techno sky
an enav group company

Organisation, Management and Control Model pursuant to Legislative Decree no. 231 of 8 June 2001

GENERAL PART

Approved by the Board of Directors on 07 04 2025

CONTENTS

DEFINITIONS

The following definitions refer to both the General Part and the Special Part of the Organisation, Management and Control Model (compliance model) pursuant to Legislative Decree 231/01 (hereinafter the "231 Model") without prejudice to any other definition contained in the individual sections of the Special Part.

Sensitive Activities: the Company's activity areas that are most exposed to the risk of Offences.

NCBA: the national collective bargaining agreements applied by the Company.

Code of Ethics: the code of ethics of the ENAV Group, adopted by and applicable to the Company and all the companies belonging to the ENAV Group.

External Associates: all external co-workers and contractors, collectively considered, namely Consultants,

Partners and Suppliers.

Control, Risk and Related Parties Committee: internal body of the Board of Directors of ENAV S.p.A., which supports the assessments and decisions of the Board of Directors relating to the internal control and risk management system and the approval of periodic financial and non-financial reports. Furthermore, it assesses transactions with related parties, ensuring transparency and fairness in relationships between the company and parties connected to it.

Whistleblowing Committee: collective body responsible for evaluating and managing reports pursuant to Legislative Decree 24/2023, whose tasks are defined in the Group's "Whistleblowing Regulation" and whose members are persons holding offices in the Entity, such as: (i) the Head of Internal Audit; (ii) the Whistleblowing Coordinator; (iii) the Head of Legal and Corporate Affairs; (iv) the Head of Compliance and Risk Management; (v) the Head of People and Corporate Services.

Consultants: persons who act in the name and/or on behalf of the Company under an agency agreement or other contractual professional services relationship.

Obligated Persons: persons associated with the Company, including members of the Board of Directors, members of the Board of Auditors, Employees, Independent Auditors, Consultants, Commercial and Financial Partners, External Associates in their various capacities with the Company, as well as, in general, all those who conduct relations with the Company in any capacity (e.g. suppliers and customers), and, in particular, those involved in activities exposed to the risk of the commission of an offence.

Financial Reporting Officer: the Company Officer referred to in Article 154 bis of the Consolidated Law on Finance (introduced with Article 14 of Law 262 of 28 December 2005), or, where no such manager has been appointed, the Board of Directors of the Company or any other person designated by that body.

Employees: individuals in a payroll employment relationship with the ENAV Group, including senior managers.

Legislative Decree No. 231/2001 or the Decree: Legislative Decree 231 of 8 June 2001 as amended.

ENAV or the Parent Company: ENAV S.p.A.

Company Representatives: members of the Board of Directors and Board of Auditors, liquidators, senior managers and employees of the ENAV Group.

Suppliers: the suppliers of goods and non-professional services of the ENAV Group that do not fall within the definition of partners or air traffic control operators.

ENAV Group: ENAV and its subsidiaries governed by the provisions of Legislative Decree 231/2001.

Public Service Operators: pursuant to Article 358 of the Italian Penal Code "*public service operators are those who provide a public service, in whatever capacity. Public service shall mean an activity governed in the same manner as a public office but characterised by the lack of the powers typical of the latter, and excluding the performance of simple executive duties and the provision of merely material services.*"

Confindustria Guidelines: the Guidelines adopted by Confindustria for the preparation of 231 Models pursuant to Article 6, paragraph 3, of Legislative Decree 231/2001.

231 Model: organisation, management and control model pursuant to and for the purposes of Legislative Decree 231/2001. The 231 Model comprises all the arrangements put in place to contain the risk of commission of an offence, such as rules and procedures, audits of personnel and processes, training activities aimed at prevention, and the control environment.

Supervisory Body: the body established pursuant to and for the purposes of Legislative Decree 231/2001, in accordance with the provisions of the Confindustria Guidelines.

Partners: the contractual counterparties with which the Company enters into any form of contractually regulated relationship (including, by way of example, temporary business associations, joint ventures, consortiums, licenses, agency relationships and any other collaborative relationships in general) with an intention to cooperate with the ENAV Group in Sensitive Activities.

Public Administration: the public (State, ministries, regions, provinces, municipalities, etc.) or occasionally private (concession holders, contracting authorities, mixed corporations, etc.) entities and bodies, whether Italian, European Union or foreign, and all other actors who perform a public function in some manner in the interest of the community and therefore in the public interest. In particular, with regard to Offences against the Public Administration, we refer to public officials and public service operators.

Public Officials: pursuant to Article 357 of the Penal Code "*public officials are those who exercise a public legislative, judicial or administrative function. For the same purposes, an administrative function is public if it is governed under public law or official authority and is characterised by the formation and manifestation of the will of the public administration or its performance by means of powers of official authority or certification.*"

Offences: the types of offence to which the provisions of Legislative Decree 231/2001 on the administrative liability of legal entities apply.

Whistleblowing Coordinator: a person hierarchically part of the Internal Audit function, member of the Whistleblowing Committee, with the role of Secretary and delegate for the performance of certain activities included in the management of whistleblowing reports.

Company or Techno Sky: Techno Sky S.r.l.

ICRMS: Internal Control and Risk Management System.

Internal Regulatory Instruments: documents containing the mandatory internal rules and regulations adopted by the Company and with which each representative of the Company, including Obligated Persons, must comply. They include, by way of example but not limited to, in addition to the Code of Ethics and the Anti-Corruption System, the following: management systems, guidelines, codes, regulations, procedures, operating instructions, manuals, standards, circular letters, organisational notices, policies, forms and rules of conduct, as well as any instruments amending and supplementing them. This category also includes corporate practices adopted although not formalised in writing (e.g. those adopted following the issue of a law and in mere pending formalisation in a procedure or other Internal Regulatory Instrument).

Consolidated Law on Finance or TUF: Legislative Decree no. 58 of 24 February 1998 as subsequently amended.

Whistleblower: anyone reporting a criminal or administrative offence or other wrongdoing, committed by persons belonging to or connected with the ENAV Group (employees, but also suppliers, intermediaries and, more generally, anyone with a collaborative relationship with the companies of the ENAV Group).

Whistleblowing: a process regulated by Legislative Decree no. 24 of 10 March 2023, endorsing EU Directive 2019/1937, through which a Whistleblower can report to the Supervisory Body a criminal or administrative offence or other wrongdoing, committed by persons belonging to or connected with the ENAV Group (employees, but also suppliers, intermediaries and, more generally, anyone with a collaborative relationship with companies of the ENAV Group).

INTRODUCTION

The introduction in the Italian legal system of a form of administrative-criminal liability for legal entities was a response to the long-standing need to fight corporate criminal activity, which may also emerge due to the organisational and functional complexities of enterprises, which are increasingly characterised by the need to delegate responsibility for actions and decisions to levels of the corporate structure well below top management.

Legislative Decree 231/2001, implementing the enabling authority granted in Article 11 of Law 300 of 29 September 2000, introduced a special form of liability for companies into the Italian legal system.

Article 6, paragraph 1, letter a) of the Decree establishes that a Company cannot be held criminally liable for such offences if it demonstrates that, prior to commission of the offence, the governing body had adopted and effectively implemented organisational and management arrangements appropriate for preventing offences of the type involved.

In addition to adopting a Code of Ethics to govern the conduct of its business, on 26 March 2007 the Company, in accordance with the provisions of the Decree and its own corporate policies/ethics, adopted its own 231 Model, designed to prevent the risk of committing offences relevant under the Decree.

The Board of Directors of the Company has constantly updated the Model over time (supplementing and changing the existing text as necessary) to ensure it remains a valid tool for preventing unlawful conduct and to raise the awareness of all Obligated Persons of the need to conduct themselves with propriety and transparency.

The content of the 231 Model is consistent with the provisions of the Confindustria Guidelines. It represents a further step towards rigour, transparency and a sense of accountability in internal and external relations, while offering stakeholders the best guarantee of efficient and correct management of the organisation.

The 231 Model is part of a broader system of corporate governance, meaning by this the set of rules, processes and mechanisms associated with the governance of the company, the supervision of control processes and relations with internal and external stakeholders.

The key and essential element of corporate governance is the Internal Control and Risk Management System (ICRMS) of the Enav Group, consisting of the set of rules, procedures and organisational arrangements designed to permit the identification, measurement, management and monitoring of the main risks to which ENAV is exposed. In compliance with company strategies, it is intended to pursue achievement of the following goals:

- the effectiveness and efficiency of company processes;
- the preservation of company assets;
- the reliability and integrity of information;
- the compliance of operations with legislative, regulatory and contractual provisions, as well as with internal policies, plans, rules and procedures.

The ICRMS is integrated into the more general organisational and corporate governance arrangements adopted by the Company and takes into account the benchmark models for such systems, the recommendations of the Corporate Governance Code fostered by Borsa Italiana S.p.A. (which the Parent Company has decided to join with effect from the day of the start of negotiations) and of applicable best practices at domestic and international level.

In light of the above, the “guidelines of the internal control and risk management system (SCIGR)” of ENAV Group and the documents connected to it (such as, by way of example and not limited to, the Code of Ethics, the Policy

for the prevention of corruption, the Procedure for the regulation of transactions with Related Parties, the guidelines for the management of privileged information, etc.) apply to the Company, as a result of the control exercised pursuant to art. 2359 of the Italian Civil Code by the shareholder ENAV and specific board resolutions, and reference is made to these for the relevant reference principles, implementation criteria, roles and responsibilities.

The 231 Model is an integral part of the ICRMS of the ENAV Group.

1. LEGISLATIVE DECREE 231/2001

1.1 Administrative liability of legal persons, companies and associations

The enactment of Legislative Decree 231/2001 containing "Provisions governing the administrative liability of legal persons, companies and associations, including those without legal personality, pursuant to Article 11 of Law 300 of 29 September 2000", which came into force on the following 4 July, was intended to make Italian legislation on the liability of legal persons compliant with the international conventions previously signed by Italy.[1]

The Decree introduced a system of administrative liability for legal persons into the Italian legal system, accompanying the liability of natural persons who have materially committed specific offences, seeking to punish the legal entities in whose interest or for whose benefit the offences in question were committed.

The persons subject to the provisions of the Decree are "*entities with legal personality, companies and associations, including those without legal personality*."

The Decree also specifies that its scope does not extend to "*the State, territorial public authorities, other non-economic public bodies and bodies performing functions of constitutional relevance*."

The number of obligated persons subject to the provisions is, therefore, vast and the dividing line is not always immediately clear, especially with regard to entities operating in the public sector.

