

(Code of Ethics)

**I AM
SORGENIA,**

and I will show you
what **WE BELIEVE** in
and how **WE BEHAVE.**



Our Trilobo: Purpose, Manifesto and Values



CONTENTS

(Who We Are)	
WE ARE A GREEN-TECH ENERGY COMPANY	
How our Values Become Actions	5
What Inspired Us	5
01. (Our Ethics Charter)	
PRINCIPLES, VALUES AND MEANING OF WHAT WE DO	
1. What We Believe In	7
2. The Meaning of What We Do	8
02. (Our Code of Conduct)	
HOW WE BEHAVE EVERY DAY	
1. Our Rules of Conduct	11
2. How We Treat People	12
3. How We Are Committed to Society	14
4. We Communicate Responsibly	15
5. We Ensure Transparency in Our Material Information	16
6. We Respect Customers and Engage in Open Dialogue With Them at All Times	17
7. We Grow by Protecting the Environment	18
8. The People Who Work for Us Are Far More Than Just Suppliers	19
9. Our Dealings With Institutions Are Guided by the Highest Standards of Integrity	20
10. At the Sorgenia Group, We All Share and Respect the Same Principles	21
03. (Our Application Principles)	
WHAT WE DO TO ENSURE RESPECT FOR OUR VALUES	
1. We Disseminate and Update Our Code of Ethics	23
2. We Monitor the Application of Our Code of Ethics	23
3. We rely on a reporting system known as <i>Whistleblowing</i>	23
4. What Happens if Our Code of Ethics Is Violated	23
4. GLOSSARY	25
5. (Communication Channels)	
COMMUNICATING WITH THE SUPERVISORY BOARD IS EASY AND SECURE	27

(Who We Are)

WE ARE A GREEN-TECH ENERGY COMPANY

We were established just over 20 years ago, together with the liberalisation of the energy market, and have grown to be Italy's leading private energy operator.

Thanks to our state-of-the-art and environmentally friendly production facilities, we actively support Italy's energy transition.

We are a green-tech energy company. We leverage our expertise in digital energy management and renewable energy development to serve households and businesses, providing technologies that deliver efficiency and sustainability in a simple customised way, with a view to a joint effort to create a new model of energy production and consumption.

We base our strategy on a flexible energy production and management model to accelerate Italy's energy transition.

In just a few years, we have grown into a company that leverages innovation to gain a competitive edge, harnesses its potential for customers and society at large, and turns it into real, measurable results.

We are committed to efficiently producing energy today, available at any time of the day and any day of the year. We have developed, and will continue to develop, new renewable energy plants in an effort to make generation facilities nationwide even greener. We adopt cutting-edge, sustainable technologies, also benefitting local communities.

We deliver a fulfilling customer experience and a relationship built on trust. We work to make every customer feel part of a community founded on shared values, empowering them to act as ambassadors for our brand in their local areas. We adopt sustainable technologies to reduce emissions, produce clean energy and use resources efficiently.

We have launched and completed a number of projects concerning our work environment, safety and health, training, motivation, engagement, participation, well-being, and the personal development of individuals within our organisation. We view diversity as a valuable asset and inclusion as the means to leverage it.

We have created a company where people can collaborate, experiment, and make decisions — without fear and with confidence — to achieve something more meaningful than any individual could accomplish alone. **This is our greatest strength: a young, agile organisation with a digital focus, operating in a fast-changing industry.**

How our Values Become Actions

Our Code of Ethics is a shared document that clearly defines the values and principles guiding our activities, in compliance with national and international regulations, while reflecting the expectations of all our stakeholders (see Glossary).

Our Code of Ethics applies to the entire Sorgenia Group (hereinafter also the "Group" or "Sorgenia") and must be observed by everyone acting in our name, on our behalf, or working with companies in our Group. The main recipients are therefore our directors, employees, contractors, suppliers of goods and services, business partners, and agents. All of them are required to comply with the principles, the values and rules of conduct set out in this document, and protect the image and integrity of Sorgenia. Sorgenia therefore ensures continuous training and awareness on all matters concerning our Code of Ethics.

Under no circumstances will conduct that violates our Code of Ethics be justified, even if undertaken in good faith or in the Group's interest.

