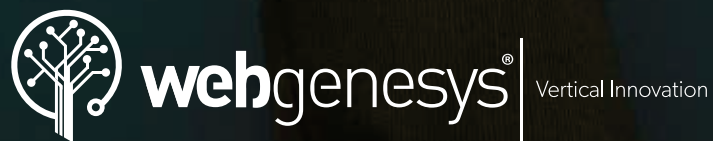


# Corporate Anti-Bribery Policy

In accordance with UNI ISO 37001:2016



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## Corporate Anti-Bribery Policy

The ever-changing nature of the environment in which IT service providers currently operate requires a constant and careful analysis of internal and external factors that increasingly condition the organization's ability to achieve its business objectives.

Therefore, it is becoming increasingly difficult to meet the expectations of increasingly distrustful clients/customers regarding the integrity of successful organizations, who are increasingly demanding and attentive to the Prevention of corruption and the promotion of transparency and the culture of legality, and, at the same time, to meet the needs and expectations of stakeholders (clients/customers, users of the services provided, suppliers, business partners, control bodies, authorities for the Prevention of corruption, etc.).

For this reason, Webgenesys S.p.A., convinced that its commitment to the Prevention of Corruption can influence its contractual relationships, thus ensuring a progressive dissemination of ethical principles and values to an increasingly wider sphere of stakeholders with the aim of providing further guarantees to customers of the services provided, has considered it highly appropriate to implement a Corruption Prevention Management System in compliance with the international standard ISO 37001.

Indeed, the company's management believes that such an implemented management system is the best solution to the need to demonstrate Webgenesys S.p.A.'s commitment to preventing corruption at both national and international levels, and, at the same time, to adequately address the challenges that the market poses to corporate management.

Therefore, Webgenesys S.p.A. formally undertakes to:

- Comply with all the requirements of ISO 37001: This commitment demonstrates Webgenesys S.p.A.'s dedication to adhering to the international standard for anti-bribery management systems.
- Prohibit any form of corruption by adopting a zero-tolerance approach: This statement emphasizes the company's absolute stance against corruption and its willingness to enforce strict measures against any violations.
- Pursue any behavior that does not comply with the Anti-Bribery Policy, applying the company's disciplinary system: This clause outlines the consequences for non-compliance with the Anti-Bribery Policy, ensuring accountability and reinforcing the company's commitment to ethical conduct.
- Observe all applicable national and international laws and anti-corruption requirements: This commitment demonstrates Webgenesys S.p.A.'s adherence to legal and regulatory frameworks, both domestically and internationally.
- Implement and maintain an updated Anti-Bribery Management System to ensure continuous improvement of its performance: This statement highlights the company's proactive approach to continuously enhancing its anti-bribery efforts and ensuring the effectiveness of its prevention measures.
- Prevent any form of crime as provided for in its Organizational and Management Model pursuant to Legislative Decree no. 231-01: This clause reinforces the company's commitment to preventing not only corruption but also other criminal offenses, as outlined in its Organizational and Management Model.
- Ensure that the principles of the company Code of Ethics are fully respected: This commitment underscores the importance of ethical conduct as a core value for Webgenesys S.p.A., ensuring alignment with its Code of Ethics in all aspects of business operations.

- Encourage the reporting of suspicions in good faith or on the basis of a reasonable and confidential belief, without fear of retaliation: This statement promotes a culture of openness and encourages employees to report any suspected wrongdoing without fear of repercussions.
- Make this Policy publicly available, accessible, and updated at all organizational levels: This ensures that all employees and stakeholders are aware of the company's Anti-Bribery Policy and its commitment to ethical conduct.
- Share this Policy with the Recipients of the Policy as defined below: This clause specifies that the Anti-Bribery Policy should be communicated to all relevant parties within the organization.
- Appoint an Anti-Bribery Compliance Function with full authority and independence: This statement establishes a dedicated function responsible for overseeing the implementation and enforcement of the Anti-Bribery Policy, ensuring its effectiveness and impartiality.

Webgenesys S.p.A. ensures that all actions, operations, transactions, and, more generally, the behaviors held and followed by employees and collaborators, are focused on maximum fairness, transparency, and objectivity, in order to prevent any risk related to corruption.

With reference to the definition of corruption, Webgenesys S.p.A. refers to the meaning attributed to it by the current legislation, as well as to the company's Rules, Policies, and Procedures adopted by the company itself.

The Company's Code of Ethics is inspired by and must be interpreted on the basis of the principles expressed:

- by the current legislation on anti-corruption and, in particular, by Legislative Decree 231/2001, by the Italian Criminal Code (with particular reference to articles 317 et seq.);
- by the Italian Civil Code (with particular reference to article 2635 and article 2635 bis), the US Foreign Corrupt Practices Act (1977), and the UK Bribery Act (2010);
- by the United Nations Convention against Corruption of 2003 (the so-called Mérida Convention);
- by the Council of Europe Conventions on the subject (Civil and Criminal Law Conventions on Corruption -1999);
- by international guidance, best practices, and standards (ISO 37001) on the Prevention and Fight against Corruption.

