



Policy on Conflicts of Interest (COI) and Directorships

It is policy of F.I.S. that all personnel avoid any situation of **conflict**, both actual and apparent, between **personal interests** and those of the **Company**.

Conflict of interest occurs when the **Company interests come after other interests** such as, but not limited to **personal and financial**.

Employees may participate in lawful activities of a financial, commercial, charitable and other activities outside of their position at F.I.S. however **any real, potential or perceived conflict** raised by such activities **shall be immediately reported to Management*** and periodically updated.

Although the **Company encourages participation in charitable activities** by Employees, for **appointment to Boards of Directors or Legal Representative offices in charitable, educational, no-profit and non-commercial organizations** (for example, sports clubs, charities), **preliminary disclosure to the Company is required**, following the criteria described in the Policy, in order to verify that the acceptance of these roles **does not result in possible conflicts** with their current role at F.I.S.

By reporting these situations promptly, F.I.S. wishes to ensure that any potential conflicts can be **transparently** identified and appropriately handled. **Appropriate operational solutions** should be identified by F.I.S. to safeguard, in the specific case, the **transparency and fairness of behavior** in the performance of activities.

You are kindly requested to **promptly report the potential conflict of interest** to your Manager, to the Internal Audit, the Legal and the HR Departments.

Any **disciplinary action** arising from this **policy violation** will be taken in accordance with provisions of the **applicable law** and provisions of the national collective bargaining applied.

For more information refer to the complete PA Policy 1006 available in the "Policies and Procedures" section of the intranet.



Below some examples of situations representing potential conflicts of interest to be reported immediately to the Management:

- **Actions or relationships that could create an actual or apparent conflict** with F.I.S.'s job responsibilities or interests
- **Working activities outside the Company** (e.g., at a customer, a supplier, a distributor, a direct or indirect competitor of F.I.S.)
- **Promotion of personal financial interests**, for example:
 - by owning a substantial share of a supplier of F.I.S. or under the control of such supplier – when you can influence the business of F.I.S. with it
 - receiving compensation, fees, discounts or otherwise from a competitor or customer of F.I.S.
- **Purchase/sale of goods or services from counterparties** who have or will have relationships with F.I.S., where potential preferential treatment (e.g., discounts) can be inferred
- **Using information acquired during the commercial activities** carried out on behalf of F.I.S. for personal benefit or the benefit of third parties
- **Using Company personnel, facilities, equipment or assets for personal purposes** in conflict with the corporate policies and procedures
- **Appointing in the municipal council** where F.I.S. has its own production premises/offices, to influence/facilitate the release of any authorizations to the Company
- **External tasks** (e.g., activities carried out in a Board of Directors or in a Scientific Advisory Board of a competitor)
- **Holding directorships or equivalent offices in a for-profit organizations** not part of the F.I.S. group or that are, directly or indirectly, subsidiaries, parent companies, affiliated companies, or controlled by F.I.S. in the same manner

It should be remarked that **personal relationships in the workplace** (e.g. Hiring or managing/supervising a person with whom a close-knit relationship exists) represents a potential conflict of interest; to properly manage these situations please refer to the Implementation Method described in the Policy.

*The term "Management" means the Head of the organization in which the Employee works and the Departments that must issue authorization (Legal Department, Internal Audit, etc.).

This is an English courtesy translation of the original documentation prepared in Italian language. Please consider that only the original version in Italian language has legal value.