What Inspired Us

In preparing our Code of Ethics, we relied on some key references:

- Articles 9 and 41 of the Italian Constitution with reference to the protection of the environment, biodiversity and ecosystems;
- Universal Declaration of Human Rights;
- International Labour Organisation (ILO) Code on Safety and Health;
- United Nations Convention against Corruption and related legislation.

Reliance was also made on the three pillars of sustainable development in business: Economic, Social, and Governance (ESG).

Our Code of Ethics underpins the provisions set out in our Organisation, Management and Control Model established pursuant to Italian Legislative Decree 231/2001, promoting fairness, transparency and legal compliance in the conduct of our business.

(Our Ethics Charter)

PRINCIPLES, VALUES AND MEANING OF WHAT WE DO



01.

1.1

What We Believe In

We aim to lead digital transformation and redefine how energy is experienced. We believe that the synergy between technological innovation and sustainability is key to driving effective actions for environmental protection and social inclusion.

For this reason, we believe that values and principles must never be disconnected from business decisions, but should always form an integral part of the corporate value chain.



Our choices: A game changer for the world

We believe in the power of ideas, and even more in the courage to act on them and shape our future.



Responsibility as a guiding principle in life

We have taken risks, learned from our mistakes, and discovered that renewal and progress are always possible. We feel responsible for improving not only ourselves and our customers' lives, but also society and the environment we share.



What matters is the energy you put into it

Our energy is first and foremost passion for what we do. And it is clean, sustainable and environmentally friendly.



Digital is the means, people the end

Digital technologies provide us with powerful tools to overcome barriers and explore new horizons. They allow us to make energy more free, more personal, sustainable and shared.



We turn complexity into simple solutions

We work to ensure that technology and innovation translate into easy-to-use tools, shaping people's dreams and choices. Without complications.



Doing business means building the future

For us, economic sustainability and profits are tools to create the future we want, not the other way around. This is also why young people are at the heart of our decisions.

[Sorgenia Brand Manifesto - September 2018]

sorgenia

1.2 The Meaning of What We Do

Participating in our country's energy transition and empowering each individual through energy are ambitious goals, pursued through concrete choices that make our work more meaningful every day:



Saving the environment

Our energy is sustainable and is produced with a view to environment protection and responsible resource management. This enables us to deliver solutions that are uncompromising, simple and help reduce the carbon footprint.

But we want to take it further. It is up to us at Sorgenia to set an example for society and lead the way in making informed and sustainable choices. Because our challenge is to change the world, and change it for the better.



Changing the relationship with energy

Digitalisation is changing our habits, streamlining processes and making it possible to customise many services, to levels that were unimaginable until recently. We want to build on this shift to foster a new way of thinking about and managing energy: a key life-enabling resource that we can share with those closest to us and those who need it most.



Fostering self-fulfilment of those who work with us

People are our first energy, the essential building blocks that enable us to achieve our goals and enable us to offer simple and innovative solutions to our customers. Our people form integral part of our vision as a company dedicated to serving people. We strive to create the ideal conditions that allow each of us to achieve our goals, in an environment built on trust, fun, passion and enthusiasm for what we do.



Making the society in which we operate a better place

We believe that our duty as a Group extends beyond the production and sale of energy. We feel responsible for improving not only ourselves and the lives of our customers, but also society and the environment in which we live.

(Our Code of Conduct)

HOW WE BEHAVE

EVERY DAY

02.

2.1 Our Rules of Conduct

In our company, we place a very strong emphasis on compliance with laws, procedures, and internal regulations — including, for example, the Model pursuant to Italian Legislative Decree 231/01, as well as regulations on taxation, intellectual and industrial property protection, insider trading (see Glossary), competition and antitrust law, as well as consumer protection.

We are committed to informing all our stakeholders clearly and transparently about the performance of our business, without favouring any stakeholder group or individual. In our daily work, we are guided by six guiding principles:



Building trust

We strive to be a reliable, helpful and fair partner for our colleagues and all our stakeholders. This is one of the reasons why we ensure full compliance with current laws and regulations in the conduct of our business, not just in form, but in substance as well, while working transparently and avoiding conflict of interest. In our daily actions, we are open to listening and welcome dialogue and exchanges.



Don't take anything for granted

Whether in our dealings with customers, pursuing new technological solutions, or developing projects, we never settle for the conventional but always strive to improve and innovate.



Rely on data

We are committed to delivering tangible and effective solutions, developed from data analysis and rigorously tested.



