, blocking or interrupting computer or information technologies communications

Article 635-*bis* of the Italian Criminal Code - Damaging computer information, data and programs

Article 635-*ter* of the Italian Criminal Code - Damaging computer information, data and programs used by the Government or any other public body or of public service

Article 635-*quater* of the Italian Criminal Code - Damaging computer or telecommunication systems of public service

Article 635-*quinqües* of the Italian Criminal Code - Damaging computer or telecommunication systems of public service

Article 640-*quinqües* of the Italian Criminal Code - Computer crime by the certifier of a digital signature

3) Crimes as per Article 24-*ter* of the Decree (**Organized Crime Offenses**) (these types of crimes were introduced by Law no. 94 dated 15 July 2009), namely:

Article 416 of the Italian Criminal Code – Criminal conspiracy

Article 416-*bis* of the Italian Criminal Code - Mafia conspiracy, including foreign mafia conspiracy

Article 416-*ter* of the Italian Criminal Code - Mafia related political election exchange

Article 630 of the Italian Criminal Code - Kidnapping for purposes of robbery or extortion

Article 74 of Presidential Decree no. 309 dated 09 October 1990 - Criminal conspiracy for illegal trafficking of narcotics and psychotropic substances

Article 407, paragraph 2, point a) no.5 of the Italian Criminal Code - Maximum duration of preliminary investigations

4) Crimes as per Article 25-*bis*.1 (introduced by Law no. 99 dated 23 July 2009) (**crimes against industry and commerce**), namely:

Article 513 of the Italian Criminal Code - Unfair interference in industrial or commercial activities

Article 513-*bis* of the Italian Criminal Code - Unfair competition with use of threats or violence

Article 514 of the Italian Criminal Code - Fraud against national industries

Article 515 of the Italian Criminal Code - Fraudulent commercial activities

Article 516 of the Italian Criminal Code - Sale of non-genuine foodstuff as genuine

Article 517 of the Italian Criminal Code - Sale of industrial products displaying untrue signs

Article 517-*ter* of the Italian Criminal Code - Manufacturing and commercialization of goods using intellectual property rights belonging to others

Article 517-*quater* of the Italian Criminal Code - Counterfeiting of the geographical indications or designation of origin of agricultural foodstuff

5) Crimes as per Article 25-*ter* (introduced by Legislative Decree no. 61 dated 11 April 2002) (**Corporate Crimes**), namely:

Article 2621 of the Italian Civil Code - False statements in company notices

Article 2621-*bis* of the Italian Civil Code - Minor events

Article 2622 of the Italian Civil Code - False statements in notices of listed companies

Article 2625 of the Italian Civil Code - Obstruction to supervision

Article 2626 of the Italian Civil Code - Undue return of contributions

Article 2627 of the Italian Civil Code - Illegal distribution of profits and reserves

Article 2628 of the Italian Civil Code - Unlawful transactions concerning the company's or its parent company's shares or quotas

Article 2629 of the Italian Civil Code - Transactions to the detriment of creditors

Article 2629-*bis* of the Italian Civil Code - Non-disclosure of any conflict of interests

Article 2632 of the Italian Civil Code - Fictitious formation of corporate capital

Article 2633 of the Italian Civil Code - Undue distribution of corporate assets by liquidators

Article 2635 of the Italian Civil Code - Corruption between individuals

Article 2635-*bis* of the Italian Civil Code - Inducement to corruption between individuals

Article 2636 of the Italian Civil Code - Illicit influence on the general meeting

Article 2637 of the Italian Civil Code - Agiotage

Article 2638 of the Italian Civil Code - Obstruction to the exercise of public supervisory authorities' functions

- 6) Crimes as per Article 25-*quater* (introduced by Law no. 7 dated 14 January 2003), with which the responsibility of Corporations also exists when committing **crimes connected with terrorism or the subversion of democracy**, as established by the Italian Criminal Code and by special laws, namely:

Article 270 of the Italian Criminal Code - Subversive associations

Article 270-*bis* of the Italian Criminal Code - Associations with terrorist or subversive purposes, also of an international nature, against the democratic order

Article 270-*ter* of the Italian Criminal Code - Crime involved in assisting the associates

Article 270-*quater* of the Italian Criminal Code - Recruitment with the aim of terrorism, also of an international nature