The Decree thus introduced a system of administrative liability - essentially a form of criminal liability - for entities, exclusively for criminal and administrative offences provided for therein (defined as "predicate offences"), committed in their interest or to their advantage by any of the persons identified in Article 5 (1) of the Decree.

Committing a predicate offence is only one of the conditions for applicability of the aforementioned provisions. In fact, there are further conditions that concern the criteria for determining the liability of an entity for an offence. Depending on their nature, they can be divided into objective or subjective criteria.

Objective criteria imply that:

- the offence was committed by a person who is functionally connected with the entity;
- the offence was committed in the interest or to the advantage of the entity.

In particular, Article 5 of the Decree indicates the following as possible perpetrators of the predicate offence:

- individuals who have representative, administrative or management functions in the entities or in one of their financially and functionally independent business units, or persons who exercise, including on a de facto basis, management and control over such entities ("top" management) (Article 5, paragraph 1, letter a), of Legislative Decree 231/2001);
- individuals under the management or supervision of one of the persons indicated above ("subordinates") (Article 5, paragraph 1, letter b), of Legislative Decree 231/2001).

If the perpetrator of the offence is a top manager, a presumption of liability is established in consideration of the fact that the natural person expresses, represents and implements the management policy of the entity.[2]

[1] See in particular the Brussels Convention of 26 July 1995 on the protection of the European Communities' financial interests, the Brussels Convention of 26 May 1997 on the fight against corruption involving officials of the European Communities or officials of Member States of the European Union and the OECD Convention of 17 December 1997 on combating bribery of foreign public officials in international business transactions.

[2] In this regard, the Explanatory Report for Legislative Decree 231/2001 emphasizes: "*we begin with the (empirically founded) presumption that, in the*

Pursuant to Article 6, paragraph 1, of Legislative Decree 231/2001, the company shall not be held liable if it can prove that:

a) before the offence is committed, the governing body adopted and effectively implemented appropriate 231 Models to prevent offences of the type involved;
b) an internal body with independent powers of initiative and oversight is in charge of supervising the operation, effectiveness and compliance with the models an updating them;
c) the perpetrators committed the offence in deliberate breach of the models;
d) there was no omitted or insufficient oversight or omission of supervision by the body referred to in letter b) above.

Conversely, there is no presumption of liability on the part of the entity where the perpetrator of the offence is a "subordinate." In this case the unlawful action of the subordinate gives rise to liability for the entity only if it appears that it could be committed as a result of a failure to comply with management and/or oversight obligations.

In any event, the company will not be liable if it has adopted and effectively implemented a 231 Model that is suitable to prevent offences of the type that has been committed, prior to the commission of the offence.

The liability of the entity is additional to and not a substitute for the liability of the individual who materially committed the offence, which accordingly remains governed by ordinary criminal law.

Extending the scope of the entity's liability seeks to involve, in the repression of certain criminal offences, the assets of entities (and, ultimately, the economic interests of the shareholders) that benefited from the commission of such offence or in whose interest the offence was committed. Until the entry into force of the Decree, in fact, the principle of the "personal nature of criminal liability" referred to in Article 27, paragraph 1, of the Constitution, protected entities from penalties other than payment of damages for losses, if and to the extent they exist.

The Decree sought to construct a model of liability for entities in compliance with the principles of equal protection (but with a preventive function) by establishing liability for legal entities for unlawful activity in order to encourage them to organise their structures and activities in such a way as to adequately safeguard interests protected under criminal law.

The Decree applies both to offences committed in Italy and to those committed abroad involving entities that have their head offices in the territory of the Italian State when the State in which the offence was committed does not prosecute the entity directly.

As mentioned, the liability of legal entities referred to in Legislative Decree 231/2001 arises only if the unlawful conduct was carried out in the interest or for the benefit of the entity. Not only, therefore, when the unlawful conduct has given rise to a financial or other benefit for the entity, but also where such material advantage is absent if the unlawful conduct was prompted by the interest of the entity.

However, an entity is not exposed to liability where the perpetrator of the criminal or administrative offence has acted in his/her own or a third party's exclusive interest.

Subjective criteria relate to the profile of the entity's guilt. The entity's liability exists when the required

event of an offence committed by a senior manager, the "subjective" requirement for the entity's liability [i.e. the so-called "organisational negligence" of the entity] is satisfied, since top management expresses and represents the entity's policy. If this is not the case, the company must demonstrate that it played no role, and this can only be done by showing that a series of concurrent requirements are met".

standards of sound management and control relating to its organisation and the performance of its activities have not been adopted or respected. The entity's guilt, and therefore the possibility of making a complaint to it, depends on the ascertainment that there has been an incorrect corporate policy or structural deficit in the company's organisation, which did not prevent the commission of one of the predicate offences.

The Decree excludes the existence of "organisational negligence" if the entity, before the offence is committed, has adopted and effectively implemented a 231 Model suitable to prevent offences of the type involved, before the offence was committed.

The entity is a party to the criminal proceedings through its legal representative unless the latter is under investigation or charged with the crime on which the administrative offence depends.

As repeatedly affirmed by the Supreme Court of Cassation, [3]the organisational model of the entity must include precautionary rules for any conflicts of interest that might arise when the legal representative is under investigation for a predicate crime, such as to ensure that the entity can be assisted by a defence attorney appointed by a previously identified person.

If an entity's legal representative is investigated or charged with a predicate crime, he/she is in a condition of incompatibility and is not entitled to appoint the entity's defence attorney pursuant to the provisions of Article 39, paragraph 1 of Legislative Decree no. 231/2001.

Where the legal representative under investigation for or charged with a predicate offence is the one who has appointed the entity's reference legal attorney, such appointment will be deemed to be ineffective, and any requests will be considered inadmissible.

Therefore, if the legal representative of the entity is under investigation or charged with an offence, the appointment of the Company's legal attorney must be decided in compliance with the provisions of applicable internal regulations.

Articles 9 to 23 of Legislative Decree no. 231/2001 provide that, as a result of the commission or attempted commission of a predicate crime, an entity can receive pecuniary or restrictive penalties, the most severe of which include: suspension of licenses and concessions, prohibition on contracting with the Public Administration, prohibition on engaging in a business, ineligibility for or revocation of public funding or grants, and a ban on advertising goods and services.

Pecuniary sanctions are levied whenever the entity is found liable for one of the offences provided in the Decree and committed in its interest or for its benefit, through a system based on pre-determined minimum and maximum quota, as per statutory schedules that typically characterize the sanctioning system. The number of quota is determined depending on the seriousness of the offence, the degree of liability of the Entity and the activity performed by the Entity in order to eliminate or dilute the consequences of the offence and prevent the

[3]The Supreme Court of Cassation recently intervened once more on this point in ruling no. 38890 of 23 October 2024, confirming that "*when the legal representative of a company accused of an offence under Decree 231 is in turn investigated or charged with the underlying offence, the "conflict" is irrefutably presumed to exist, and its existence does not need to be ascertained in practice. Furthermore, since the prohibition is triggered by the situation envisaged in the provision, i.e. when the legal representative is charged with the crime that gave rise to the administrative offence, it is sufficient for the judge to ascertain that such prerequisite exists. […] Failure to comply with the prohibition under Article 39, therefore, necessarily produces consequences in terms of proceedings, as all the activities carried out by the "incompatible" representative within the criminal proceedings concerning the entity must be considered ineffective (such principles were recently confirmed by [the Court of Cassation] 2nd Section, in Ruling no. 13003 dated 31/01/2024, filed 28/03/2024, Dell'Erba, Rv. 286095 - 01; 2nd Sect. no. 52748 dated 09/12/2014, Rv. 261967; 6th Sect., no. 29930 del 31/05/2011, Rv. 250432; 6th Sect. no. 41398 dated 19/06/2009 Rv. 244409; 6th Sect., no. 15689 dated 05/02/2008, Rv. 241011).*
This Court has finally clarified (3rd Sect. n. 35387 dated 13/05/2022, Capano, Rv. 283551) *that the organisational model of the entity must include precautionary rules for any conflicts of interest that might arise when the legal representative is under investigation for a predicate crime, such as to ensure that the entity can be assisted by a defense attorney appointed by a previously identified person."*

performance of further offences.

As Article 10 of the Decree simply provides that the number of quotas can never be lower than one hundred or over one thousand and the value of individual quotas can range from a minimum of about 258 euros to a maximum of about 1,549 euros, the Court is responsible for determining the amount of the individual quota based on the income and assets of the entity, with a view to ensuring that the sanction is effective.

By contrast, restrictive penalties can be applied only to the offences for which they are expressly envisaged in the Decree, and at least one of the following conditions must be met:

- the entity has received a significant gain from the offence, and the offence has been committed by a member of top management, or by subordinates subject to the direction and supervision of others where the commission of the offence was prompted or facilitated by serious organisational deficiencies;
- in the event of repeated offences.

Restrictive measures may also be applied at the request of the public prosecutor, including as a precautionary measure, during the investigative phase of the proceeding, where there is serious evidence of the entity's liability and there is specific, well-founded evidence of a risk that offences of the same nature could still be committed.

These penalties may be supplemented by the seizure of the proceeds of crime, ordered in the conviction sentence and, in certain cases, by the publication of the sentence itself.

Furthermore, under specific conditions, when applying a restrictive penalty that would interrupt the operations of the entity, the Court may appoint an external commissioner to oversee the continuation of operations for a period equal to the duration of the restriction to be applied.

However, the entity's liability is assessed by the criminal court judge and conducted through the steps indicated below, after an ad hoc trial has been started - at par - against the individual defendant and the company:

- verification of the existence of the predicate offence determining the liability of the company;
- a review of the appropriateness of the compliance models adopted.

1.2 Adoption of 231 Models to gain exemption from administrative liability

As noted above, Article 6, paragraph 1, of the Decree, in introducing the system of administrative liability, provides for a specific form of exemption from such liability if the entity demonstrates that:

a) the governing body of the entity has adopted and effectively implemented, prior to the commission of the offence, 231 Models appropriate for preventing offences of the type involved;
b) the duty of supervising the operation, effectiveness and compliance with the models as well as updating those models had been entrusted to an internal body with independent powers of initiative and oversight;
c) the perpetrators committed the offence in deliberate breach of the 231 Models;
d) there was no inadequate oversight or omission of supervision by the body referred to in letter b) above.

