

# GROUP CODE **OF ETHICS**

Fastweb S.p.A.

Document approved by the Board of Directors  
Fastweb S.p.A. January the 29<sup>th</sup> 2020

# Updates

DATE	UP.	DESCRIPTION
27/08/2004	-	I version
27/10/2011	1	Integration of the following aspects Relations with the Public Administration No Smoking Policy Protection of privacy Protection of company assets and the work environment More details on the concept of conflict of interests
23/10/2013	2	Updates Addressees Company values Ethical conduct in business relations Anti-Money Laundering Relations with the Public Administration Staff policies Distribution External efficacy Disciplinary System
30/07/2014	3	Updates Relations with the stakeholders: anti-corruption Distribution: "Policy Whistleblowing: notifications" management
30/01/2015	4	Update due to the merger between Fastweb Wholesale S.r.l. and Fastweb S.p.A.
27/10/2015	5	Updates Description of Conflict of interest's cases Staff Policies
26/04/2016	6	Updates: Anti-Corruption
27/10/2016	7	Updates Conflict of interest and transparency in corporate activities Anti-Corruption
26/07/2018	8	Updates Review in coordination with Anti-Corruption Guidelines Privacy protection
30/04/2019	9	Updates Integration of addresses including Fastweb Air Srl Review of par. Fair Competition and Discrimination or Harassment
29/01/2020	10	Updates Review Vision and Company Values



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# Introduction

The Fastweb Group<sup>1</sup> (hereafter referred to as "Fastweb"), in achieving its mission and objectives, undertakes to act with maximum transparency and clarity at all organisational levels. It demonstrates this commitment by adopting this Code of Ethics which defines the minimum guidelines, the set of values to which Fastweb aspires and the behaviour which all directors and employees, whatever their level, must adopt.

The Code of Ethics, together with the 231 Model (General and Special Section), the Anti-Corruption Guidelines and the internal policies, express the determination of Fastweb on pursuing its business interest in compliance with rules voluntarily adopted,

considering this attitude more effective than the mere compliance with applicable laws.

These tools are implemented by Fastweb in order to request to all the Addressees of this Code to act according to inspired behavior and values and to principles going beyond the mere regulatory compliance.

The content of this Code of Ethics cannot foresee every relationship or specific situation, but the Code establishes values and sets out behavioural criteria to be adopted. Their observance and implementation is entrusted to the sense of responsibility and interpretative ability of the addressees of this Code.

## Addressees

**I** The Addressees of this Code are:

- Members of the Boards of Directors and Statutory Auditors of Fastweb;
- Fastweb's Top Management;
- Fastweb's Employees;
- Partners, suppliers, consultants and other partners who provide services to Fastweb limited to their duties as per contract.

**II** In particular, the members of the Board of Directors, in fixing the company objectives, are committed to aspire to the principles set out in the Code.

**III** The Board of Directors promotes all activities necessary for the effective implementation and divulgation of the Code within and outside Fastweb.

**IV** Fastweb employees, in addition to respecting the Code in accordance with current legislation, undertake to adapt their ways of working for the purposes of and in accordance with the provisions of this Code; this includes in both in their relationships within the Company and outside and particularly with the Public Administration and Public Authorities.

**V** By fulfilling their contractual duties vis-à-vis Fastweb, its partners, suppliers, consultants and other third parties shall act transparently and correctly and in compliance with the Leg. Decree 231/2001, thus not entering in conflict with the guidelines contained in this Code.

<sup>1</sup> Within this document Fastweb Group includes the subsidiaries in which Fastweb S.p.A. holds the entire share capital: on the date of approval of this version the only subsidiary is represented by Fastweb Air S.r.l.



# PART 1

## Guidelines

### 1.1 General principles

All Fastweb activities must be carried out in accordance with the provisions of this Code of Ethics, the Organisational, Management & Control Model (ex-Lgs. Decree 231/2001), Anti-Corruption Guidelines, Company procedures, regulations in force and the general principles of integrity, honesty and

transparency, avoiding any conflicts of interest.

Fastweb pursues its objectives in a transparent and ethical fashion, respecting its stakeholders and undertaking to increase its economic, social and environmental values.