Article 270-*quater* 1 of the Italian Criminal Code - Organization of transfers with the aim of terrorism

Article 270-*quinquies* of the Italian Criminal Code - Training and activity aimed at terrorism, also of an international nature

Article 270-*sexies* of the Italian Criminal Code - Conduct with terrorist purposes

Article 280 of the Italian Criminal Code - Act of terrorism or subversion

Article 280-*bis* of the Italian Criminal Code Terrorist act with lethal or explosive devices

Article 289-*bis* of the Italian Criminal Code - Unlawful restraint for terrorist or subversive purposes

Article 302 of the Italian Criminal Code - Incitement to commit one of the crimes against the figure of the State

Articles 304 and 305 of the Italian Criminal Code - Political conspiracy by means of an agreement or of an association

Articles 306 and 307 of the Italian Criminal Code - Armed band: establishment and participation and assistance to the participants in conspiracy

Crimes connected to terrorism as established by special laws: they consist in the part of the Italian legislation issued during the 1970s and 1980s aimed at fighting terrorism

Crimes different from those included in the criminal code and in the special laws, established for violations to Article 2 of the New York Convention dated 08 December 1999

- 7) Crimes as per Article 25-*quinquies* (introduced by Law no. 228 dated 11 August 2003) with which the administrative responsibility of Corporations also includes committing the **crimes against individuals**, namely:

Article 600 of the Italian Criminal Code - Reducing to slavery or enslaving

Article 600-*bis* of the Italian Criminal Code - Juvenile Prostitution

Article 600-*ter* of the Italian Criminal Code - Juvenile Pornography

Article 600-*quater* of the Italian Criminal Code - Possession of pornographic material

Article 600-*quater* 1 of the Italian Criminal Code - Virtual Pornography

Article 600-*quinquies* of the Italian Criminal Code - Tourist projects aimed at the exploitation of juvenile prostitution

Article 601 of the Italian Criminal Code - Trafficking in human beings

Article 602 of the Italian Criminal Code - Purchase and disposal of slaves

Article 603-*bis* of the Italian Criminal Code - Illegal intermediation and exploitation of labor (so-called illegal recruitment)

Article 609-*undecies* of the Italian Criminal Code - Child grooming

- 8) The crimes included in Article 25-*sexies* and Article 187 *quinquies* of the Decree's "Consolidated Finance Act" (TUF) **so-called administrative crimes of market manipulation**, namely:

Article 184, TUF - Misuse of insider information

Article 185, TUF - Market manipulation

Article 187-*bis*, TUF - Administrative crime of insider trading

Article 187-*ter*, TUF - Administrative crime of market manipulation

- 9) Crimes as per Article 25-*septies* with which the responsibility of Corporations was

extended to the **crimes involving manslaughter and serious or very serious injuries, committed by infringing the accident prevention regulations and the standards for the prevention of occupational safety**, namely:

Article 589 of the Italian Criminal Code - Involuntary manslaughter

Article 590-ter, paragraph 3 of the Italian Criminal Code - Involuntary personal injuries

- 10) The crimes included in Article 25-octies which extends the crimes included in the Decree to the **crimes involving the handling of stolen goods, money laundering and the employment of money, assets or benefits of illegal origin**, namely:

Article 648 of the Italian Criminal Code - Handling of stolen goods

Article 648-bis of the Italian Criminal Code - Money laundering

Article 648-ter of the Italian Criminal Code - Use of money, assets or benefits of illegal origin

Article 648-ter of the Italian Criminal Code - Self-laundering

- 11) Crimes as per Article 25-nonies of the Decree (introduced by Law no. 99, dated 23 July 2009, Article 15) (**crimes involving the copyright infringement**), namely:

Article 171, paragraph 1, point a bis and paragraph 3 of the Italian Copyright Law - Copyright protection and other rights connected to its exercise

Article 171-bis of the Italian Copyright Law - Copyright protection and other rights connected to its exercise

Article 171-ter of the Italian Copyright Law - Copyright protection and other rights connected to its exercise

Article 171-septies of the Italian Copyright Law - Copyright protection and other rights connected to its exercise

Article 171-octies of the Italian Copyright Law - Copyright protection and other rights connected to its exercise