There is a consensus view, in legal doctrine and jurisprudence, as stressed also in the explanatory report of the Ministry, [4]that in this case the burden of proof has been reversed and placed on the entity. This position has

[4]See The Explanatory Report emphasizes: "*we begin with the presumption (empirically founded) that when an offence is committed by a senior manager, the "subjective" requirement for the entity's liability is satisfied, since top management expresses and represents the entity's policy. If this is not the case, the company must demonstrate that it played no role, and this can only be done by demonstrating satisfaction of a series of concurrent requirements*".

been revised, and somehow halted, by the Supreme Court of Cassation. [5]

According to the Court of Cassation, "[...] *by virtue of its intrinsic identification with its top manager, the entity is liable on its own grounds, without involving the constitutional principle of the prohibition of liability for actions by others (Article 27 of the Constitution). Legislative Decree 231 does not outline a situation of strict liability for the company but rather establishes that there should be an "organisational negligence" on the part of entity, in not implementing measures capable of preventing offences of the same nature as the ones that were committed. If such organisational negligence is indeed found, the offence committed within its scope can be easily attributed to the entity... [The prosecution] must identify specific channels linking the action of the [natural person] in the interest of the [the entity] and, therefore, provide evidence of the organisational negligence of the entity, thereby rendering its liability independent ...*" (see Court of Cassation, Criminal Law Section VI, ruling no. 27735 of 16 July 2010).

The Court then concluded in the following terms: "*no reversal of the burden of proof can therefore be found in the legal discipline governing an entity's liability for an offence, as the prosecution still has the burden of proving the commission of the offence by a person with one of the qualities referred to in Article 5 of Legislative Decree 231 and the inadequacy of the internal rules of the entity. The latter has ample scope to provide evidence to the contrary*."

Article 6, paragraph 2, of the Decree also establishes that - in relation to the scope of the delegated powers and the risk of commission of offences - 231 Models must:

- identify the activities potentially exposed to the commission of the offences provided for by the Decree;
- establish specific protocols to plan the formation and implementation of the entity's decisions concerning the offences to be prevented;
- identify methods for managing financial resources suitable for preventing the commission of such offences;
- establish obligations for reporting to the body appointed to oversee the operation of and compliance with the model;
- introduce an internal disciplinary system to punish non-compliance with the measures indicated in the model.

The Decree establishes that 231 Models meeting the above requirements may be adopted on the basis of codes of conduct drawn up by representative trade associations. They shall be notified to the Ministry of Justice which, in agreement with the competent ministries, may make comments within 30 days on the suitability of the models to prevent the commission of Offences (Article 6, paragraph 3, of Legislative Decree 231/2001).

Finally, in smaller entities, oversight duties may be performed directly by the governing body (Article 6, paragraph 5, of Legislative Decree 231/2001).

1.3 Confindustria Guidelines

In implementation of the provisions of Article 6, paragraph 3, of the Decree, Confindustria, first among the trade associations, produced its own "*Guidelines for the construction of 231 Models pursuant to Legislative Decree 231/2001*" (issued on 7 March 2002 and subsequently amended), providing methodological recommendations

[5] Leading scholars had already pointed out the conflict of such presumption of liability with the constitutional principles enunciated in Articles 3, 24 and, above all, 27 of the Italian Constitution. In this regard, the Court of Cassation upheld the constitutionality of Article 6 of Legislative Decree 231/2001, affirming that "*the set of rules provided for in Legislative Decree 231/01 concerning the liability of entities for offences does not conflict with the principles that the Constitution sets out in Articles 3, 24 and 27 and, accordingly, the issue raised concerning the constitutionality of the provisions is manifestly unfounded*" (see Court of Cassation, Criminal Law Section VI, ruling no. 27735 of 16 July 2010).

for its members on how to identify risk areas and structure 231 Models.

More specifically, the Confindustria Guidelines recommend that companies use risk assessment and risk management processes, delineating the following steps for the definition of the model:

- risk identification;
- preparation and/or implementation of a control system capable of preventing risks through the adoption of specific protocols.

  The most important components of the control system conceived by Confindustria are:
  - The Code of Ethics;
  - the organisational system;
  - manual and/or computerised procedures;
  - authorisation and signature powers;
  - control and management systems;
  - communication with personnel and their training.

  These components must comply with the following principles:
  - verifiability, documentability, consistency and appropriateness of each operation;
  - application of the principle of separation of functions;
  - documentation of controls;
  - appropriate system of penalties for violation of the provisions of the Code of Ethics and the procedures envisaged by the model;
  - autonomy, independence, expertise and continuity of action of the Supervisory Body.
- identification of the criteria for selecting the Supervisory Body and the establishment of specific reporting flows to and from the Supervisory Body.

In a note dated 8 June 2021, the Ministry of Justice, in accordance with the provisions of Article 6, paragraph 3, of Legislative Decree 231/2001, notified its final approval of the new Confindustria Guidelines updated to June 2021.

The new version amends the previous text of 2014 to incorporate the developments in the composition of the Supervisory Body, legislation, case law and practice that have occurred in the meantime, maintaining the distinction between the general part and the special part and updating the latter with the new predicate offences introduced after 2014 (such as, but not limited to, tax crime).

In particular, the general part was revised to include the promotion of integrated compliance systems aimed to develop harmonized control systems and procedures to improve the effective and efficient operation of compliance activities.

1.4 Code of Ethics and 231 Model

The Code of Ethics of the ENAV Group sets out the principles of "corporate ethics" that the ENAV Group recognises as its own and with which all employees, corporate bodies, consultants and partners are required to comply. As such, it can be considered one of the components of the Model.

The 231 Model is designed to prevent the commission of specific types of offence (for actions that, apparently committed for the benefit of the company, may involve administrative liability under the provisions of Legislative Decree 231/2001) and sets out specific rules of conduct, in compliance with the provisions of the Decree. The effective and constant implementation of the Model represents one of the bases for exemption from liability pursuant to Legislative Decree 231/2001.

More specifically, the Code of Ethics of the ENAV Group contains the following essential elements:

- the principles of corporate ethics of the ENAV Group;
- the ethical rules governing relations with all stakeholders of the ENAV Group;
- the principles of conduct to be adopted in relations with the Public Administration;
- the principles of conduct that must guide relations with contractors and subcontractors
- ethical standards of conduct;
- internal penalties for violation of the rules;
- the impact on the corporate organisational system and the methods for its implementation.

Each member of the Board of Directors or the Board of Auditors, employee, external associate and, more generally, all Obligated Persons under this Model is required to comply with the rules set out in the Code of Ethics in the exercise of their functions, including when representing the Company before any third parties.

Any third parties with an interest in interacting with one of the companies of the ENAV Group will be made aware of the Code of Ethics and will be required to gauge their actions and attitudes, within the sphere of their competence and responsibility, to ensure full compliance with the provisions of the Code.

The Company undertakes to disseminate the Code of Ethics, to periodically update it, to provide any possible tool that facilitates its full application, to investigate any reported violations of the rules of the Code of Ethics, and to assess the circumstances surrounding the report and consequently impose, where a violation is ascertained, appropriate penalties on the Obligated Persons involved.

In addition to these documents, the Management System (the set of quality, safety, security, and workplace health and safety procedures) is in force, consisting of other rules approved by the Chief Executive Officer.

The overall Management System, consisting of the various specific management systems, together with the rest of the documentation approved by the Board of Directors concerning procedures, policies and codes (such as the Code of Ethics, the Anti-Corruption System and risk policies), in their capacity as internal regulatory instruments, must be considered an integral part of this Model.

1.5 Anti-Corruption System

The ENAV Group is aware that corruption fuels illegal markets, distorts competition, costs the community a very high price in economic and social terms, alters the mechanisms of competition between companies and individuals, favouring some to the detriment of others regardless of actual entrepreneurial and professional qualities, damages the economy, cultural and social growth as well as citizens' trust in institutions and companies, undermining democratic and ethical values. Therefore, the ENAV Group believes it is essential to develop its national and international business with loyalty, fairness, transparency, honesty and integrity, to protect its reputation, the expectations of stakeholders, its business partners and the work of its employees and collaborators. The ENAV Group therefore bases its actions on the broadest compliance with anti-corruption regulations and, as a result, adopts a zero-tolerance approach to any act of corruption, fraudulent behaviour and/or more generally illicit or irregular conduct. On 21 December 2021 ENAV obtained the Anti-Corruption certification in accordance with ISO 37001:2016, subsequently renewed.

In compliance with the mentioned zero tolerance against corruption principle, and within the scope of an awareness campaign and of the dissemination of the relevant rules and principles, in addition to further governance and compliance controls, ENAV adopted an anti-corruption system and Guidelines for the prevention of and fight against corruption, in line with international best practices and standards, across all the companies of the Group.

The Anti-corruption System is part of a complex internal regulatory corpus consisting of Internal Regulatory Instruments (e.g. policies, procedures, guidelines and regulations) which govern in detail each individual area and which internal staff must comply with.

The ENAV Group bases its action on the broadest compliance with anti-corruption regulations issued by both national and supranational authorities ("Anti-Corruption Laws") and as a result counters and does not tolerate any act of corruption, fraudulent conduct and/or, more generally, illegal or wrongful conduct that may be committed in any manner whatsoever, whether as an active or passive participant, by employees or by third parties such as contractors, consultants, suppliers, partners, agents and other individuals, natural or legal entities and de facto organisations that carry out business with the Company or with the companies of the ENAV Group.

The management team of the ENAV Group is personally committed, in compliance with Anti-Corruption Laws, to raising awareness and disseminating these rules and principles within its own organisation in order to prevent corruption, in application of the principle of "zero tolerance" against corruption

Employees are required to report, preferably through the Whistleblowing system, any illegal or suspected illegal activities of which they have become aware.

2. THE GOVERNANCE MODEL AND THE ORGANISATION OF THE COMPANY

2.1. The Company

Techno Sky is the logistics and maintenance company of the ENAV Group, ensuring full operational efficiency and complete availability - without interruption - of the plant, systems and software used for air traffic control in Italy. In particular, in pursuing its corporate purpose, the Company contributes to guaranteeing, among other things, the safety of air navigation and the efficiency of the national transport system in both civil and military spheres.

Techno Sky provides technical-operational and maintenance services for radar systems, telecommunication centres, meteorological systems, navigation aid systems and software systems for air traffic control.

These activities are supplemented by services and products related to the in-house development of software dedicated to the air traffic control sector, meteorological observation and forecasting, calibration of measuring instruments, logistic support (spare parts management, training), and the engineering and integration of "mission critical" systems.

Techno Sky therefore has a unique heritage of technologies, skills and experience, acquired thanks to decades of activity in the maintenance and technical assistance sector. Its constant presence in all phases of the operational life cycle of the systems has led Techno Sky to play a key role in Air Traffic Management (ATM) market, recognised not only at a national level, but also by the largest global manufacturers of Air Traffic Control (ATC) systems.

To achieve these results, the Company's operational structure is strategically distributed throughout Italy, and can respond efficiently and promptly to every technical and managerial need.