Put yourself in the customer's shoes

We aim to empathise with our customers, understand their needs and perspectives, and provide simple, actionable solutions.



Look at the big picture and get to the heart of the matter

We strive to focus on what is really important, aiming for simple solutions and using agile and digital tools.



Have fun

At Sorgenia, we tackle the challenges we face with enthusiasm and passion, collaborating with each other and encouraging self-fulfilment in everyone.



2.2

How We Treat People

At Sorgenia, we believe everyone should be **free to unleash their potential**, providing their contributions without being harnessed by predefined paths, and collaborating with others towards a shared goal. Sorgenia is indeed a company that has chosen to follow a path that differs from the conventional routes of the energy and services industries, charting instead its own concrete, measurable and data-driven route, with **innovation and inclusion** at its core.

We recognise the key role of our people, fostering a relationship based on **loyalty** and **mutual trust**. We believe that respecting workers' rights and fostering their empowerment are fundamental, and we are equally committed to promoting the personal and professional development of every individual. Accordingly, we do not tolerate any form of irregular employment. Our relationships with employees and collaborators are always governed by fair, dignified employment contracts that adhere to legal standards and applicable collective labour agreements.

We expect our people to be loyal, comply with employment and/or collaboration contract provisions, carry out their duties and fulfil their commitments, in accordance with our policies. Furthermore, the people working for Sorgenia are required to refrain from engaging in situations and decisions that may involve real or apparent **conflicts of interest** (see Glossary) with the individual Company and our Group.

We ensure that the personal data of our employees are always processed and protected in full compliance with relevant regulations and in line with the directives of our designated company representatives.

We strongly reject any kind of **discrimination** (see Glossary) and promote the physical, cultural and moral **integrity** of each of our people, striving to ensure working conditions that respect

individual dignity, actively opposing any discriminatory, harmful, or violent behaviour or actions, including psychological abuse.

When selecting candidates, we consider not only the alignment of candidates' professional skills and experience with our internal needs, but also their full commitment to our core values.

We offer equal opportunities for professional and personal growth to all candidates and current employees, without any discrimination.

We believe that cultivating relationships founded on mutual trust starts with establishing a robust **workplace safety culture**. This includes raising awareness of risks, ensuring compliance with regulations, encouraging responsible behaviour from all, while planning the necessary measures to continuously improve safety levels. Our Group strives to eliminate risks and, where this is not possible, to minimise them in relation to the knowledge acquired and technological progress.

We are committed to involving our people through training endeavours focused on managing workplace hazards, implementing safety measures, and adopting best practices.





HOW WE ENGAGE WITH PEOPLE

- We are committed to placing the person at the centre, actively listening to his or her specific needs, and fostering inclusivity while respecting the differences and identities of everyone.
- We value our people through meritocratic and equal opportunity policies.
- We foster a climate of trust by encouraging all people to express themselves freely.
- We abide by good health and safety practices at all times.
- We respect information security policies.
- We protect corporate assets.
- We ensure maximum collaboration between colleagues.



HOW WE DO NOT ENGAGE WITH PEOPLE

WE DO NOT...

- ...**Accept discriminatory policies (e.g. race, age, gender, disability, etc.).**
- ...**Disclose confidential and proprietary information, even after termination of employment.**
- ...**Compromise the functionality and protection of computer systems.**
- ...**Promise or offer to public officials or persons in charge of a public service money, goods or other benefits of various kinds.**
- ...**Accept money or gifts that exceed customary business practices.**
- ...**Engage in situations involving a conflict of interest.**
- ...**Hide cases of breaches of our rules of conduct.**



IN PRACTICE, FOR EXAMPLE...



We organise activities for colleagues or contractors in places and situations that promote inclusiveness and protect people's health and safety.



We refrain from hiring the relative of a public official involved in a development project, even if this 'favour' might facilitate the ongoing authorisation process.



2.3 How We Are Committed to Society

Everyday, we strive to make society a better place, mindful of the direct and indirect impacts of our actions, and are committed to fostering economic and social development, along with the overall well-being of the community.

We are committed to listening to the requests coming from the local communities we engage with, always trying to respond to the legitimate expectations of all our stakeholders.

As a company committed to both social and economic responsibility, **we strive to make a meaningful difference and believe in taking an active role in supporting social causes**, such as combating violence against women and fighting discrimination against people with disabilities. We do our part by promoting awareness-raising activities through our communication channels and supporting local and national initiatives. No organisation can be truly sustainable without investing in the future. Therefore, we believe investing in young people and their education is crucial, not only to encourage their development but also to cultivate the innovation required to create the future we envision.