### 1.2 Integrity

In carrying out all those activities put into place by its directors, managers, employees and partners, Fastweb is inspired by the noblest **principles of integrity** established by professional ethics. In carrying out their professional activities, the directors and employees of Fastweb must respect with diligence all applicable laws, the Code of Ethics and internal regulations and adhere to a high standard of ethical conduct in business. The

pursuance of a legitimate interest of Fastweb can never justify dishonest conduct.

Fastweb adopts organisational instruments aimed at dissuading employees and partners from committing violations and infringements of provisions of laws and behavioural principles.

### 1.3 Trasparency

Fastweb has business relationships, carries out numerous activities and exchanges communications with customers, suppliers, governmental authorities and other entities and subjects throughout the world. In all these interactions and exchanges, Fastweb directors and employees must:

- I Always be sincere, refraining from making false or incorrect statements aimed at deceiving someone or providing distorted information;
- II Immediately inform their managers of any information or documents requested by Public Administrations, other public entities or mass media

in general, so that Fastweb's answers meet all the legal requirements and its rights and defences are guaranteed;

- III Avoid making false, deceitful and slanderous statements regarding a competitor, its products or services. They should, instead, focus on all the advantages offered by Fastweb's products and services, as well as the corresponding disadvantages of rival products and services in an accurate and non-deceitful way;
- IV Apply the same principle of honesty to all internal communication and accounting related aspects.

### 1.4 Trasparency towards the market

Fastweb pursues its mission, promoting complete, exact, timely and comprehensible communication, ensuring full transparency in decision-making. As such, Fastweb

adopts organizational and management models to guarantee correctness and truthfulness in all social communications.



## 1.5 Conflicts of interest and Transparency in Company operations

All members of the Board of Directors, managers and employees must refrain from taking part in activities that may present the risk of a conflict with the interests of Fastweb, according to rules defined in the procedure named "Operations in conflict of interests or with interests of other directors or employees": this includes activities in which an employee/partner/executive

- Pursues an interest that differs from the Company's mission or
- Takes personal advantages of the Company's business opportunities or
- Runs activities or finds himself in circumstances that may interfere/influence his/her decisional independence in evaluating the best interest for Fastweb.

For example, a conflict of interest could include:

- I The existence of economic or financial interests, either direct or indirect, of employees/partners/executives or their close relatives (i.e.: cohabitants and their relatives) in Fastweb's business activities or in customers', suppliers' or competitors' activities (including parent and subsidiary companies);
- II Holding an administrative or supervisory role, or any other role in customer, supplier or competitor companies (including parent and subsidiary companies);
- III Using one's company position in order to realize one's own or a third party's interest, even if only potentially in conflict with the Company's;
- IV Using information acquired during the course of carrying out one's duties to one's own or to a third party's undue advantage in conflict with the Company's interests;
- V Carrying out business activities of whatever nature (providing services or intellectual services) at clients, suppliers, third parties in conflict with the interests of the Company;
- VI Accepting money or other benefits from persons or legal entities who are or intend to enter into business relations with Fastweb;
- VII The negotiations' and/or agreements' closing, execution or opening in name or on behalf of the

Company, when the counterpart is a relative or a partner of the employee/associate, or a legal person the latter owns or has an interest in.

Where situations of potential or actual conflict of interest are identified, both inside and outside of company activities, each subject involved must abstain from behaving in such a way, must avoid activities that may affect his decisional independence, and must promptly inform their direct manager, Human Capital Management, which is responsible for assessing on a case by case basis, any incompatibility or prejudicial situation, and the Supervisory Body.

In relation to this last point, members of the Board of Directors and managers undertake to inform their company in a timely manner of:

- I Any Fastweb shares they hold or that family members hold, either directly or indirectly, and any change of these holdings, as well as;
- II The existence of any profit-sharing, even held by any family members, in activities directly or indirectly in competition with Fastweb interests or however related to the activities carried out by one of the Fastweb companies, specifying that "related" activities means: any type of activity carried out in sectors in which Group companies work, or in favour of subjects that work in the same sectors as other companies of the Group, in Italy or abroad.