2.2. The Company's governance system

The expression "corporate governance" refers to the Company's administration and control system, understood as a set of rules and procedures designed to ensure the effective and efficient management of the Company, with the aim of creating value for shareholders in the medium-to-long term, taking account of the interests of other stakeholders.

The Company has a Board of Directors and a Chief Executive Officer. The Board of Directors is headed by the Chairman.

Directors must meet the following requirements:

- directors must be selected on the basis of standards of professionalism and experience from among persons with at least three years of overall experience in the performance of:
- administrative or oversight activities or managerial duties in companies; (b) professional activities or university instruction in legal, economic, financial or technical-scientific subjects; or (c) administrative or managerial functions in public entities or government departments operating in sectors related to that of the company, or in public entities or government departments not related to such sectors provided that the functions are involved in the management of economic and financial resources;
- the Chief Executive Officer may hold the position of director in no more than two additional management bodies of corporations;
- directors who have been convicted of certain offences shall be ineligible for directorship or forfeit their position for cause;
- Directors cannot be owners of individual businesses, nor can they accept the role of unlimitedly liable

partner in other companies.

The Shareholders' Meeting is responsible for the key decisions in the life of the Company, approves the financial statements and resolves on amendments to the articles of association and extraordinary operations, such as capital increases, mergers and demergers.

The articles of association also provide for mechanisms through which the Parent Company may directly control the performance of Company business.

Pursuant to the articles of association, the Board of Auditors is made up of 3 standing members and 2 alternate members, who are appointed by the Shareholders' Meeting. It monitors compliance with the law and the articles of association, compliance with the principles of sound administration and, in particular, the adequacy of the organisational, administrative and accounting structure adopted by the Company and its actual operation.

2.3. Intercompany contracts

The Parent Company provides certain corporate services to the Company, through its organisational units in charge of a given area, under the provisions of specific intercompany contracts negotiated on market terms and conditions.

3. ADOPTION OF THE 231 MODEL BY TECHNO SKY

3.1. Objectives pursued with the adoption and updating of the 231 Model

The Company has deemed it consistent with its corporate policies as well as its institutional mandate to implement the 231 Model provided for under Legislative Decree 231/2001.

This initiative was taken in the belief that the adoption of that document would represent an effective tool for raising the awareness of all those who work in the name and on behalf of the Company so that they act appropriately in the performance of their duties to prevent the risk of Offences.

To this end, the Company adopted its own 231 Model pursuant to Legislative Decree 231/2001 by resolution of the Board of Directors on 26 March 2007.

Following organisational changes approved by the Company after the approval of the Model and the introduction of new offence descriptions within the scope of Legislative Decree 231/2001, the Company, in line with the provisions of the Decree and the Confindustria Guidelines, has constantly maintained and updated the Model over the years in order to ensure its ongoing compliance with the requirements of solidity, functionality and effectiveness.

Since this document, and the 231 Model that derives from it, are instruments issued by the Board of Directors - in accordance with the requirements of Article 6, paragraph 1, letter a) of

Legislative Decree no. 231/2001 – any subsequent amendments and supplements are the responsibility of the Board, except for changes directly connected with corporate reorganisation measures that do not involve radical changes in the structure of the Model.

The key principles of the Company's 231 Model are:

- identification of business processes and mapping of the Company's activities exposed to crime risk;
- presence of a Supervisory Body having financial independence and initiative-taking and oversight powers to ensure the operation, effectiveness and compliance with the 231 Model;
- verification of corporate conduct and documentation for each significant transaction;
- adoption of a disciplinary system suitable to levy penalties for non-compliance with the requirements and procedures provided for in the 231 Model;
- dissemination at all company levels of Internal Regulatory Instruments, including in particular, rules of conduct and procedures.

3.2. The function of the 231 Model

The 231 Model represents a structured and comprehensive system of procedures and control activities, both ex ante and ex post, designed to prevent and reduce the risk of committing Offences.

More specifically, the identification of activities exposed to crime risk and their organisation in an effective control system is intended to:

- raise awareness among those who work with the Company in various capacities (employees, consultants, suppliers, etc.), asking them, as part of the activities they perform in the interest of the Company, to adopt appropriate and transparent conduct in accordance with the ethical values which inspire the Company in the pursuit of its corporate purpose, thereby mitigating the risk of committing the Offences addressed in the Decree;
- help improve the management of the internal control system, fostering the consolidation of a corporate

culture that values the principles of transparency, ethical conduct, fairness and compliance with the rules, thereby also enhancing the Company's image;
- ensure that all those who work in the name and on behalf of the Company are fully aware of the risks of committing an offence subject to criminal and administrative penalties not only for themselves but also for the Company, when violating the provisions contained therein;
- reiterate that these forms of unlawful behaviour are strongly condemned by the Company (even if the Company were apparently in a position to benefit from them) as they are contrary not only to the provisions of the law but also to the ethical and social principles with which the Company intends comply in pursuing its corporate mission;
- enable the Company, thanks to the monitoring of activity areas at risk of crime, to take prompt 1ction to prevent or combat the commission of Offences.

The purposes of the 231 Model therefore include establishing among employees, corporate bodies, consultants and partners and, more generally, all those who operate on behalf or in the interest of the Company in areas at risk an understanding of the need for compliance with the roles, operating methods, protocols and, in other words, the 231 Model, and an awareness of the social value of this Model in preventing Offences.

3.3. Chronology of updates to the Model

The Model, the first draft of which was approved by the Board of Directors of the Company in 2007, has been updated over the years as follows:

- 1st update: approved by the BoD on 21 February 2011;
- 2nd update: approved by the BoD on 21 November 2012;
- 3rd update: approved by the BoD on 18 December 2013;
- 4th update: approved by the BoD on 23 September 2016;
- 5th update: approved by the BoD on 3rd August 2017;
- 6th update: approved by the BoD on 6 March 2019;
- 7th update: approved by the BoD on 18 February 2021 (as updated with minor changes in the Special Part by the BoD on 2 August 2021);
- 8th update: approved by the BoD on 7 April 2025.

3.4. Principles inspiring the 231 Model

In preparing this document, existing control procedures and systems were taken into account where they were deemed to be valid measures for the prevention of Offences and the oversight of areas at risk.

In particular, the Company identified specific existing tools involved in planning the formation and implementation of the Company's decisions concerning, among other things, Offences to be prevented:

- the corporate governance principles formally or practically adopted by the Company;
- the system for attributing powers and responsibilities within the organisation;
- Internal Regulatory Instruments, including company procedures, documentation and measures concerning the structure of the corporate and organisational hierarchy, functional arrangements and the management control system;
- rules concerning the administrative, accounting, financial and reporting system;
- The Code of Ethics, which among other things seeks to foster and promote a high professional standard and to prevent conduct conflicting with the interests of the Company or violating the law, or conflicting with the values that the Company seeks to preserve and promote;

- the Anti-Corruption System;
- the personnel communication and training system currently adopted by the Company;
- the disciplinary system governed by the NCBA;
- in general, any applicable Italian and foreign legislation.

The key principles inspiring the 231 Model, in addition to the above, are:

- the Confindustria Guidelines, on which the mapping of areas at risk was based;
- the requirements laid down in Legislative Decree 231/2001, in particular:
  - putting the Supervisory Body in charge of promoting the effective and appropriate implementation of the 231 Model, including by monitoring corporate conduct and the right to obtain ongoing information on activities relevant for the purposes of Legislative Decree 231/2001;
  - verifying the functioning of the Model, with periodic updating where necessary (ex post oversight);
  - raising awareness and disseminating across all company levels the rules of conduct provided for in the Code of Ethics and the established procedures;
- the general principles of an adequate Internal Control and Risk Management System, in particular:
  - **the existence of formalised procedures:** corporate measures establishing principles of conduct, operating procedures for performing Sensitive Activities and methods for storing relevant documentation;
  - **ex post tracing and verification of transactions** using appropriate documentary/computerised support and justification of choices: each transaction must be supported by appropriate documentation that can be audited to determine the characteristics and reasons for the transaction and identify who authorised, executed, registered or verified the transaction;
  - **segregation of duties:** the system must ensure - where applicable - the application of the principle of separation of functions, under which an authorisation to carry out a transaction must be given by someone other than the person who performs or audits the transaction. Furthermore: A) powers and responsibilities must be defined and known within the organisation; and B) authorisation and signature powers must be consistent with the organisational responsibilities assigned to their holders;
  - **existence of a system of powers consistent with the organisational responsibilities assigned to their holders:** the assigned authorisation and signature powers must be A) consistent with the organisational and management responsibilities assigned to their holders; and B) clearly defined and known within the Company. Company officers that have the authority to commit the Company to certain expenditures shall be defined, specifying the limits and the nature of the expenditure.

Summarising the four previous points, the Internal Control and Risk Management System must be inspired by the following principles:

- the verification and documentation of every transaction relevant for the purposes of the Decree;
- compliance with the principle of separation of functions, under which no one can independently manage an entire process;
- the definition of authorisation powers consistent with the responsibilities assigned to their holders;
- the communication of relevant information to the Supervisory Body.

The implementation of the principles of this 231 Model, as well as the Code of Ethics, requires - with regard to the individual Sensitive Activities identified within the Company - the adoption of specific Internal Regulatory Instruments and, in particular, company procedures that define the standards with which the Company, its

personnel and its organisational units must comply in carrying out its activities, especially Sensitive Activities. When a strictly formalised procedure is not necessary or useful (for example, for processes that are already highly regulated by the law or performed at high management level or successfully governed through less detailed organisational documents than formal procedures), minimum control criteria or reference standards for implementing company processes shall be established.

Accordingly, in the remainder of this document and in the Special Section, any reference to Internal Regulatory Instruments and, in particular, to company procedures, will mean that their formalisation may be based on specific case- by-case assessments, with a degree of formality that may include, for example, the following levels:

- administrative, managerial, technical, operational and similar processes with a high level of complexity and risk (highly detailed formal procedures, possibly structured into operating instructions);
- administrative, managerial, technical, operational and similar processes with a low level of complexity and risk (controlled practices or relatively undetailed proceduralisation, using procedures, circulars, service orders or other organisational documentation);
- processes subject to a high level of external legislative or regulatory control (defined by controlled practices, without the need for specific detailed procedures, provided that the practices are governed by standards and principles, such as correctly stored documentation, tracing of the documentary process, certain dating using specific correspondence management tools, authentication of the signing of documentation where required, etc.);
- high-level management processes (defined by controlled practices or general guidelines/policies or by undetailed procedures, circulars, service notices or other organisational documentation);
- processes with different combinations of the above characteristics (to be assessed on a case-by-case basis and formalised by level of detail and type of organisational document as appropriate to their respective features).