HOW WE ENGAGE WITH SOCIETY

- We are committed to building a fruitful and peaceful relationship with local communities, based on transparency, openness and trust.
- We carry out initiatives that deliver tangible value and benefits to society at large and to the specific group of stakeholders they are intended for.



HOW WE DO NOT ENGAGE WITH SOCIETY

WE DO NOT...

...Ignore the needs and concerns of local communities.

...Engage in initiatives that are driven solely by financial gain and do not foster growth in the region.



IN PRACTICE, FOR EXAMPLE...



We provide free electricity to people or groups of people in need.



We collaborate with schools to raise awareness among young people about the responsible and positive use of the Internet and social media.



2.4 We Communicate Responsibly

Through social media, television, the press and various communication channels, we have the opportunity to tell people who we are, what we believe in and how we can make a difference.

Recognising the strategic importance of energy and the need for clear, accessible information for a wide audience, we strive to maintain **direct and practical communication, guaranteeing truthful, timely, transparent, and accurate information.**

Our relationship with the media is crucial to Sorgenia's reputation and image; therefore, it is essential that information is always verified and communications are coordinated by the designated representatives.



HOW WE ENGAGE WITH THE MEDIA

- We always ask for permission to make speeches, participate in conferences or any other form of presentation to the public on behalf of Sorgenia.
- We communicate Sorgenia's principles and values in clear and unambiguous language.



HOW WE DO NOT ENGAGE WITH THE MEDIA

WE DO NOT...

- ...Prevent truthful, transparent and accurate information from being disclosed.
- ...Convey, including in local media, messages or behaviour inconsistent with the Group's values.



IN PRACTICE, FOR EXAMPLE...



We design and launch only transparent communication campaigns, ensuring the accurate interpretation of all product information.



We reject any promotional channel that conveys content that is stereotypical or harmful to women's dignity.



2.5

We Ensure Transparency in Our Material Information

At Sorgenia, we consider it crucial that our financial stakeholders have all the tools they need to make informed decisions.

We are committed to ensuring transparent and timely information sharing, using all available means of communication, always complying with applicable regulations.

Any person (particularly senior management and administrative bodies) who gains knowledge of non-public information that could affect stock values are required to refrain from using such information for the purchase or sale of shares in the Group or in any listed companies whose market performance may be impacted (Insider Trading – see Glossary).



HOW WE ENGAGE WITH THE FINANCIAL COMMUNITY

- We ensure timely information sharing.
- We maintain transparency and clarity in everything we do, especially when dealing with the financial community.



HOW WE DO NOT ENGAGE WITH THE FINANCIAL COMMUNITY

WE DO NOT...

- ...Use the Group's confidential information to our advantage.
- ...Disclose communications that are misleading and difficult for all stakeholders to understand.



IN PRACTICE, FOR EXAMPLE...



We present correct, complete and transparent records and documents during all decision-making stages, enabling recipients to gain a well-informed understanding of the specific issue at hand.



We do not alter documents and the true nature of a transaction.



2.6

We Respect Customers and Engage in Open Dialogue With Them at All Times

We are committed to fulfilling our contractual obligations with our customers, ensuring not only a reliable supply process but also a **very high quality service level**.

We endeavour to ensure that our communications with our customers are in all circumstances complete, transparent, serious, in accordance with the law, and do not overlook any element that might influence their decisions.

With regard to commercial communications, we strongly reject any deceptive advertising tools (see Glossary).

Our customers' personal data are always processed and stored in compliance with all regulations and in accordance with the directives of the relevant company representatives.

We listen to consumer associations and are open to discussion and cooperation to ensure the best service for our customers.



HOW WE ENGAGE WITH CUSTOMERS AND CONSUMER ASSOCIATIONS

- We are helpful, respectful and kind.
- We empathise with our customers.
- We respond to suggestions and complaints in a timely fashion.



HOW WE DO NOT ENGAGE WITH CUSTOMERS AND CONSUMER ASSOCIATIONS

WE DO NOT...

- ...Back out of exchanges with consumer associations.
- ...Omit information or terms and conditions.
- ...Use deceptive, overly aggressive or untruthful advertising practices.