Fastweb Board members, managers and employees shall follow the principles of loyalty, honesty and transparency in all company operations, avoiding any favouritism, collusive practice or any creation of personal advantages for themselves or others. Therefore, they undertake to become familiar with and respect Fastweb's Anti-Corruption Guidelines and internal procedures.

In conclusion, Fastweb managers and all employees shall report at any time to their director/manager, to Human Capital and to the Supervisory Body any conflict of interest, even if potential, that may occur between themselves and their relatives, relatives in law, spouse, partner cohabitant, Public Officials or corporate representatives who announce a public tender.

Regarding Fastweb Board members Corporate&Governance Affairs acquires the information about eventual conflict of interest indicated above.



## 1.6 Fair competition

Fastweb protects the concept of fair competition by refraining from collusive or predatory behaviour and the abuse of a dominant position.

Fastweb acts in compliance with the principles of free market and competition and promotes these values among all employees as fundamental and as an integral part of the culture and company policy.

Fastweb acts in full compliance with the antitrust law and regulation sector.

Members of the Board of Directors, managers and all employees must refrain from conducts that could in any way restrict or distort competition in the markets where

Fastweb operates.

In particular, it is forbidden to behave in a way that could configure a restrictive understanding of competition (agree prices and / or other commercial variables, share markets and / or customers in order to hinder other companies) or abuse of dominant position pursuant to the current antitrust law.

Fastweb provides both the National (AGCM) and the European Antitrust Authority (EU Commission) and all other competent Authorities (AGCOM, Personal Data Guarantor, ANAC) with all the information that may be requested and undertakes to collaborate in case of preliminary or pre-instructor proceedings.



# PART 2

## Fastweb Values

### 2.1 Vision and Company values

Fastweb's success and its ability to face market challenges are the result of the sharing of a common Vision and values that inspired the Company and its employees every day.

Vision and Values have been updated in line with social and technological changes and they are the expression of a Company that wants to retain its leadership role in the digitalisation transformation of Italy.

For this reason the **Vision Fastweb** is:  
**Together we connect the future, simply**

### The Fastweb's values:

#### **CARE**

***We make decisions for the good of our customers***

***We take care of our colleagues***

***We take care of ourselves***

We devote to our work the same care that we devote to ourselves, without superficiality and with all the attention from time to time necessary.

We take care of ourselves, our colleagues and our customers with the utmost commitment that we are capable of. We manage projects, programs and procedures with seriousness, kindness and respect, always caring the enhancement and protection of people.

The quality of the service we offer comes from the contribution of all the corporate functions and therefore of all the people of Fastweb. Taking care of ourselves and of colleagues generates virtuous behaviors that have a visible impact on the outside world and on customers, that regard us as a reliable partner.

The Fastweb's ambition is to offer new generation services created for clients, the community, the society to make their everyday life concretely easier.

In order to reach such a forward-looking goal, naturally it is necessary an industrial plan to which everybody contributes, regardless of his role and function.

Business goals will only be reached if people work together and act inspired by common and share values.

Our values are a common heritage to which we all contribute in our daily work and for which we are all equally responsible.

Our values inspire behaviors that have an immediate reflection inside and outside of Fastweb.

#### **COURAGE**

***We are digital***

***We are leaders***

***We are entrepreneurs***

We have the courage to fight, to get our opinion, to dare, to question, to challenge, to go beyond our fears and our convictions.

We want to overcome our limits; we face changes without fear, training our courage with increasingly difficult and far-sighted challenges.

We are entrepreneurs in a digital world where we constantly exploit and improve our ability to experiment, simplify and decide.

We explore new paths not only for technological development and Thank you to this approach we are always ready to promote the changes that we consider useful for the company, the customers and the community.



## **SUSTAINABILITY**

**We create value for the Company**

**We invest in people and the community**

**We make sustainable choices for the environment**

We work with a sense of responsibility, balance and long-term vision.

We create value through the designing of a project that has a positive impact on the society by including also the support to social, cultural, sporting and educational initiatives.

Our work and our choices are aimed at the sustainability among people to create a better future and destiny for the community in which we live and they are always sustainable for the environment.