- 12) Crimes as per Article 25-decies of the Decree (introduced by Law no. 116, dated 03 August 2009) (**crimes involving incitement not to make statements or to make false statements to the Judicial Authority**), namely:

Article 377-*bis* of the Italian Criminal Code - Incitement not to make statements or to make false statements to the Judicial Authority

13) Crimes as per Article 25-*undecies* of the Decree (introduced by Legislative Decree no. 121, dated 07 July 2011) (**environmental crimes**), namely:

Article 452-*bis* of the Italian Criminal Code – Environmental Pollution;

Article 452-*quater* of the Italian Criminal Code – Environmental disaster;

Article 452-*quinquies* of the Italian Criminal Code – Culpable crimes against the environment;

Article 452-*sexies* of the Italian Criminal Code – Trading and discarding highly radioactive material;

Article 452-*octies* of the Italian Criminal Code – Aggravating circumstances

Article 727-*bis* of the Italian Criminal Code - Killing, destruction, seizure, taking, possession of protected wild fauna and flora species;

Article 733-*bis* of the Italian Criminal Code - Destruction or deterioration of a habitat within a protected site.

Article 137, paragraph 2, 3, and 5 of the Environmental Code – Illegal dumping of industrial waste water containing harmful substances and/or exceeding threshold values established by the law and/or competent authorities;

Article 137, paragraph 11 of the Environmental Code – Infringement of the prohibition to discharge waters on land, in the land and in groundwater;

Article 137, paragraph 13 of the Environmental Code – Illegal dumping in sea waters by vessels or aircrafts of substances or materials for which spill is forbidden;

Article 256, paragraph 1, point a and b of the Environmental Code - Unauthorized waste management;

Article 256, paragraph 3, first and second sentence of the Environmental Code – Management and creation of unauthorized dumps;

Article 256, paragraph 5 of the Env. Cod. - Mixing of Hazardous Waste Article 256, paragraph 6, point 1, Env. Cod. - Temporary storage of hazardous healthcare waste;

Article 257, paragraph 1 and 2 of the Environmental Code – Failure to provide draining of polluted sites and failure to file notices of site contamination;

Article 258, paragraph 4 of the Environmental Code – Untrue drafting of waste analysis certificates;

Article 259, paragraph 1 of the Environmental Code - Illegal waste trading;

Article 260, paragraph 1 and 2 of the Environmental Code - Organized activities for the illegal trading of waste;

Art. 260-*bis*, par. 6 Env. Code - False information in the waste traceability electronic system; Art. 260-*bis*, par. 7, second and third sentences Env. Code – Waste transportation without appropriate SISTRI documentation;

Article 260-*bis*, par. 8 Env. Code – Waste transportations with false or altered SISTRI documentation.

Article 279, paragraph 5 Environmental Code - Violation of limit values of emissions and of provisions established by current legislation or by competent authorities.

Articles 1, paragraph 1 and 2; Article 2, paragraph 1 and 2; Article 6, paragraph 4 and Article 3-*bis*, paragraph 1 of Law 150/1992 – Crimes connected to the international trade of endangered animal and vegetable species, as well as crimes connected to the violation of legislation for trading and holding alive specimens of mammals or reptiles which may be dangerous for public health and safety;

Article 3, paragraph 6 of Law no. 549 dated December 28, 1993 on “Measures for the protection of the ozone layer and the environment” – Violation of the provisions for the production, consumption, import, export, holding for sale and marketing of harmful substances;

Article 8, paragraph 1 and 2; Article 9, paragraph 1 and 2 of Legislative Decree 202/2007 - Pollution by fraud and pollution by negligence on the part of vessels.

- 14) crimes as per Article 25-*duodecies* of the Decree (introduced by Legislative Decree no. 109, dated July 16, 2012) which provides for the extension of administrative responsibility to Corporations if the minimum standards related to the **employment of third-country nationals with illegal residence** are exceeded (as provided by Law no. 161 of 2017) or if **migrant smuggling** activities are carried out, as established by Legislative Decree no. 286, July 25, 1998 (so-called Consolidated Law on Immigration), or:

Article 22, paragraph 12 and 12 *bis*, Italian Legislative Decree 286/1998 - Subordinate employment under temporary and permanent contracts.