3.5. Structure of the 231 Model: General Part and Special Part organised by type of Offence

The current version of the 231 Model consists of a "General Part" and a "Special Part", whose sections are organised by the different categories of Offence addressed in the Decree that are considered to be at risk of occurrence in view of the activity carried out by the Company.

- **Section A** - applies to the offences in relations with the Public Administration provided for in Articles 24 and 25 of the Decree and the Offence against the administration of justice of incitement to withhold evidence or to bear false testimony before the Judicial Authorities indicated in Article 25-*decies* of the Decree.
- **Section B** – applies to the offences set out in Article 25-*ter* of the Decree, i.e. corporate crime.
- **Section C** - applies to cybercrimes pursuant to Article 24-bis of the Decree.
- **Section D** – applies to offences related to organised crime pursuant to Article 24-ter of the Decree, terrorism or subversion of the democratic order as set out in Article 24-ter of the Decree and the transnational crimes indicated in Law 146 of 16 March 2006.
- **Section E** – applies to the offences related to counterfeiting coins, banknotes, revenue stamps and means of identification (Article 25-bis of the Decree), crimes against industry and commerce (Article 25-bis.1 of the Decree) and copyright infringement pursuant to Article 25-*novies* of the Decree.
- **Section F** - applies to the offences under Article 25-septies of the Decree, i.e. manslaughter and serious or very serious negligent personal injury in violation of workplace health and safety regulations.
- **Section G** – applies to the handling of stolen goods, money laundering or the use of money, goods or benefits of illegal origin, as well as self-laundering pursuant to Article 25-octies of the Decree.

- **Section H** – applies to a number of circumstances that could in theory arise with regard to the environmental offences provided for in Article 25-undecies of the Decree.
- **Section I** – applies to offences associated with employing third-country nationals illegally in Italy, as set out in Article 25-duodecies of the Decree and crimes against individuals under Article 25-quinquies of the Decree.
- **Section J** – applies to the tax offences indicated in Article 25-quinquiesdecies of the Decree.
- **Section K** – applies to smuggling and excise tax evasion as set out in Article 25-*sexiesdecies* of the Decree.
- **Section L** - Offences relating to non-cash payment instruments and fraudulent transfer of valuables (Article 25-*octies*.1 of Legislative Decree 231/2001).
- **Section M** - concerns crimes against cultural heritage as per articles 25-*septiesdecies* and 25-*duodevicies* of the Decree.

Even if it cannot be entirely ruled out a priori, the risk of committing certain other types of offence referred to in Legislative Decree no. 231/2001 (such as female genital mutilation practices indicated in Article 25-quarter.1) is considered remote, and is likely to be covered by the principles and rules set out in the Code of Ethics, the Anti-Corruption System and other Internal Regulatory Instruments, which contain equally binding rules for all Obligated Persons, obviously without prejudice to the duty to strictly comply with all applicable laws and regulations.

4. ACTIVITIES PERFORMED FOR THE CONSTRUCTION, UPDATING AND MANAGEMENT OF THE 231 MODEL

4.1. Introduction

The preparation of this document was preceded by a series of preparatory activities divided into a number of phases and aimed at updating the risk prevention and management system in line with the provisions of Legislative Decree 231/2001, inspired not only by the rules contained therein, but also by the Guidelines.

The construction of the 231 Model encompassed the following key conceptual phases:

- analysis of Sensitive Activities (risk assessment): identification of the processes and activities within which the offences referred to in Legislative Decree 231/2001 could be committed and identification of the ways in which, theoretically, predicate offences can potentially apply to the Company;
- interviews and gap analysis: sharing of the risk profile, identification of existing control measures and of any shortcomings/gaps;
- development of the Model.

4.2. Sensitive Activities

The Company conducted a careful analysis of its organisation, management and control tools in order to determine the extent to which the principles of conduct and protocols already adopted were consistent with the purposes set out in the Decree and, where necessary, plan and organise the adaptation of those arrangements.

Article 6, paragraph 2, letter a) of the Decree expressly provides that an entity's Model shall identify the business activities in which the offences referred to in the Decree could potentially be committed.

Accordingly, an analysis of the Company's business activities and the related organisational structures was conducted for the specific purpose of identifying, in relation to each potentially relevant Offence, the Company's areas exposed to crime risk, in which Offences could be committed ("Sensitive Activities") and examples of possible ways in which this might occur.

The Company then analysed its business activities on the basis of the information collected by the unit managers and by top management, who have the broadest and deepest understanding of operations in their sectors, given their position.

More specifically, the activities at risk within the business processes were identified on the basis of a preliminary analysis of:

- the Company organisation chart, which highlights hierarchical and functional reporting lines;
- the Company's organisational manual, which defines the organisation of the Company in terms of its organisational structure, missions, responsibilities and assigned duties;
- the resolutions and reports of the management and oversight bodies;
- of the intercompany contracts between the Company and ENAV, which regulate the activities managed, in part or in whole, through outsourcing to the Parent Company;
- the corpus of company rules (i.e. the organisational procedures and guidelines) and the control system in general;
- the system of delegation of powers and authorities;
- the recommendations set out in Confindustria's Guidelines;
- the "history" of the Company, i.e. the prejudicial events that affected the Company in the past.

The Company does not conduct business with third parties who do not intend to adhere to the principles of the

Code of Ethics and will not keep such relationships with anyone who violates such Principles. Accordingly, the heads of corporate units who enter into and manage business relationships with the latter are required to inform them of the adoption of the Code of Ethics and to ensure that the principles contained therein are accepted and applied.

5. SUPERVISORY BODY

5.1. Designation of the Supervisory Body and its position within the hierarchical-functional line

The body in charge of supervising the operation of and compliance with the Model, as well as updating it as necessary, must be internal to the Company and have independent initiative-taking and control powers (Article 6, paragraph 1, letter b) of Legislative Decree 231/2001).

The explanatory report accompanying the Decree specifies that: "*The entity (...) shall also oversee the effective operation of the models and compliance with them: to this end, in order to ensure the maximum effectiveness of the system, the company shall rely on an in-house unit (in order to avoid schemes aimed to create a veneer of legitimacy for the action of the company through the use of complaisant bodies, and above all to set the grounds for the fault of the entity), having independent powers and specifically responsible for these duties ... establishing a requirement to report to this internal Supervisory Body is of the utmost importance to ensure its successful operation ...*".

5.2. Requirements for members of the Supervisory Body, causes of incompatibility and responsibilities

The Confindustria Guidelines recommend that the Supervisory Body should be a body other than the Board of Directors or the directors without delegated authorities and that it may also consist of "external" members.

The Supervisory Body shall have the following characteristics:

- autonomy;
- independence;
- expertise;
- continuity of action.

The requirements for autonomy and independence dictate: a) the integration of the Supervisory Body as a staff unit at the highest possible level in the hierarchy, for example reporting directly to the top officers and directors of the Company; and b) the absence of operational duties for the Supervisory Body, which by involving it in operational decisions and activities would jeopardise its impartiality of judgment.

The expertise requirement is to be understood as the wealth of theoretical and practical knowledge of a technical - specialist nature that the members of the Supervisory Body must have to effectively perform their functions. In other terms, the specialised techniques required to perform inspection and advisory activities. These techniques can be used:

- preventively, to deploy - upon adoption of the Model and subsequent amendments - the most appropriate measures to prevent offences, with reasonable certainty (advisory approach);
- concurrently, to verify that daily conduct effectively complies with codified standards;
- retrospectively, to ascertain how such offence could have occurred and who committed it (inspection approach).

From the point of view of the continuity of action requirement, the Supervisory Body must use its investigative powers to constantly monitor compliance with the Model and ensure its implementation and update, representing a constant point of reference for all of the Company's personnel.

On top of such requirements, the members of the Company's Supervisory Body must show personal integrity and ensure there are no causes of ineligibility or forfeiture, where provided for in the articles of association and the Rules of the Supervisory Body.

5.3. Appointment and term

In implementation of the provisions of Article 6, paragraph 1, letter b) of the Decree, the Company's Board of Directors of 7 June 2022 opted for a collective Supervisory Body with a mixed collective composition of internal and external members.

The members, who meet the requirements of autonomy, expertise, integrity and continuity of action, remain in office for three years and can be reappointed.

The Supervisory Body may adopt its own Regulations autonomously, to set out and regulate the above aspects and any other matters within the sphere of its responsibilities.

The Board of Directors ensured that the Supervisory Body had all those conditions of autonomy and continuity of action provided for by the lawmaker and established its remuneration.

5.4. Replacement, forfeiture and removal

Causes for forfeiture of office as a member of the Supervisory Body, extending to the heads of the units and/or human resources working for the Supervisory Body, are:

- conviction, with a final ruling, for having committed one of the Offences under Legislative Decree 231/2001;
- sentencing, with a final ruling, to a penalty involving interdiction, whether permanent or temporary, from holding a public office or a temporary interdiction on holding a management position with a legal entity or company.

In particularly serious cases, the Board of Directors may decide, even before the issue of a final ruling and after obtaining the opinion of the Board of Auditors, to suspend the powers of the Supervisory Body and appoint an interim replacement.

Except during reassessments of the role and positioning of the Supervisory Body, based on the experience of implementing the Model, the specific powers of the Supervisory Body may only be removed for just cause, subject to a resolution of the Board of Directors after obtaining the opinion of the Board of Auditors.

5.5. Resources available to the Supervisory Body

The Supervisory Body shall have appropriate financial resources.

The resources may be used to pay for professional advice, tools and anything else necessary or appropriate to perform the functions of the Supervisory Body.

The Supervisory Body autonomously decides the expenses it shall incur in compliance with corporate signature powers, while expenditure in excess of the budget must be authorised by the Chief Executive Officer and notified to the Board of Directors.

5.6. Operation of the Supervisory Body

In performing its supervisory and oversight duties, the Supervisory Body may rely on the support of the unit in charge of Parent Company's legal affairs and internal auditing, for the matters they are respectively responsible for, namely:

- monitoring of compliance with the requirements of the 231 Model;
- assessment of the actual effectiveness and suitability of the Model to prevent offences;
- proposals for any updates to the 231 Model;
- monitoring of the effectiveness of the 231 Model;

- handling of reporting to the Board of Directors;
- Technical Secretariat functions.