IN PRACTICE, FOR EXAMPLE...



We ensure that our sales personnel, whether internal or external, maintain a transparent conduct and provide customers with complete and comprehensible information on sales offers.



We promote clear and understandable ads and promotions across digital channels, ensuring they do not create false expectations for our customers.



2.7

We Grow by Protecting the Environment

Safeguarding the environment is a cornerstone of our mission and we are committed to helping our customers reduce their environmental footprint, reducing our direct impact and maximising the positive impact on the areas where we operate.

We work every day to meet the needs of families and businesses with energy-efficient solutions that minimise environmental impact while taking into account the needs of future generations, promoting responsible conduct and encouraging the adoption of clean energy.

In our generation plants, we constantly strive to improve our performance with a view to reducing environmental and landscape impact. To this end, not only do we ensure compliance with current regulations, but we also endeavour to deploy technological innovations and listen to the needs of local communities and environmental organisations.

We conduct regular operational and technical management checks to minimise harmful emissions, while promoting best practices for a respectful use of resources and responsible waste management.

We invest in further upgrading our renewable energy plants and contribute to making energy production in Italy more sustainable. In the field of bioenergy, we utilise plant waste (agricultural and forestry) and the organic component of municipal waste (OFMSW), preserving the environment and reducing the risk of forest fires and hydrogeological disruptions.

We ensure appropriate and complete traceability of bioenergy sources through a controlled supply chain, preventing negative environmental impact and combating illegal activities.



HOW WE ENGAGE WITH THE ENVIRONMENT

- We follow up all suggestions, whether internal or external, aimed at reducing impact caused by Sorgenia.
- We promote environmental and energy revitalisation projects in the communities around us.
- We share and collect ideas to improve Sorgenia's environmental performance.



HOW WE DO NOT ENGAGE WITH THE ENVIRONMENT

WE DO NOT...

- ...Just ensure regulatory compliance.
- ...Overlook the needs of future generations in the actions we undertake today.
- ...View short-term profit as a driver for the selection of our development projects.



IN PRACTICE, FOR EXAMPLE...



We develop projects that generate clean energy while fully respecting the environment and local communities, adopting cutting-edge and innovative technological solutions.



We deliver appropriate information and periodic and systematic training for employees and collaborators involved in the environmental risk management process.



2.8

The People Who Work for Us Are Far More Than Just Suppliers

A strong relationship with our suppliers and their full commitment to our values is key to our success. **Therefore, it is essential that we establish genuine partnerships with all our suppliers and external collaborators, including sales agencies. These partnerships must be based on trust, and on the full sharing of commitments, principles, and objectives.**

Reputation and background checks are a crucial part of our supplier qualification process. We expect them to act reliability and to comply with the agreements entered into. We also demand compliance with law provisions and the protection of human and labour rights as well as environmental protection. All of our Group's suppliers must ensure that they comply with current labour legislation. They are also required to commit to equal opportunities and to combatting discrimination.

We expect not only that our suppliers comply with the environmental regulations of the specific sectors, but also that they adopt corporate policies for the reduction of waste and harmful emissions and, more generally, the containment of environmental impact. We also do not allow any gifts or presents in any form that could be construed as exceeding customary business or courtesy practices.

Contracts with suppliers must be based on transparency and traceability. In the event that a supplier, in the performance of activities commissioned by us, engages in conduct contrary to this Code of Ethics, we will be entitled to take action, up to and including termination of the relationship.



HOW WE ENGAGE WITH SUPPLIERS

- Our selection process is both transparent and rigorous.
- We promote awareness of and adherence to the Code of Ethics and encourage people to report any violations.
- We point out possible conflicts of interest.
- We demand full compliance with the law.



HOW WE DO NOT ENGAGE WITH SUPPLIERS

WE DO NOT...

- ...Select suppliers based solely on cost considerations.
- ...Accept gifts or presents that exceed customary business practices.
- ...Hide cases of violations of the Code of Ethics.



IN PRACTICE, FOR EXAMPLE...



Our buyers issue a 'Request for Proposal' for several suppliers, instead of selecting a supplier solely on the advice of relatives/friends.



Our buyers will not allow a maintenance service provider to carry out work at their house at a discounted rate in exchange for a future contract.



2.9

Our Dealings With Institutions Are Guided by the Highest Standards of Integrity

At Sorgenia, we maintain relationships with the Public Administration, institutions, public authorities and national and international judicial bodies based on transparency, fairness, and collaboration.