With this focus, Fastweb is committed to planning its activities seeking a balance between economic initiatives and social and environmental needs.

Since long, every Fastweb employee has been attentive to act in compliance with internal environmental laws, regulations and procedures. Now our commitment to sustainability is enriched with the Plastic Free project, that is in compliance with the guidelines promoted by the Italian Ministry of the Environment.

For us, sustainability means increasing our sense of responsibility and our sensitivity towards what is happening around us and being able to create value in a wider sense, for society and for the community, as well as for the company.

## **2.2 Health and safety of employees**

Fastweb undertakes to:

- I** Foster and consolidate a culture of safety, increasing knowledge of risks and promoting responsible behaviour by all employees;
- II** Preserve, above all through preventative actions, the health and safety of employees;
- III** Encourage the continual improvement of performance in employees' health and safety issues setting out appropriate ways of measuring them in order to evaluate them systematically;
- IV** Strive for the best safety situation possible and applicable in the telecommunications sector on the basis of scientific and the most advanced technological knowledge recognized by the standard regulations.



# PART 3

## Relations with Stakeholders

### 3.1 Stakeholder Focus

All activities undertaken by Fastweb must be carried out fully conscious of the moral and social

responsibility towards its Stakeholders.

### 3.2 Corporate Governance

Fastweb has implemented Corporate Governance mechanisms that guarantee complete transparency in the decisions reached by Fastweb in its pursuit to create value.

The corporate governance is orientated towards:

- I The creation of value for the shareholders;
- II The quality of services provided to its customers;
- III The control of corporate risks.

### 3.3 Ethical conduct in business relations

The individual and collective conduct of all addressees of this Code when doing business - in pursuit of Fastweb objectives - must always be in line with the laws in force, company policies and procedures, in a spirit of collaboration and social responsibility and in accordance with national and international laws.

Fastweb's main objectives include meeting the needs of its public and private contractual counterparts and creating a solid relationship based on integrity, honesty, efficiency and professionalism.

Even though Fastweb does not preclude certain types of **customers, suppliers, partners** or categories of customers and other counterparts, it does not have direct or indirect relationships with people belonging to or suspected of belonging to criminal organisations or however operating outside the law such as people linked to money laundering, drug trafficking, prostitution etc.

While fulfilling their contractual duties vis-à-vis Fastweb, suppliers, consultants and other

partners must act transparently and correctly in full compliance with Leg. Decree 231/2001 thus not entering in conflict with the guidelines contained in this Code. Fastweb requires that all suppliers and partners respect regulations in force regarding labour legislation and the provisions of the law regarding health and safety (Lgs. Decree 81/2008).

Fastweb uses only agents, consultants and partners who carry out their activities in line with its own standards of quality.

Fastweb establishes its relations with its suppliers and subcontractors based on the principles of correctness, professionalism, efficiency, uprightness and trustworthiness.

In its relations with competitors, Fastweb bases its own conduct on clarity and correctness, refusing to take part in collusive practices and refraining from obstructive behaviour. In particular, the directors and all employees refrain from making false, deceitful, distorted or slanderous statements about competitors, their products or services.



## 3.4 Gifts, complimentary offers and charities

No form of gift or complimentary offer that could be conceived as exceeding normal business practice or in any way as being aimed at obtaining special favours in conducting activities linked to Fastweb may be received

or distributed. The general principles to be followed are those set out in the 231 Model and in internal company policies (Gift Policy, Anti-corruption Directives, Anti-Corruption Guidelines).

## 3.5 Anti-Money laundering

Fastweb employees and partners never, in no way and under no circumstance shall receive or accept promises of cash payment or risk to be embroiled in a case of money laundering.

Prior to establish relations or enter into a contract with (not occasional) suppliers and other long-standing business partners, Fastweb employees and

partners must obtain assurance of the counterparty's compliance with anti-money laundering rules and regulations.

Fastweb shall respect all dispositions of law, both national and international, related to anti-money laundering.

## 3.6 Anti-Corruption

Fastweb runs its business by refusing any kind of corruptive agreement or any conduct in contrast with the good faith and apt to manipulate fair competition in public tenders or aimed in any different ways at unlawfully satisfying a personal interest to the detriment of the Public Administration or of any entity announcing a public tender or of other competitors.