5.7. Functions and responsibilities of the Supervisory Body

In general, the Supervisory Body is in charge of:

- monitoring compliance with the requirements of the 231 Model by the Obligated Persons and identifying any irregular conduct that may emerge from the analysis of information and reports received;
- verifying compliance with implementation and suitability of the Model with respect to the need to prevent Offences;
- assessing the actual effectiveness and ability of the 231 Model to prevent Offences within the context of the company structure;
- proposing updates to the 231 Model where there is a need to modify it in response to changes in conditions within the Company or the introduction of new Offence descriptions relevant to the circumstances of the Company within the scope of the Decree;
- monitoring the effectiveness of the 231 Model, i.e. verifying the compliance of actual behaviour with the abstract framework of the general model.
- notifying the relevant structures of any infringements of the Model so that they can take any necessary disciplinary measures;
- with the support of other competent units, periodically audit the system of delegated powers, recommending changes in the event that a power and/or qualification does not match the powers of representation granted to internal managers or sub-managers.

From an operational point of view, the following duties are entrusted to the Supervisory Body, which issues specific instructions on the matters:

- developing a programme for auditing the effective application of the control procedures in the areas at risk, bearing in mind that primary responsibility for overseeing activities, even for those relating to areas exposed to crime risk, remains with the managers in charge of the respective activities and forms an integral part of production and support processes;
- ensuring the implementation of the surveillance programme and interventions connected with that programme, performing unscheduled interventions where necessary;
- processing the results of the interventions carried out in the performance of their duties;
- collecting, processing and storing relevant information regarding compliance with the Model, as well as updating the list of mandatory information that must be transmitted to the Supervisory Body;
- coordinating with other company units to enhance the monitoring of activities in areas at risk. To this end, the Supervisory Body shall be kept informed on an ongoing basis on developments in activities in areas exposed to crime risk and shall have full access, without the need to obtain prior consent, to all relevant company documentation. The Supervisory Body shall also be notified by the management of any situations in company activities that may expose the Company to crime risk;
- checking that the required documentation is actually in place, regularly kept and effective, in accordance with the provisions of the Special Part of the 231 Model for the different types of Offences. In particular, the most significant activities or operations considered in the Special Section must be reported to the Supervisory Body. Document updates must be made available to the Supervisory Body to enable its monitoring activity;
- conducting internal surveys to ascertain alleged violations of the provisions of the 231 Model;

- periodically carrying out targeted audits of certain transactions or specific actions conducted within areas at risk, as defined in the Special Part of the 231 Model;
- promoting - in coordination with the company unit responsible for training and communication - appropriate initiatives for disseminating an understanding of the 231 Model and preparing the internal organisational documentation necessary for the operation of the Model itself, containing instructions, clarifications or updates;
- verifying that the actions provided for in the Special Part of the 231 Model for the different types of offence (adoption of standard clauses, execution of procedures, etc.) are adequate and meet the requirements for compliance with the provisions of the Decree, taking steps to update these actions where this is not the case;
- coordinating with the other oversight bodies and with the managers of the corporate areas and units.

5.8. Powers of the Supervisory Body

In order to perform its audit, analysis and control activities, the Supervisory Body:

- shall have unlimited access (for the processes designated as sensitive by the 231 Model) to all company information and all documentation deemed relevant for the purposes of these activities;
- may submit requests of a general or specific nature to the various corporate units, including top management units, in order to obtain the information deemed necessary for the performance of its duties;
- may request from anyone who works on behalf of the Company in a Sensitive Activity any information deemed useful for the purpose of its supervision.

5.9. Reporting to corporate bodies

The Supervisory Body reports on the implementation of the 231 Model and the emergence of any critical issues.

As noted above, in order to ensure its full autonomy and independence in the performance of its functions, the Supervisory Body shall communicate directly with the Board of Directors of the Company.

In particular, the Supervisory Body reports to the corporate bodies on the status of the implementation of the Model and the findings of its supervisory activity through direct reporting and meetings (including video conferences) as follows:

- at least on a yearly basis, to the Board of Directors and the Board of Auditors through a written report illustrating the Supervisory Body's monitoring activities, the critical issues identified and any corrective or improvement actions suitable to ensure the operational implementation of the Model, and the relevant and general information regarding the adoption of the 231 Model by the subsidiaries;
- promptly to the Board of Directors if it is necessary to report serious and extraordinary situations, such as violations of the principles of implementation of the 231 Model, legislative changes involving the administrative liability of the entities that fall within the scope of implementation of the Model, as well as deficiencies in the Model itself;
- promptly to the Board of Auditors concerning alleged violations committed by top management or by members of the Board of Directors, without prejudice to the faculty of the Board of Auditors to request information or clarifications regarding the alleged violations.

The Supervisory Body may be summoned at any time by the Board of Directors and the Board of Auditors and, in turn, has the right to request that those corporate bodies be called to address matters relating to the functioning and effective implementation of the Model or concerning specific situations.

The Supervisory Body may also be summoned to the meetings of the Board of Directors and the Board of Statutory Auditors, called to examine the periodic or extraordinary reports of the Supervisory Body and, in general, any activities concerning the Organisational Model.

The above reporting activity shall be documented in minutes and kept in the records of the Supervisory Body, in compliance with the principle of confidentiality of the data and information contained therein, as well as the regulations governing the processing of personal data.

To ensure the regular and effective flow of information, as well as for the purpose of the complete and correct exercise of its duties, the Supervisory Body is also entitled to request clarifications or information directly from any persons in charge of key operations.

Depending on the specific issues it must address, the Supervisory Body also coordinates with:

- the legal affairs unit on the interpretation of applicable legislation, the modification of the mapping of the areas exposed to crime risk (in coordination with the internal audit unit), the definition of the content of contractual clauses (also in coordination with the units responsible for contractual matters);
- the Whistleblowing Committee, through the Whistleblowing Coordinator, for whistleblowing reports received by the latter, concerning (a) the commission, attempted commission or reasonable risk of commission of one of the criminal offences (and/or administrative offences) relevant pursuant to Legislative Decree no. 231/2001; and/or (b) potential or actual violations of Model 231, the Code of Ethics and/or the Group Procedures with relevance for the purposes of Decree 231;
- the human resources and training/information units with regard to staff training and disciplinary procedures related to compliance with the 231 Model and the Code of Ethics;
- the Financial Reporting Officer;
- the administration, finance and control units.

In addition, the Supervisory Body relies on the cooperation of the Internal Audit and Legal and Corporate Affairs of the Parent Company, for their respective responsibility profiles.

All meetings of the Supervisory Body are recorded, and copies of the minutes and related attachments shall be kept at the Company’s offices.

6. REPORTING TO THE SUPERVISORY BODY

The obligation to keep the Supervisory Body informed through structured reporting flows is an additional tool to facilitate its supervision of the effectiveness and efficiency of the Model and the assessment of the causes that could determine the liability of the Company under the Decree, and to receive further information to assess the implementation and dissemination of the Model.

Reporting from corporate units owning sensitive processes is intended to enable the systematic monitoring of the operation of the Model and the identification of any measures necessary to adapt the ICRMS.

The reporting obligations regarding any conduct violating the provisions of the 231 Model derive from the broader duty of diligence and loyalty of workers referred to in Articles 2104 and 2105 of the Italian Civil Code. Accordingly, everyone is required to promptly report violations (whether ascertained or potential) of the Code of Ethics and the 231 Model to the Supervisory Body.

Failure to transmit the information as indicated in the procedure “Management of information flows and reports to the Supervisory Body” represents - to all intents and purposes - a violation of the 231 Model and is therefore subject to disciplinary action, under Paragraph 9.

Specifically, the company regulations regarding information flows and reports to the Supervisory Body detail the “periodic” and “event-based” information flows that the corporate structures that own sensitive processes must transmit to the Body. Furthermore, this Procedure also provides that the obligation to provide information is also fulfilled through the provision, by the corporate owner structures, of information present in the corporate information systems to which the competent Supervisory Body must have free access and which they are required to feed and update within the scope of their activity.

The information provided to the Supervisory Body is also intended to enable it to improve its control planning activities.

6.1. Periodical information flows

The Supervisory Body must receive periodic information from Company Representatives regarding the sensitive processes and activities under its jurisdiction (so-called "periodic information flows"), as well as any critical issues identified within each sensitive area, in order to evaluate the effective application and dissemination of the Model.

The frequency with which such flows are forwarded, and the identification of the person who is to make such periodic communication are indicated in the annexes to the relevant internal regulations.

The Supervisory Body may request further information from the representatives of the relevant outsourcer’s Structures and/or organize meetings with the latter, if deemed necessary.

6.2. Event-based information flows

Within the Company, in addition to the documentation required in the individual sections of the Special Parts of the 231 Model and in the “Management of information flows and reports to the Supervisory Body” procedure, any other information of any type, including from third parties, relating to the failure to implement the 231 Model must be brought to the attention of the Supervisory Body.

In this regard, the obligations and prohibitions relating to the dissemination of inside information apply, as indicated in more detail in Special Part, Section B.

In particular, Company Representatives must promptly transmit to the Supervisory Body the so-called “event-

based information flows", concerning, among others:

- measures or information from the investigative police or the judicial authority notifying pending investigations, including against persons unknown, for predicate offences under Legislative Decree no. 231/2001.
- information on workplace accidents, except deaths, with a prognosis equal to/greater than 40 days (overall cumulative value after the first prognosis) occurring in the Group;
- any abnormal findings detected by the independent or statutory auditors in their reports on half-yearly and/or annual financial statements;
- the outcome of any tax inspections carried out by Public Bodies or any other supervisory authority;
- unauthorized access (even only attempted) by ENAV Group employees to third-party IT systems through the use of Group assets.

External Associates will also have the duty to report the news referred to in this paragraph, except for those coming from within the Company.

6.3. Delegated authorities' system

The Supervisory Body must also be informed about the system of delegated powers adopted by the Company and any subsequent updates.

6.4. Collection and storage of information

All information and reports that are part of the information flow required under this Model shall be stored by the Supervisory Body in a specific archive (computerised and/or physical documentation).

The archive may only be accessed by the members of the Supervisory Body and their associates.

7. WHISTLEBLOWING

On 15 March 2023, Legislative Decree no. 24/2023 of 10 March was published in the Official Journal, implementing EU Directive no. 2019/1937 on the protection of persons reporting breaches of Union law and domestic legislation.

The current text of Article 6, Paragraph 2-bis of Legislative Decree no. 231/2001, as amended following the entry into force of Legislative Decree no. 24/2023 cited above, provides that the organisation, management and control models require the establishment of an internal channel that allows employees, consultants, collaborators and any other person who comes into contact with the Company to report any irregularities that they may become aware of in the exercise of their function, as well as the prohibition of discrimination and a disciplinary system suitable for sanctioning failure to comply with the measures indicated in the models themselves.