### 1. General Principles and Purpose of the Policy

The values expressed by the Company's Board of Directors - through this Policy - in accordance with the Code of Ethics, the Company Regulations, and the Disciplinary Code of Webgenesys S.p.A., which are integral parts of the Organizational Model pursuant to Legislative Decree 231/2001 adopted by the Company itself, and which are hereby referred to in their entirety, apply to all members of the Board of Directors, shareholders, auditors, agents, area managers, employees, suppliers, collaborators, consultants, customers, business partners, and all those who establish direct or indirect relationships with Webgenesys, on a stable or temporary basis or in any case operating in the name and on behalf of the company itself and in general all those who operate in Italy and abroad on behalf of or in favor of the Company (hereinafter the "Recipients") or who have business relationships with the Company, each within the scope of their own functions and responsibilities.

Webgenesys S.p.A. reiterates its commitment to conducting business in accordance with the highest

ethical standards and in strict compliance with all applicable laws and regulations. The company's core values of integrity, transparency, honesty, and fairness are reflected in its unwavering stance against any form of corruption.

Webgenesys S.p.A. has a zero-tolerance policy for corruption and prohibits all forms of corrupt behavior, including:

- **Bribery:** Offering or promising money, gifts, or other benefits to public officials or any other party in order to obtain an undue advantage.
- **Facilitation payments:** Making payments to public officials to expedite or facilitate routine actions.
- **Political contributions:** Making contributions to political parties or candidates in order to influence their actions.
- **Sponsorship:** Engaging in sponsorship or other activities that are intended to create a conflict of interest or to gain an improper advantage.
- **Money laundering:** Laundering the proceeds of criminal activity.
- **False accounting:** Making false or misleading entries in the company's books and records.
- **Misrepresentation:** Making false or misleading statements to customers, suppliers, or other parties.
- **Anti-competitive behavior:** Engaging in agreements or practices that restrict competition.
- **Environmental damage:** Violating environmental laws and regulations.
- **Discrimination:** Discriminating against employees or customers on the basis of race, religion, gender, or other protected characteristic.
- **Child labor:** Employing children under the legal minimum age.
- **Procurement corruption:** Engaging in bribery or other corrupt practices in connection with the procurement of goods and services.
- **Sales corruption:** Engaging in bribery or other corrupt practices in connection with the sale of its products and services.
- **Financing corruption:** Engaging in bribery or other corrupt practices in connection with the financing of its operations.
- **Investment corruption:** Engaging in bribery or other corrupt practices in connection with the investment of its funds.
- **Dispute resolution corruption:** Engaging in bribery or other corrupt practices in connection with the resolution of disputes.

In addition to the general prohibitions against corruption, Webgenesys S.p.A. also prohibits:

- Offering or receiving gifts or other benefits that could violate any laws or regulations or that are contrary to this Policy.
- Pursuing personal or third-party interests at the expense of the company's interests.
- Failing to implement organizational measures to prevent violations of laws and regulations and to uphold the principles of transparency, fairness, and loyalty.
- Making contributions, providing benefits, or offering other advantages to political parties, labor unions, or their representatives or candidates, except as may be required by applicable law.

## **2. The Policy's Responsible Parties**

It is the responsibility of the Company's senior management, identified in the Chairman of the Board of Directors, to verify that this Policy complies with legal and ethical duties and is respected by all Recipients.

## **3. Training**

The Company promotes the knowledge of this Policy so that everyone understands, in relation to the role held:

- The corruption risks to which they may be subject;
- The Company's Anti-Bribery Policy;
- Aspects related to their role within Webgenesys and Genesy Group, to which the Company belongs, and the Anti-Bribery Management System;
- The preventive actions to be taken and the reports to be made in relation to the risk or suspicion of illegal practices.

Participation in training activities is mandatory. The Human Resources Selection, Training and Development function monitor that the planned training course is actually completed by all Company personnel.

## **4. Reporting (Whistleblowing)**

Any violations of this Policy must be reported by the recipients in the forms and methods provided for by the reporting procedure of the integrated management system. The Company in any case ensures the confidentiality of the identity of the whistleblowers in accordance with the procedure, without prejudice to legal obligations.

The reporting procedure provides that reports are made through the dedicated service at the address <https://servizi33.it/webgenesys>

## **5. Disciplinary Measures and Contractual Remedies**

In the event of a violation of this Policy, the internal procedures referred to therein and/or the applicable regulations, without prejudice to the responsibilities arising from criminal and administrative proceedings, disciplinary measures are imposed on those responsible in accordance with the methods provided for by law, collective agreements, and contracts.

A violation by third parties of the principles or provisions of the Policy may lead, on the basis of specific evaluations by the Company, to the non-establishment or termination of commercial relationships.

## **6. Monitoring and Improvement**

For the monitoring and improvement activities of the Corruption Prevention Management System, Webgenesys has identified the Company's Corruption Prevention Compliance Function, a body with appropriate authority and independence and adequate financial resources where required and necessary, which, on the basis of the annual audit program approved by the Board of Directors, will examine and evaluate the internal control system and, more generally, that the provisions of the Policy are applied.

The Head of the Corruption Prevention Compliance Function prepares an annual report - unless there are significant changes in the context (business, organizational, regulatory, etc.) that determine a lower frequency - to the Company's Board of Directors on the correct application of the Policy to ensure its maximum effectiveness.

## **7. Updates**

Any changes to this Policy are subject to the approval of the Board of Directors of Webgenesys S.p.A. The Company undertakes to ensure that the general requirements of its Corruption Prevention Management System are met by committing to the constant and continuous improvement of the aforementioned system.



[www.webgenesys.it](http://www.webgenesys.it)