Fastweb supports the adoption and the update of rules and internal controls aimed at reducing the risk of unlawful conducts; as a result, Fastweb has adopted the "Anti-corruption Directive" and the "Anti-corruption Directive: invitations to events" and the "Anti-Corruption Guidelines" in order to make effective transparency and legality principles stated in this Code.

On this purpose, in compliance with anticorruption regulations currently in force, Fastweb managers and all employees shall report at any time to their director/manager, to Human Capital and to the Supervisory

Body – at the beginning and during the relationship with Fastweb – the existence of any relative or relative in law relationship (including the spouse and the partner/cohabitant) – if any – with directors, managers, employees of the Public Administration or of any entity announcing a public tender.

Regarding Fastweb Board members Corporate&Governance Affairs acquires the information about eventual conflict of interest indicated above.

Fastweb commits not to confer paid assignments to employees or contractors of a Public Administration that during the last three years have exercised authoritative or contractual powers towards Fastweb or towards Swisscom Italia S.r.l. and/or towards their subsidiary or connected companies, for a period of three years following the end of the public employment relationship of the employee or contractor.

## 3.7 Social matters

Fastweb undertakes to make an increasing social contribution by developing the community from a technological point of view. Achievement of the business plan, through continuous deployment of the infrastructural network, will allow all costumers to

access the global world of information.

Fastweb also takes part in community life with social development initiatives and by promoting scientific and technological growth.



## 3.8 Institutions and public supervisory authorities

Addressees of this Code undertake to observe conscientiously the provisions issued by the competent public supervisory institutions or

authorities to respect the regulations in force in those sectors linked to the respective fields of activity.

## 3.9 Relations with the Public Administration ("PA")

Fastweb's relations with the local, national, community and international PA must be guided by the most rigorous observance of the provisions of the law and applicable regulations as well as the general principles of correctness and loyalty as set out above and in company procedures. Only dedicated company functions are authorised to make commitments to and manage relations with the PA.

Without prejudice to the obligations set out by law, as well to conduct's principles provided by the 231 Model and the Anti-Corruption Guidelines, during the course of negotiations/inspections/controls or other types of relations with the PA, Fastweb and its employees/partners must abstain from the following actions:

- Favouring in any way or proposing employment or commercial opportunities to personnel within the PA involved in dealings;

- Offering or in any way providing, accepting or encouraging gifts, presents or any other benefit to PA personnel or to their family members, except where they represent commercial courtesies of modest value (refer to the Gift Policy);
- Pressing for or obtaining confidential information which could compromise the integrity or reputation of both parties or however violate the equality of treatment and the evidential procedures run by the PA;
- Complying with any request for contributions/ sponsorship that could influence the business negotiations or favour the Company should controls/inspections/checks be made by the authorities;
- Agree to give or promise money or other benefits following requests and/or improper pressure of public representatives.



# PART 4

## Human Resources

### 4.1 Staff policies

Management tools and policies are aimed at guaranteeing equal and fair treatment which is consistent with Company values and this Code of Ethics.

Fastweb does not establish employment relations nor other collaborations with subjects not having

legal permit of stay and does not avail itself of companies that employ irregular manpower.

Fastweb clearly and honestly sustains its legitimate interests in industrial relations, promoting a constructive debate with trade unions and entrepreneurial associations.

### 4.2 Personnel selection

The evaluation of personnel regarding employment is carried out on the basis of the candidates' profiles matching the Company's requirements in full respect of equal opportunities for all interested

parties. Within the limits of the available information, Fastweb adopts procedures in order to avoid favouritism, nepotism or forms of patronage in the selection and recruitment phases.

### 4.3 Human resources management

Fastweb's Human Capital mission is that of **"promoting and facilitating the management of Human Resources in support of the business objectives and in response to employee expectations"**.

Everyone's contribution is essential to achieve the Fastweb business plan, independently of his/her function and role.

These business objectives can only be achieved if everyone works together, inspired by common values.