In compliance with the provisions of Legislative Decree 24/2023 and Legislative Decree 231/2001, the Company equipped itself with a system to protect the public interest and integrity of the entity that allows Group personnel and other internal and external [6]persons to report, inter alia, any illicit conduct relevant under Legislative Decree no. 231/2001 and violations or grounded suspected violations of the Model[7], in the manners and through the channels indicated in the "Whistleblowing Regulation" (published on the company website and to which reference is made for further details).

The ENAV Group ensures that all whistleblowing reports will be managed and evaluated, provided that they are detailed and based on precise and consistent factual elements and that it is possible to identify the author. In this sense, anonymous reports are not accepted, except to a limited extent. Anonymous reports, if received, will be stored directly and without further investigation, except when they fall within the objective scope of application of Legislative Decree 24/2023 and are sufficiently detailed and/or adequately documented, as well as relating to potentially illicit acts or irregularities deemed to be particularly serious. In this case, anonymous reports will be treated as ordinary reports.

Whistleblowing reports can be sent through the following internal channels made available by the Company:

- IT platform (preferential channel), accessible by all reporting entities (e.g. employees, suppliers, third parties, etc.) via a specific section on the ENAV website, available at the link: Whistleblowing | Enav. The platform allows whistleblowing reports to be sent through a guided online process that does not require registration or disclosure of personal details;
- by ordinary mail (*alternative and residual channel*) to the address: Via Salaria n. 716, 00138 Roma[8].

[6]In particular, internal persons will mean employees of the Group companies and: (i) shareholders and persons with administrative, management, control, supervisory or representative functions, even only de facto; (ii) persons whose employment relationship has not yet begun in cases where the information regarding a violation was acquired during the selection process or other phases of pre-contractual negotiations, or during the probationary period; (iii) any volunteers; (iv) interns, whether paid or unpaid. By way of example and not limited to, external parties may include: (i) members of ENAV Group companies; (ii) suppliers, consultants, agents, partners, intermediaries; (iii) any person working under the supervision and direction of contractors, subcontractors and suppliers; (iv) persons whose employment relationship has already been terminated, if information on violations was acquired during the relationship itself.

[7]Rules of conduct, prohibitions and control principles contained in the General Part and in the Special Parts of the Model as well as external and/or internal regulations, provided they are relevant to the matter of Legislative Decree 231/2001 (e.g. Code of Ethics of the ENAV Group).

[8]When this is the case, the report must be placed in two sealed envelopes: the first containing the identifying data of the whistleblower together with a photocopy of the identity document; the second containing the whistleblowing report, so as to keep separate the whistleblower's identity data from the whistleblowing report. Both must then be placed in a third sealed envelope marked on the outside with the words "confidential / for the attention of the ENAV Whistleblowing Committee".

Finally, the whistleblower may make external reports through the reporting channel activated and set up, via a specific electronic platform, by the National Anti-Corruption Authority (ANAC), only when the conditions established by law are met.

The ENAV Group has put the Whistleblowing Committee in charge of the collection and management of reports pursuant to Legislative Decree 24/2023. The Committee is a collective body, adequately trained and equipped with the autonomy and professionalism requirements necessary to ensure compliance with the Decree and the Group Whistleblowing Regulation.

The Whistleblowing Committee manages reports with the support of the Internal Audit structure, always ensuring the confidentiality of the whistleblower, except where the report refers or is otherwise connected to that structure. In this latter event, the Internal Audit structure will be excluded from the evaluation and management of the specific report.

However, if the report concerns a member of the Whistleblowing Committee, the whistleblower may report by ordinary mail to the Company's Supervisory Body, in accordance with the provisions of the Group's Whistleblowing Regulation.

If the report concerns someone holding a top position in the Company (i.e. members of the Board of Directors, the Board of Statutory Auditors and the Supervisory Body), the Whistleblowing Committee, following a preliminary investigative analysis of the reported facts, is required to inform the Chairmen of the Control, Risk and Related Parties Committee, the Board of Statutory Auditors and the Supervisory Body. They will supplement the Whistleblowing Committee and assist it in subsequent investigations. If the report concerns one or more of the persons above, he or she will be excluded from the flow and from the subsequent investigation.

For whistleblowing reports concerning (a) the commission, attempted commission or reasonable risk of commission of one of the criminal (and/or administrative) offences having relevance under Legislative Decree no. 231/2001; and/or (b) potential or actual violations of Model 231, the Code of Ethics and/or Group Procedures with relevance for the purposes of Decree 231, the Company's Supervisory Body shall be promptly informed, through the Whistleblowing Coordinator, in such a manner as to ensure the protection of the identity of the whistleblower and any other persons involved in the whistleblowing. The Supervisory Body will therefore be involved in carrying out management activities, as well as in taking corrective measures.

Finally, a report submitted to a person other than the Whistleblowing Committee (or to the persons identified above and/or through channels other than those described above) must be forwarded, within seven days of its receipt, to the Committee itself, notifying at the same time the reporting person, unless the report is anonymous. In such case, if the whistleblower expressly declares that he wishes to benefit from the protections in the whistleblowing field or such wish is inferable from the report, the same will be considered a whistleblowing report. Otherwise, the report will be treated as an anonymous report.

Any measures following the conclusion of the reported issues are defined and applied in accordance with the disciplinary system (see para. 9).

Furthermore, if the investigations carried out following the whistleblowing report identify any founding elements regarding the commission of an unlawful act, the Company may file a complaint with the Judicial Authority and rely on the other remedies and measures provided by law. Likewise, if the results of the checks carried out show illicit behaviour by a third party (for example a supplier), the Company may proceed, without prejudice to any further powers provided for by law and by contract, to suspend/cancel the third party from

the company registers.

7.1 Protection of the whistleblower and other interested persons

Any report received is guaranteed to be handled with the utmost confidentiality as to its existence and content, and as to the identity of the whistleblower (if disclosed), without prejudice to legal obligations and the protection of the rights of the Company and any person accused by mistake or in bad faith.

The Company explicitly prohibits any act of retaliation or discrimination, whether direct or indirect, against whistleblowers for reasons directly or indirectly connected to the whistleblowing reports. The whistleblowing cannot constitute a prejudice to the continuation of the employment relationship.

Similarly, retaliatory or discriminatory dismissal, the transfer, changes in the whistleblower's and any other retaliatory or discriminatory measures against whistleblowers are void.

Such protection, even with the differences defined by the Lawmaker, extends not only to Techno Sky's employees but also to anyone who comes in contact with the Company in any capacity (e.g., self-employed workers, consultants, suppliers, trainees, volunteers, etc.), any facilitators and third parties in any way connected to the whistleblower (e.g., colleagues and family members) and legal entities connected to the whistleblower[9] or the persons mentioned above.

Furthermore, equal protection is also recognized to those who have made an anonymous report relevant for the purposes of Legislative Decree 24/2023, which is deemed to be admissible and therefore is not directly stored away, who subsequently reveal their identity, or it becomes known otherwise.

Lastly, any breach of the measures for the protection of whistleblowers and persons connected to them, as defined by the Company, and any malicious or gross negligence in reporting facts that turn out to be groundless will be punished in line with the provisions of the disciplinary system (see Par. 9).

Finally, the adoption of discriminatory measures against the whistleblower can be reported to ANAC, for the measures within its jurisdiction.

7.2 Protection of the reported person

In order to prevent any abuse of Whistleblowing and to prevent denunciations, defamation, discrimination, retaliation or other disadvantages and/or the disclosure of sensitive personal data of the reported person, which could imply damage to his/her reputation, pending the ascertainment of his/her responsibility, this person cannot be sanctioned in any disciplinary way on the basis of what is stated in the report, without there being objective evidence and without proceeding to investigate the facts which are the subject of the report itself.

The reported person, upon his/her request, may be heard, including by exchange of written observations and documents, without prejudice to confidentiality obligations for the protection of whistleblowers.

[9] Legislative Decree 24/2023; Article 3, Paragraph 2 (d): "entities owned by the whistleblower or by the person who filed the complaint with the judicial or accounting authority or who made a disclosure or for which the same persons work, as well as to entities operating in the same work context".

8. TRAINING, INFORMATION AND SUPERVISION

8.1 Information and training

In order to guarantee the effectiveness of the 231 Model, the Company seeks to ensure that its personnel have a thorough understanding of Internal Regulatory Instruments (e.g. procedures and rules of conduct) adopted in implementation of the principles contained herein, with varying degrees of detail depending on their different level of involvement in areas at risk.

Information activities include:

- The Internal Regulatory Instruments (e.g. procedures, control systems and rules of conduct) adopted in implementation of the principles set out in this document together with the Code of Ethics and the Anti-Corruption System shall be communicated to all the staff in line with their actual activities and individual duties. This communication may be delivered either using computerised tools (e.g. the intranet), an operating manual or other documentation suitable for this purpose or through the provision of such documentation through the secretariat of the head of the employees' unit;
- Employees, upon acceptance of their job offer, will be asked to sign a specific declaration of acceptance and commitment to comply with Internal Regulatory Instruments including, in particular, the Code of Ethics, the Anti-Corruption System and the procedures adopted in implementation of the 231 Model;
- the members of the Board of Directors, upon acceptance of their appointment, undertake to comply with the provisions of the Code of Ethics, the Anti-Corruption System and this 231 Model;
- this document and the principles contained therein must be communicated to all managers, who, in relation to the particular fiduciary relationship and the managerial independence of their position, will work together towards their correct and effective implementation. Senior managers must sign a commitment similar to that signed by the members of the corporate bodies.

Training

The Company will also organise training initiatives in order to disseminate and facilitate an understanding of Internal Regulatory Instruments (e.g. procedures and rules of conduct) adopted in implementation of the principles referred to in this 231 Model and the principles contained in the Code of Ethics and the Anti-Corruption System. The content of the training will differ depending on the qualifications of the employees, the risk in the area in which they operate and whether or not they perform representative functions within the Company.

Staff training for the purposes of implementing the 231 Model is managed by the Supervisory Body, with the other Company units (e.g. Internal Audit, Human Resources) and will be organised into the following levels:

- Supervisory Body: meetings providing updates on any significant legislative, case-law or doctrine changes relating to the Decree and its application;
- Management and/or personnel with representative functions within the Company and internal managers: information and training seminars, at intervals commensurate with their position; information in the letter of employment for new hires;
- other personnel: internal information document; information in the letter of employment for new hires; access to the intranet; training as part of the company induction course; any other training and/or information initiatives in relation to specific needs; online training.

In addition to these activities, the Company, in agreement with the Supervisory Body, offers a training plan.

The training plan will involve initiatives differentiated by the positions held by the Company Representatives

and the specific Sensitive Activities in which they are involved.

