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# Zero Tolerance Plan against Corruption

Second issue.

Approved by the Company's Board of Directors at the meeting of  
17/12/2025

## Summary

1.	DOCUMENT PURPOSE .....	3
2.	DOCUMENT VERSION .....	3
3.	APPROVAL WORKFLOW .....	3
4.	GENERAL PRINCIPLES.....	3
4.1.	THE REQUIREMENTS OF THE ZERO TOLERANCE PLAN AGAINST CORRUPTION .....	3
5.	GENERAL PRINCIPLES.....	4
5.1.	ZTC PLAN. THE COMMITMENTS .....	4
5.1.1.	BRIBES .....	4
5.1.2.	CONTRIBUTIONS TO POLITICAL PARTIES.....	4
5.1.3.	CONTRIBUTIONS TO CHARITABLE ORGANIZATIONS AND SPONSORSHIPS .....	4
5.1.4.	FACILITIES.....	5
5.1.5.	GIFTS, COMPLIMENTARY ITEMS AND BENEFITS .....	5
5.1.6.	CONFLICT OF INTEREST .....	5
5.2.	IMPLEMENTATION OF THE ZTC PLAN.....	5
5.2.1.	ORGANIZATION AND ACCOUNTABILITY .....	5
5.2.2.	RELATIONS WITH THIRD PARTIES.....	5
5.2.3.	HUMAN RESOURCES .....	6
5.2.4.	TRAINING .....	6
5.2.5.	REPORTS.....	7
5.2.6.	COMMUNICATION .....	7
5.2.7.	CONTROL ACTIVITIES.....	7
5.2.8.	REVIEW OF THE ZERO TOLERANCE TO CORRUPTION PLAN .....	7
6.	POSITIONING WITH RESPECT TO THE PROCESS MAP .....	8
7.	REFERENCES.....	8
8.	DEFINITIONS AND ACRONYMS .....	8

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## 1. DOCUMENT PURPOSE

This document defines the guidelines/principles with regards to the Zero tolerance plan adopted by Gridspertise S.r.l. and by the subsidiary company (later Gridspertise) against corruption.

This document is applied in Gridspertise.

## 2. DOCUMENT VERSION

Version of the Document	Change description
no. 1 of 14/03/2023	First issue. This version cancels and replaces previous Policies or documents applicable and/or adopted by Gridspertise regarding compliance with the Zero Tolerance Plan against corruption.
no. 2 of 17/12/2025	This policy has been updated in order to integrate and expand its coverage in terms of the commitment of the company and its employees to respect zero tolerance for corruption. This version cancels and replaces previous policies or documents applicable to and/or adopted by Gridspertise with regard to respect for Zero Tolerance Plan.

## 3. APPROVAL WORKFLOW

Prepared by:

- Legal and Corporate Affairs and Audit

Approved by:

- Head of Governance and Services
- Head of Strategy and Corporate Affairs

## 4. GENERAL PRINCIPLES

### 4.1. THE REQUIREMENTS OF THE ZERO TOLERANCE PLAN AGAINST CORRUPTION

Gridspertise is committed to complying with its own Code of Ethics and is inspired by the principles of the Global Compact<sup>1</sup>.

For this reason, it asks its staff for honesty, transparency and precision in the performance of work activities. The same commitments are required of all other stakeholders, i.e. individuals, groups and institutions that contribute to the achievement of its mission or that are involved in the activities for its pursuit.

In compliance with the tenth principle of the Global Compact, according to which “companies are committed to fighting corruption in all its forms, including extortion and bribery”, Gridspertise intends to pursue its commitment to fight corruption, inspired by the principles of the PACI<sup>2</sup> that provides for the application of the transparency criteria recommended by Transparency International. In this sense, Gridspertise also endorsed the

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<sup>1</sup> Action program launched by the United Nations in July 2000, on the direct initiative of the Secretary-General, with the aim of engaging the business community in a new form of cooperation with the United Nations through adherence to ten universal principles in the areas of human rights, labor protection and environmental safeguard ([www.unglobalcompact.org](http://www.unglobalcompact.org); [www.globalcompactitalia.org](http://www.globalcompactitalia.org)).