### 4.4 Discrimination or harassment

Fastweb believes that differences and diversity represent added value in human relationships, and categorically rejects any form of discrimination based on political and union views, ethnic origin or religious beliefs, sex or sexual preference, civil status, physical or mental disability, nationality, language or economic and social condition.

Fastweb aims at maintaining and developing in the

work environment the principles of mutual respect, dialogue, participation and co-responsibility: it is committed to protecting the dignity of women workers and all workers, deeming as unacceptable and condemning any form of discriminatory, violent, aggressive or harassing behavior in application of the Framework Agreement on Harassment and Violence in the Workplace signed between Asstel and the trade unions.



## 4.5 Health, safety and the working environment

Fastweb's business activities must be carried out in accordance with the regulations in force and company directives governing prevention and protection of employees. Fastweb guarantees the physical and moral integrity of its employees, working conditions that respect the individual dignity and a secure and healthy working environment.

Improving workplace health and safety, as well as protecting the environment, must be a constant point of reference in managing company objectives.

Employees, in carrying out their duties, take part in the process of identifying and preventing risks, safeguarding the environment and health and safety of colleagues and third parties.

## 4.6 Smoking

On its way to becoming a NO SMOKING COMPANY, Fastweb has decided to apply legislation in force regarding safety and hygiene in the work place with particular reference to employee protection against carcinogenic or mutagenic agents (Lgs. Decree 81/2008). In order to protect employees' health, the Company has also prepared a No Smoking Policy

which forbids smoking in offices and company spaces, except for dedicated smoking areas.

In lack of clear scientific evidence and definitive studies on its harmlessness to the health of smokers and non-smokers, this prohibition also extends to the use of electronic cigarette.

## 4.7 Protection of Privacy

Fastweb complies with applicable laws regarding the treatment of personal data. In compliance with the provisions of EU Regulation 2016/679 Fastweb promotes privacy information regarding the processing data which may be less technical and clearer.

Fastweb informs each employee of the instructions to be followed for correctly processing data related to activities daily performed at work, with the indication of specific rules to be compliant with in order to avoid incurring in any possible violation.

The knowledge of these rules allows all employees to adopt correct behavior in order to prevent and reduce the sanctioning risks for Fastweb, therefore it is mandatory to have a look to them.

The knowledge of these rules and the information on the processing of employee's data allows Fastweb to strengthen its "accountability" towards Public Authorities (Privacy Authority).

## 4.8 Protection of Company assets and the work environment

Every employee must safeguard company assets, taking care of moveable goods and property, technological resources and information systems, equipment, products and information and knowhow of Fastweb.

Specifically, each employee must:

**I** Use Company assets in accordance with Company policies, carefully observing all security programs to prevent unauthorized use or theft;

**II** Avoid improper use of Company assets that may cause damage or a reduction in efficiency, or any use in conflict with the Company's interests;

**III** Keep secret all confidential information regarding the Company or the Company's commercial partners, avoiding revealing it to third parties;

**IV** Respect the rules set out in Company security policies conscientiously, in order to avoid compromising the functioning and protection of the information systems.



# PART 5

## Control & Communication

### 5.1 Internal Control and Information

Fastweb promotes the execution/implementation of controls at all levels. A positive attitude towards controls contributes significantly to improving

company efficiency. In the same way Fastweb promotes a transparent level of communication and information.

### 5.2 Internal Control System

The Internal Control System is set up as a process carried out by the Board of Directors, managers and other subjects in the company structure, in order to guarantee achievement of those objectives that fall within the following categories:

- I Reliability and integrity of information;
- II Observance of policies, plans and procedures as well as laws and regulations;
- III Protection of company assets;
- IV Effective and economic use of resources;
- V Achievement of the objectives set for operations and programs.

Therefore, all levels of the organisational structure have to help set up an effective and efficient Internal Control System. All employees, within their respective functions and duties, are responsible for making sure the control system is working properly.

Fastweb guarantees shareholders, external auditors and any other company body engaged in controlling activities as well as the Supervisory Board, access to data, documents and any other information necessary to carry out their activities, in addition to that already set out in the regulations in force.

Fastweb accounting records are kept in accordance with the generally accepted principles of truth, accuracy, completeness and transparency for recorded data.