These relationships must be managed in Sorgenia by people who are not in a situation of conflict of interest.

They are obliged to comply with the applicable legal provisions and may not in any way compromise the integrity and reputation of our Group.

We do not accept or give gifts or presents in any form that could be construed as exceeding customary business or courtesy practices, or with a view to gaining favourable decisions, influencing independence of judgement or securing an advantage in the conduct of any activity related to the Group (Active/passive bribery - see Glossary).



HOW WE ENGAGE WITH INSTITUTIONS

- We are inspired by fairness and rely on the available guidelines for entering into agreements with the Public Administration.
- We participate in formal and informal consultation processes with transparency, fairness and traceability by making our expertise available to decision-makers.
- We refrain from any direct or indirect pressure on political figures (e.g. by granting Company facilities or accepting recommendations for recruitment).



HOW WE DO NOT ENGAGE WITH INSTITUTIONS

WE DO NOT...

- ...Hinder traceability of all documentation exchanged with the Public Administration.
- ...Accept gifts that exceed customary courtesy practices.
- ...Give gifts to Italian and foreign public officials that exceed customary courtesy practices.



IN PRACTICE, FOR EXAMPLE...



Should a public official propose omitting irregularities in exchange for money during an inspection, our HSE Manager will immediately reject the offer and notify the Legal Department.



A Sorgenia representative acts with integrity and does not offer money to a parliamentary committee member to influence the inclusion of a favourable change in the energy sector legislation, even if such change is legitimate and warranted.



2.10 At the Sorigenia Group, We All Share and Respect the Same Principles

The companies in our Group are required to comply with the values set out in this Code of Ethics and to respect the laws and regulations in force.

In this respect, each company must avoid conduct that could damage the integrity, autonomy or image of the company itself or of our Group.

Information flow within our organisation, especially with regard to the preparation of the consolidated financial statements and other disclosures, must be based on truthfulness, fairness, completeness, clarity, and transparency, consistent with the scope of our companies' activities.



HOW WE ENGAGE WITH SUBSIDIARIES

- We report cases of violations of the Code of Ethics.
- We are committed to fruitful cooperation.



HOW WE DO NOT ENGAGE WITH SUBSIDIARIES

WE DO NOT...

...Hinder the circulation of information.

...Hide cases of violations of the Code of Ethics.



IN PRACTICE, FOR EXAMPLE...



We always issue invoices only for real and legitimate intercompany transactions, in full compliance with tax regulations.



If one of us becomes aware of any conduct in conflict with the Code of Ethics involving a colleague, we will courageously and responsibly report the alleged breach to the Supervisory Board, through the whistleblowing channel.



(Our Application Principles)

WHAT WE DO TO ENSURE RESPECT

FOR OUR VALUES

03.

3.1

We Disseminate and Update Our Code of Ethics

We share our Code of Ethics with all internal and external stakeholders, through a variety of activities and channels of dissemination, including, for example, providing a copy of the Code of Ethics to all Sorgenia employees, publication on the corporate intranet, dedicated sections on our website, special clauses set out in contracts.

All colleagues and collaborators are required to be familiar with the Code of Ethics. To this end, we provide specific training to ensure full comprehension.

We will update the contents of the Code of Ethics whenever changes in context, relevant regulations, company organisation or environment make an update necessary.

3.2

We Monitor the Application of Our Code of Ethics

We have appointed a special body (Supervisory Board) to monitor compliance with our Code of Ethics.

To ensure that the Code of Ethics is applied to the fullest extent, the Supervisory Board will:

- Collaborate with the relevant corporate function to organise training activities to disseminate the contents of the Code of Ethics;
- Monitor the application of the Code of Ethics by relevant stakeholders; report any established violations of the Code to the CEO or, where appropriate, to the Board of Directors;
- Recommend sanctions to be inflicted in case of violation of the Code of Ethics.

3.3

We rely on a reporting system known as whistleblowing

In compliance with Italian Legislative Decree 24/2023 (concerning the "Implementation of Directive (EU) 2019/1937 of the European Parliament and of the Council dated 23 October 2019"), **the Group** encourages all employees and collaborators to report any violations of the Code of Ethics and of the organisation and management model adopted by each entity, conduct that may constitute offences under Italian Legislative Decree 231/2001, as well as any other violations referred to in Italian Legislative Decree 24/2023, of which they have become aware in the work environment and which harm the integrity of our company.