Article 12, paragraph 3, 3-*bis*, 3-*ter* and 5 of Legislative Decree no. 286 dated 25 July 1998 – Provisions against illegal immigration.

- 15) The crimes included in Article 10 of Law no. 146/06, that extends the Corporations’ administrative responsibility to certain crimes, indicated hereinafter, when they are committed at a “**transnational** level”, namely:

Article 416 of the Italian Criminal Code - Criminal conspiracy

Article 416-*bis* of the Italian Criminal Code - Mafia conspiracy

Article 377-*bis* of the Italian Criminal Code - Incitement not to make statements or to make false statements to the Judicial Authority

Article 378 of the Italian Criminal Code - Aiding and abetting of another person

Article 291-*quater* of Presidential Decree no. 43 dated 23 January 1973 - Criminal conspiracy to smuggle processed foreign tobacco Article 74 of Presidential Decree no. 309 dated 09 October 1990 - Criminal conspiracy for illegal trafficking of narcotics and psychotropic substances

Article 12, paragraph 3, 3-*bis*, 3-*ter* and 5 of Legislative Decree no. 286 dated 25 July 1998 – Provisions against illegal immigration.

2. **“CRIMES NOT CONTEMPLATED BY LEGISLATIVE DECREE 231/01 AND INCLUDED IN THE ORGANIZATIONAL MODEL ON A CAUTIONARY BASIS”**

1) **Fiscal crimes** established by Legislative Decree 74/2000:

- Fraudulent statement put in place by the use of invoices or other documents for non-existent operations;
- Fraudulent misrepresentation by other devices;
- Misrepresentation;
- Non declaration;
- Issuance of invoices or other documents for non-existent operations;
- Concealment or destruction of accounting records;
- Non-payment of certified withholding taxes;
- Non-payment of VAT;
- Unlawful compensation;
- Fraudulent avoidance of tax payment.

2) Crimes as per Law 190/2012 containing “provisions for the prevention and suppression of corruption and illegality in public administration”:

- Article 346-*bis* of the Italian Criminal Code – **Trading in illicit influence**

3) Crimes as per Article 256-*bis* of Legislative Decree 152/2006, introduced by Law Decree no. 136, dated 10 December 2013, enacted into Law no. 6 on 06 February 2014:

- Article 256-*bis* of Legislative Decree 152/2006 – **Illegal burning of**

waste

3. "PREDICATE CRIMES" FOR THE ADMINISTRATIVE RESPONSIBILITY OF CORPORATIONS AS ESTABLISHED BY THE DECREE BUT NOT APPLICABLE TO TAMINI TRASFORMATORI

- 1) Crimes as per art. 25-*quater* (introduced in the Decree by art. 8 of Law no. 7 dated January 9, 2006) (so-called crimes involving female genital mutilation practices), namely:

Article 583-*bis* of the Italian Criminal Code Crimes of female genital mutilation practices

- 2) Crimes as per art. 25-*bis* (introduced by Law no. 409 dated November 23, 2001) (so-called Crimes of forgery of coins, banknotes, public credit cards and duty stamps) namely:

Article 453 of the Italian Criminal Code - Forgery of coins or banknotes, putting into circulation and introduction into the State, with conspiracy, of forged coins or banknotes

Article 454 of the Italian Criminal Code - Forgery of coins and banknotes

Article 455 of the Italian Criminal Code - Putting into circulation and introduction into the State, without conspiracy, of forged coins or banknotes

Article 457 of the Italian Criminal Code - Putting into circulation of forged coins or banknotes received in good faith

Article 459 of the Italian Criminal Code - Forgery of revenue stamps, introduction into the State, purchase, possession or putting into circulation of counterfeit revenue stamps

Article 460 of the Italian Criminal Code - Counterfeiting of watermarked paper used to manufacture public credit notes or revenue stamps

Article 461 of the Italian Criminal Code - Manufacturing or possession of watermarks or equipment designed to forge coins or banknotes, revenue stamps or watermarked paper

Article 464, paragraph 1 and 2 of the Italian Criminal Code - Use of counterfeit or altered revenue stamps

Article 473 of the Italian Criminal Code - Counterfeiting or alteration of, or use of counterfeit or altered distinctive signs identifying intellectual works or industrial products

Article 474 of the Italian Criminal Code - Introduction into the State and

trade of products identified with fake signs