### 5.3 Supporting documentation

Every operation and transaction must be correctly recorded, filed and authorised. It must be verifiable, legitimate, consistent with company business.

There must be an adequate supporting documentation for

every operation so that controls can be carried out at any moment in order to check the characteristics and reasons of the operation. Such documentation must also identify who carried out the transaction, who authorized it, who recorded and filed it and who verified it.

### 5.4 Information and Communication

Information, both within the Company and towards parties outside the Company, must be true, timely and transparent.

Fastweb pays particular attention to communications to the mass media so as to provide information in line with the Company's image and activities.



# PART 6

## Distribution and effectiveness

### 6.1 Distribution

I Fastweb ensures, also by way of delegating responsibility to specific internal functions:

- Maximum circulation of this Code of Ethics, using an appropriate system of communication;
- Preparation of knowledge and explicative instruments and training materials and sessions in order to make the addressees aware of the contents of the Code;
- That periodic checks are carried out in order to monitor observance of the contents of the Code;
- Adequate prevention instruments are set up, that suitable disciplinary measures are in place and applied timely in cases where violations of these provisions are confirmed.

II Directors and employees must:

- Timely and adequately inform all parties in contact with Fastweb of the contents of this Code;
- Request suppliers, contractors, subcontractors, consultants and any other parties who have contractual relations with Fastweb, while fulfilling

their contractual duties vis-à-vis Fastweb, to act transparently and correctly in full compliance with Leg. Decree 231/2001 thus not entering in conflict with the guidelines contained in this Code;

- Report to Human Capital and the 231 Supervisory Body any conduct that is, even if only potentially, in conflict with the provisions of this Code;
- Follow the operational rules provided by the 231 Model and the "Policy Whistleblowing: notifications' management" wherever applicables.

Human Capital and the 231 Supervisory Body, in their respective areas of competence, carry out any necessary checks on notifications received, always ensuring the confidentiality of the reporter, in order to assess the facts and any deviation from the ethical principles in order to propose to the Board of Directors (or any relevant delegated company function) the most appropriate steps to take. Employees will not suffer negative consequences as a result of notifications made in good faith.

### 6.2 External efficacy

Any person, acting in name or on behalf of Fastweb, coming into contact with third parties with which Fastweb intends to establish business relations or with which it is obliged to have institutional, social or political relations of any nature, must foster:

- I Awareness and knowledge by its personnel of the guidelines set out in this Code of Ethics;
- II Implementation of behaviour not contradicting the guidelines in this Code while fulfilling respective contractual duties or obligations.



## 6.3 Disciplinary system

This Code, considered as a whole and together with all the specific enforcement procedures approved by Fastweb, must be deemed an integral part of the employment contracts in force and to be stipulated in accordance with art. 2104 of the Civil Code.

Therefore breaches of said provisions shall be pursued and sanctioned to all intents and purposes in accordance with art. 7 of Law 300/1970 to the applicable collective agreement.

The Fastweb Supervisory Body is informed by Human Capital of the opening of a disciplinary procedure or of any other filing or fines proceeding related to violations of this Code.

Infliction of penalties to managers requires the CEO's involvement by Human Capital. When adopting his decision, the CEO may consider the Steering Committee's (Comitato Direttivo) advisory opinion, in accordance with their respective delegations of power

and competences.

In the event the violation of the Code has been carried out by one or more members of the Board of Directors and/or of the Board of Auditors, such violation will be evaluated according to its seriousness and – in most serious cases – could lead to removal due to just cause, as set forth by provisions of law.

Each Fastweb supplier, consultant and partner, by means of specific contractual clauses, shall apply and respect their internal documents and shall act transparently and correctly in full compliance with Leg. Decree 231/2001 thus not entering in conflict with the guidelines contained in this Code.

Suppliers' violations of such duties require the employees dealing with them to activate all contractual and legal tools at their disposal, including cancellation of the contract or compensation for damages.

## 6.4 Entry into force

The provisions of the Code of Ethics, approved by the Board of Directors on 29<sup>th</sup> of January 2020, shall enter into force following its circulation.

**FASTWEB**  
un passo avanti