We protect the confidentiality of the reporting person and the report and ensure that it does not lead to possible retaliation.

We have adopted specific reporting channels on our website and on the corporate intranet, which are governed by specific Whistleblowing Procedures and the Organisation, Management and Control Model adopted by each entity.

3.4

What Happens if Our Code of Ethics Is Violated

Compliance with the Code of Ethics is an essential element of the contractual obligations of anyone working for Sorgenia, pursuant to and for the purposes of applicable legislation. Violation of the rules of the Code of Ethics may lead to immediate disciplinary proceedings and/or criminal proceedings if the conduct constitutes a criminal offence.

We ensure the consistent, impartial, and uniform application of sanctions proportional to violations of the Code of Ethics, in line with current labour regulations.

For all other stakeholders with whom we have entered into agreements, violations of the Code of Ethics may constitute a breach of contract, which may result in legal consequences, including termination of the contract and/or assignment, and may lead to a claim for damages if such behaviour causes harm to the Group.

GLOSSARY



04.

- **Conflict of interest:**

It is a legal condition that arises when a significant decision-making responsibility is entrusted to a person who has personal or professional interests that conflict with the impartiality required for such responsibility.

- **Active bribery:**

Offering, promising, giving, paying, authorising someone to give or pay, directly or indirectly, material benefits, financial advantages or other inducements.

- **Passive bribery:**

Accepting, or authorising someone to accept, directly or indirectly, financial advantages or other inducements or requests or solicitations for financial advantages or other inducements.

- **Discrimination:**

Any behaviour resulting in unequal treatment of an individual because of his or her belonging (whether true or alleged) to a certain group or category. Factors considered to be discriminatory include race, skin colour, age, gender, disability, sexual orientation, religion and trade union membership.

-

- **Insider trading:**

The action of buying and selling financial instruments by an insider, that is a person who, due to his or her position, has access to inside information, which is then used to gain a profit.

- **Our people:**

The directors, employees and collaborators of the Company, who represent Sorgenia's human capital, are considered our people.

- **Deceptive advertising:**

Any advertising that, due to its presentation or any other aspect, is likely to mislead the target audience or anyone who comes across it and, due to its deceptive nature, is likely to affect their purchasing behaviour or, for that reason, harm a competitor*.

- **Stakeholders:**

An entity or an individual that can reasonably be expected to be significantly affected by the organisation's activities, products and services or whose actions can reasonably be expected to affect the organisation's ability to successfully implement its strategies and achieve its objectives.

* Article 2 of Italian Legislative Decree 145/2007

(Communication Channels)

COMMUNICATING WITH THE SUPERVISORY BOARD

IS EASY AND
SECURE

05.



Matters covered by the legislation governing whistleblowing may be reported through the following communication channels:

- Whistleblowing platform (www.sorgenia.it/governance, under Whistleblowing);
- In writing by correspondence addressed to the Reporting Manager (as identified in the Whistleblowing Procedures), to be sent to the Company's head office;
- Voice messaging system accessible via the Whistleblowing platform;
- During a face-to-face meeting with the Supervisory Board to be scheduled following a request submitted by the reporting person via the Whistleblowing platform.

All other communications, enquiries, observations, may be sent to the Supervisory Board's email address, as specified below:

- | | |
|--------------------------------|--|
| • Sorgenia SpA | organismodivigilanza@sorgenia.it |
| • Sorgenia Power SpA | odv_sorgeniapower@sorgenia.it |
| • Sorgenia Trading SpA | odv_sorgeniatrading@sorgenia.it |
| • Sorgenia Green Solutions Srl | odv_sgs@sorgenia.it |
| • Sorgenia Bioenergie SpA | odvbioenergie@sorgenia.it |
| • Sorgenia Finale Emilia Srl | odvfinale@sorgenia.it |
| • Sorgenia Mercure Srl | odvmercure@sorgenia.it |
| • Sorgenia Biomasse Srl | odvbiomasse@sorgenia.it |
| • VRG Wind companies | odv_vrgwind@sorgenia.it |
| • Sorgenia Renewables Srl | odv_sorgeniarenewables@sorgenia.it |
| • Green Power Marcallese Srl | odvmarcallese@sorgenia.it |



S O R G E N I A . I T