<sup>2</sup> An initiative sponsored by the World Economic Forum, entitled “Partnering Against Corruption Initiative”, promoted by around 60 international companies operating in the energy, construction and mining sectors (see [www.weforum.org](http://www.weforum.org)).

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**Scope of application: Gridspertise**

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10 principles of the Global Compact in the annual COP<sup>3</sup> at the United Nations. This commitment, which integrates the “231<sup>4</sup> Organizational Model”, is translated into the following general principles:

- Gridspertise rejects corruption in all its direct and indirect forms;
- Gridspertise implements an anti-corruption program called the "Zero Tolerance to Corruption" Plan (ZTC Plan).

## 5. GENERAL PRINCIPLES

### 5.1. ZTC PLAN. THE COMMITMENTS

Based on the analysis of the activities most exposed to the risk of corruption, Gridspertise assumes the following commitments for the conduct of its activities.

#### 5.1.1. BRIBES

Gridspertise prohibits the use of any form of illicit payment, in cash or other benefits, in order to gain an advantage in relations with its stakeholders; advantage also intended as a facilitation, or guarantee of the achievement, of services due in any case.

The prohibition is naturally extended to employees who, by virtue of their role and activities carried out in Gridspertise, intend to accept and/or offer bribes for the benefit of themselves or their family members, associates and acquaintances.

In the event of promises, offers or requests for bribes, Gridspertise employees notify their manager and Internal Audit through the channel dedicated to collecting reports.

#### 5.1.2. CONTRIBUTIONS TO POLITICAL PARTIES

Gridspertise refrains from any direct or indirect pressure on political representatives; it does not finance parties both in Italy and abroad, their representatives or candidates, nor does it sponsor congresses or parties that have an exclusive purpose of political propaganda.

#### 5.1.3. CONTRIBUTIONS TO CHARITABLE ORGANIZATIONS AND SPONSORSHIPS

Gridspertise is committed to supporting associations and non-profit organizations that have the purpose of intervening in the social and non-profit fields, with the aim of ensuring with their intervention a mutual benefit to the parties involved, respecting the role and ethics of each with the aim of social solidarity towards disadvantaged people, with particular reference to the disabled, the sick, children and the elderly.

Gridspertise does not adhere to further requests for contributions in this field, except in exceptional cases foreseen by the Board of Directors or defined by specific procedures on the matter.

Gridspertise supports, through the tools offered by the current legal system (e.g. donations, sponsorship activities or by stipulating specific agreements), initiatives that may concern the core business of the company (e.g. trade fairs) or the topics of scientific and technological dissemination, social issues, the environment, sport, entertainment and art. In particular, sponsorship activities must offer quality assurance, and may respond to specific territorial needs (where Gridspertise S.r.l. intends to support initiatives in territories of industrial interest) in close relationship with the parties active in the territorial areas concerned (for example, institutions, local authorities, third sector bodies) with whom Gridspertise collaborates on the design.

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<sup>3</sup> Communication on Progress to the United Nations Global Compact (UN Global Compact).

<sup>4</sup> Since its establishment, Gridspertise has adopted the “Organizational Model 231”, aimed at preventing offences committed in the interest of the company pursuant to Legislative Decree No. 231/2001, which aligned Italian law with certain international Conventions by introducing an administrative liability regime – in substance of a criminal nature – for companies in relation to the offences covered by the Decree.

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Scope of application: Gridspertise

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In any case, in choosing the proposals to adhere to, Gridspertise pays particular attention to any possible conflict of interest of a personal or corporate nature.

#### 5.1.4. FACILITIES

Gridspertise does not allow you to pay, offer or accept, directly or indirectly, payments and benefits of any entity in order to accelerate services already due from its interlocutors.

In the event of promises, offers or requests for bribes, Gridspertise employees notify their manager and Internal Audit through the channel dedicated to collecting reports.

#### 5.1.5. GIFTS, COMPLIMENTARY ITEMS AND BENEFITS

Gridspertise does not accept any form of gift that can even be interpreted as exceeding normal business or courtesy practices or in any case aimed at acquiring favorable treatment in the conduct of any activity connected to Gridspertise. In particular, any form of gift to Italian and foreign public officials, auditors, directors of Gridspertise and its subsidiaries, statutory auditors or their family members, which could influence their independence of judgment or induce them to secure any advantage, is prohibited.

This rule, which does not allow for exceptions even in those countries where offering valuable gifts to business partners is customary, concerns both gifts promised or offered and those received; it should be noted that a gift is understood to mean any type of benefit (free participation in conferences, promise of a job offer, etc.). In any case, Gridspertise abstains from practices not permitted by law, by commercial practices or by the codes of ethics - if known - of the companies or entities with which it has relations.

Gridspertise's gifts are characterized by their aim to promote the brand image of Gridspertise S.r.l. and its subsidiaries.

The gifts offered – except for those of modest value – must be managed and authorized according to company procedures and must be adequately documented. Gridspertise employees who receive gifts or benefits not envisaged by the permitted cases are required to notify Internal Audit, which assesses their appropriateness.

#### 5.1.6. CONFLICT OF INTEREST

In carrying out any activity, it is necessary to avoid conditions or situations in which the parties involved are, or may even appear to be, in a conflict of interest.

This refers both to the condition or situation, apparent, potential, or actual, in which the secondary interests (economic, financial, familial, or otherwise) of Gridspertise personnel may influence the impartiality of corporate decisions and the discharge of the functions and responsibilities held, and to the case in which representatives of customers, suppliers, or public institutions act, in their dealings with Gridspertise, in conflict with the fiduciary duties associated with their position.

### 5.2. IMPLEMENTATION OF THE ZTC PLAN

Compliance with Gridspertise's anti-corruption commitments requires the involvement of its stakeholders in the implementation activities of the ZTC Plan.

#### 5.2.1. ORGANIZATION AND ACCOUNTABILITY

On the proposal of the CEO, the ZTC Plan is submitted to the approval of the Board of Directors of Gridspertise S.r.l.

#### 5.2.2. RELATIONS WITH THIRD PARTIES

##### 5.2.2.1. Subsidiaries, Associates and Partners

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Scope of application: Gridspertise

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During the acquisition phase or when establishing partnership relations with third-party companies, Gridspertise verifies that the minimum conditions for compliance with the ZTC Plan are in place.

The corporate bodies of the companies controlled by Gridspertise are required to adopt the ZTC Plan through a specific resolution.

For affiliated companies and partners that do not have their own codes of ethics, anti-corruption programs or human rights policies, Gridspertise proposes that they either adhere to his ZTC Plan in conducting their business or, alternatively, draw up similar documents.

Acquisitions, mergers and divestitures/ joint ventures are subject to anti-corruption due diligence proportional to the risk and to contractual clauses (compliance commitments, audit rights, termination/indemnity provisions). The Board of Directors of Gridspertise subsidiaries are invited to adopt the ZTC Plan through a specific resolution.

#### 5.2.2.2. Agents, Consultants And Intermediaries

Any person acting on behalf of Gridspertise is required to sign a declaration of commitment to comply with the ZTC Plan.

The remuneration granted shall be adequately justified in relation to the task to be performed and current market practices.

The archiving of the documentation suitable for guaranteeing the maximum precision, transparency and traceability of the contractual relationship is envisaged.

In the event that behavior of the counterparties in violation of the ZTC Plan is ascertained, within the limits permitted by law, Gridspertise takes appropriate measures, including the termination of the contract.

#### 5.2.2.3. Purchase and Sale Procedures

The purchase and sale procedures are conducted by Gridspertise in a correct and transparent way.

The internal procedures envisage suitable controls to guarantee transparency and fairness in the process of supplier selection, management and execution of the contract.

During the qualification phase of any counterparty, compliance with specific ethical and social obligations is assessed.

In the event that behavior of the counterparties in violation of the ZTC Plan is ascertained, within the limits permitted by law, Gridspertise takes appropriate measures, including the termination of the contract.

#### 5.2.3. HUMAN RESOURCES

The assessment of personnel to be hired is carried out on the basis of the alignment of candidates' profiles with the qualifications required and the company's needs. Within the limits of the information available, Gridspertise takes appropriate measures to avoid any form of nepotism or favoritism during the selection and hiring stages.

During the recruitment phase, the selected candidates are required to sign a declaration of commitment to comply with the provisions of the Code of Ethics and the ZTC Plan.

All internal personnel management documents refer to the indications of the ZTC Plan.

No one is penalized for refusing to pay bribes.

In the event of a violation of the ZTC Plan, Gridspertise applies the sanctions provided for by the company's disciplinary code to employees, including managers, in compliance with collective labor agreements, procedures and regulations applicable in the countries where Gridspertise is present.

#### 5.2.4. TRAINING

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Scope of application: Gridspertise

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Training interventions are carried out for all personnel aimed at ensuring the dissemination and correct understanding of the ZTC Plan;

The principles, commitments and methods of implementation are an integral part of specific in-depth training sessions for professional families:

Materials and experiences are made available to external stakeholders to help them create their own anti-corruption plan.

#### 5.2.5. REPORTS

Gridspertise employees, managers and directors are required to report any violation or suspected violation of the ZTC Plan and, more generally, of the Code of Ethics, to the Gridspertise's Internal Audit, in charge of providing for an analysis of the report, possibly listening to the author and the person responsible for the alleged violation.

Reports can be sent through the channels made available at [www.gridspertise.com](http://www.gridspertise.com).

In the same way, all other stakeholders are invited to send their reports of violation, or suspicion of violation.

In the any case the confidentiality of the whistleblower's identity will be guaranteed, without prejudice to legal obligations and the protection of the rights of the company or of the people involved in the report.

Violations of the ZTC Plan are reported to Internal Audit which, in the most significant cases, following an appropriate analysis, communicates the violations and consequent measures to the Chief Executive Officer or, where appropriate,, to the Board of Directors.

#### 5.2.6. COMMUNICATION

The ZTC Plan is brought to the attention of staff through internal communication tools.

A copy of the ZTC Plan is delivered to all Gridspertise staff.

An information note on the adoption of the ZTC Plan is included in the contracts stipulated by Gridspertise.

The ZTC PLAN is available to all stakeholders on the corporate website [www.gridspertise.com](http://www.gridspertise.com).

#### 5.2.7. CONTROL ACTIVITIES

##### 5.2.7.1. Internal audit system

The commitment to fight corruption is made by all Gridspertise resources.

More specifically, each organizational structure is responsible, for the parts under its responsibility, for setting up adequate control systems useful for the implementation of the ZTC Plan.

##### 5.2.7.2. Audit

The control activity is also carried out through Audit actions with the aim of providing any suggestions aimed at improving the internal control system.

The Board of Directors or the CEO assess the adequacy of the control activities, also verifying the provision of interventions aimed at ensuring supervision of the ZTC Plan.

##### 5.2.7.3. Sustainability report (final AFC verification)

The initiatives carried out for the implementation of the ZTC Plan will be reported in the Sustainability Report, which will report the results obtained by Gridspertise in all areas of relations with stakeholders. The Sustainability Report will be audited externally by an accredited independent company.

#### 5.2.8. REVIEW OF THE ZERO TOLERANCE TO CORRUPTION PLAN

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**Scope of application: Gridspertise**

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The internal committees assess any proposed amendments or additions to the Zero Tolerance to Corruption Plan and submit them to the Board of Directors of Gridspertise for approval.

**6. POSITIONING WITH RESPECT TO THE PROCESS MAP**

- Core Business Process: -
- Macro Process: Legal and Corporate Affairs
- Process: Zero Tolerance Plan against Corruption

**7. REFERENCES**

- Organization and Management Model pursuant to Legislative Decree No. 231/2001 adopted by the Company
- Policy No. 1: "Gridspertise Code of Ethics;
- Policy No. 2: "Respect for Human Rights"

**8. DEFINITIONS AND ACRONYMS**

DEFINITIONS AND ACRONYMS	DESCRIPTION
CEO	The Chief Executive Officer of Gridspertise S.r.l.
Gridspertise	Gridspertise S.r.l. and its subsidiaries
ZTC plan	Zero Tolerance Plan against corruption adopted by Gridspertise