Attendance at the training courses prepared for Employees is mandatory: it is the responsibility of the heads of the competent human resources and training units to inform the Supervisory Body on the results of these courses in terms of participation, satisfaction and effectiveness.

8.2 Selection of External Associates and Partners

Acting on a proposal of the Supervisory Body, the Board of Directors may decide to establish specific evaluation systems for the selection of External Associates and Partners.

8.3 Notice for External Associates and Partners

Specific information on the Internal Regulatory Instruments may be provided to External Associates and Partners (e.g. those on policies and procedures) adopted by the Company on the basis of this 231 Model as well as the text of the contractual clauses normally used in this regard.

8.4 Notice to Suppliers

The Company shall notify its Suppliers of the adoption of the 231 Model, the Code of Ethics and the Anti-Corruption System in a specific clause in the contract.

Suppliers shall also issue a statement that they have not been convicted of and/or that they have no pending proceedings involving the Offences covered by Legislative Decree 231/2001.

8.5 Oversight obligations

All Company Representatives with oversight responsibilities in respect of other Company Representatives shall exercise them with the utmost diligence, reporting to the Supervisory Body any irregularities, violations and non-compliance in accordance with the procedures provided for in the previous section.

In the event of failure to comply with these obligations, Company Representatives with oversight responsibilities will be subject to penalties in accordance with their position within the Company as provided for in the following chapter.

9. DISCIPLINARY SYSTEM

9.1 General principles

A further key step in the construction of the 231 Model, associated with the adoption of the Code of Ethics, was the adoption of an appropriate system of penalties for the violation of the rules and procedures provided for under Legislative Decree 231/2001 that serve as the basis for exemption from the associated liability.

Within the complex and articulated system of compliance models that allow exemption from liability and given the specific purposes of those models, it is clear how such violations damage the fiduciary relationship with the entity and must, consequently, lead to disciplinary action, regardless of the possible pursuit of criminal charges in cases where the conduct constitutes an offence.

Article 6, paragraph 2, letter e) and Article 7, paragraph 4, letter b) of Legislative Decree 231/2001 require the establishment (both for persons in top management positions and persons subject to management by others) of "*a disciplinary system capable of penalising failure to comply with the measures indicated in the Model*".

The imposition of penalties proportional to and capable of deterring violations of the provisions of the 231 Model is intended to contribute to: (i) the effectiveness of the Model itself and (ii) the effectiveness of the control action of the Supervisory Body.

It is also important to emphasise that the disciplinary sanctions do not depend on the outcome of the criminal proceedings. The rules of conduct imposed by the Model are adopted by the company in full autonomy, regardless of whether the conduct gives rise to an Offence.

As regards the type of sanctions that can be imposed, it should first be noted that, in the case of payroll employees, any penalties must comply with the procedures provided for by Article 7 of the Charter of Labour Rights and/or by any special regulations established in law or contract, where applicable, characterised not only by the consistency of the category of violation, but also the consistency of penalty procedures.

9.1.1 Description of the disciplinary system

In compliance with the provisions of Article 7 of the Charter of Labour Rights, the code of conduct and penalties contained in the 231 Model, must be brought to the attention of all employees by posting it in a place accessible to all.

9.1.2 Basis of the code of penalties

The code of penalties contained in this Model has been prepared in strict compliance with all labour law regulations.

In consideration of the existing system of trade union relations and the existing regulatory framework regarding collective bargaining agreements specifically applicable to the Company's personnel, no procedures or penalties other than those already codified and incorporated in the collective bargaining agreements and trade union agreements have been envisaged.

The organisational and regulatory measures provided for in the 231 Model pursuant to Legislative Decree 231/2001 have only been matched against potential breaches by persons acting within the scope of the Model, while the possible penalties have been calibrated to ensure they are commensurate with the seriousness of the circumstances and the risk, even if only potential, that the actions of those persons may constitute an Offence pursuant to the Decree.

9.1.3 Violations of the 231 Model

For the purposes of compliance with Legislative Decree 231/2001, it can be generally stated that the following constitutes a violation of the 231 Model:

- actions or conduct that is not compliant with the Model or omission of actions and conduct required by the Model, in performing activities exposed to crime risk (hereinafter, Sensitive Areas);
- actions or conduct that is not compliant with the Model or omission of actions and conduct required by the Model, in performing activities exposed to crime risk (hereinafter, Sensitive Areas);
  - expose the Company to an objective risk of committing one of the Offences;
  - are unequivocally directed at the commission of one or more Offences;
  - are such as to expose the Company to application of the penalties provided for by Legislative Decree 231/2001;
- actions or conduct that do not comply with the principles contained in the Code of Ethics and in this code of conduct-penalties, or the omission of actions or conduct prescribed by them, in the performance of Sensitive Activities.

Finally, it should be stressed that violations of the provisions set forth in the internal legislation on the management of reports ('Whistleblowing Regulation') can also be classified as conduct subject to disciplinary sanctions, based on the combined provisions of Legislative Decree 231/2001 and Legislative Decree 24/2023,. The application of such provisions is justified because the reporting management system constitutes an integral part of the Organisation, Management and Control Model, as well as an essential prerequisite to ensure its effectiveness, under Article 6, paragraph 2-bis, of Legislative Decree 231/2001.

9.1.4 Categories of sanctionable conduct by Obligated Persons

The penalties provided for below are applied to disciplinary offences connected with:

a) failure to comply with the measures intended to ensure the performance of the activity and/or to uncover and promptly eliminate situations of risk pursuant to Legislative Decree 231/01;

b) failure to comply with the methods and procedures for the acquisition and management of financial resources established to prevent the commission of predicate offences;

c) omitted, incomplete or mendacious representation of activities carried out as to the documentation, storage and control of the instruments associated with the relevant procedures, so as to obscure their full disclosure or hinder the audit of such procedures;

d) violation and/or circumvention of the control system through the theft, destruction or alteration of the documentation of procedures or hindering the audit of or access to information and documentation by the designated persons (including the Board of Auditors, the Supervisory Body, Internal Audit and the Independent Auditors);

e) failure to comply with the provisions of the Code of Ethics and the Anti-Corruption System;

f) non-compliance with the provisions governing signature powers and the system of delegated responsibilities, in relation to the associated risks, with regard to instruments and documents submitted to the Public Administration;

g) non-compliance with the obligation to make periodic statements (or the submission of false statements) relating to compliance with the Code of Ethics and the Model and absence of conflicts of interest with regard to relations with the Public Administration;

h) hindering or circumventing the controls of the Supervisory Body and unjustifiably preventing access by the persons responsible for audit activities to information and documentation (Board of Auditors, the Supervisory Body, Internal Audit and Independent Auditors);

i) omissions in compliance with, implementation and control of or violation of the rules on workplace health and safety, the environment and other applicable regulations connected with Sensitive Activities, which may constitute a source of predicate offences;

l) multiple unjustified and repeated violations of the Model's provisions;

m) failure to report non-compliance and irregularities, including those committed by top managers;

n) failure to notify the Supervisory Body and the person's manager in line of any situation where there is a risk that predicate offences be committed, of which that person became aware during the performance of his duties;

o) failure to oversee the behaviour of staff operating within their sphere of responsibility to check on their work within areas at risk and otherwise in the performance of activities leading to operational processes exposed to the risk of offence.

p) violation of the provisions of internal regulations regarding the management of reports ("Group Whistleblowing Regulation").

9.2 General criteria for imposing penalties

In individual cases, the type and severity of specific sanctions will be applied proportionally and gradually, depending on the seriousness of the violations and otherwise be based on the following general criteria:

- the subjective nature of the conduct (wilful misconduct or fault, the latter to be understood as negligence, imprudence or inexperience);
- the importance of the obligations violated;
- the potential severity of the damage caused to the Company, including as a result of the application of penalties under Legislative Decree 231/2001;
- the hierarchical or functional level of responsibility;
- the presence of aggravating or mitigating circumstances, with particular regard to previous work performance and other disciplinary measures in the previous two years;
- possible joint liability with other workers who contributed to the violation whether the person is a repeat offender.

If multiple infringements punished with different penalties have been committed with a single act, the most severe penalty shall be applied.

Repeat offences in the two-year period automatically entails the application of the most severe penalty within the type envisaged.

The principles of timeliness and immediacy require disciplinary penalties regardless of the outcome of the criminal proceedings.

9.2.1 Penalties for whistleblowers who filed wilfully or negligently unfounded reports or persons who violate measures protecting whistleblowers and others related to them

Whistleblowers who wilfully or negligently submit an unfounded, discriminatory, defamatory or bad faith whistleblowing report shall be sanctioned in accordance with the penalty system below.

The retaliatory or discriminatory dismissal of a whistleblower is invalid. Similarly, changing their duties under Article 2103 of the Italian Civil Code, and any retaliatory or discriminatory measures against whistleblowers. The

disciplinary system establishes sanctions for those who violate measures protecting whistleblowers.

However, where the reported facts prove to be unfounded and/or inconsistent, based on the assessments and investigations carried out, the whistleblower who made the report in good faith will not be prosecuted.

The disciplinary system establishes sanctions for those who violate measures protecting whistleblowers and persons related to them, as per paragraph 7.1. above.

In the event of disputes related to the imposition of disciplinary sanctions, demotions, dismissals, transfers or other organisational measures with direct or indirect negative effects on the working conditions of whistleblowers subsequent to the submission of their report, the employer shall bear the burden of proof in demonstrating that these measures were taken for reasons unrelated to the report.

9.3 Penalties for non-senior personnel: middle management and clerical staff

Scope of application

The conduct of employees who violate the rules set out in the 231 Model pursuant to Legislative Decree

231/01 is defined as a "disciplinary offence".

The penalties that can be imposed on these employees are set out in the company's disciplinary code and referred to in the current N.C.B.A for employees of the Company, in compliance with the procedures provided for by Article 7 of Law 300 of 30 May 1970 (Charter of Labour Rights) and any applicable special regulations established in law or contract.

With regard to the foregoing, the 231 Model refers to the categories of sanctionable conduct, which are also provided for under the existing penalty system, i.e. the rules agreed in the current N.C.B.A for employees of the Company. These categories describe the conduct subject to punishment in accordance with the importance of the individual cases considered and the penalties envisaged for that conduct as a function of the gravity of the violation.

For each employment relationship, in addition to the Charter of Labour Rights (Law 300/1970) and the rules established in collective bargaining agreements, reference is also made to the provisions of the Italian Civil Code, including Articles 2104, 2105 and 2106, which are reported here.

- Article 2104 *Employee diligence.* An employee shall use the diligence required by the nature of the performance due, by the interest of the company and by the higher interest of national production. The employee must also comply with the instructions for the execution and regulation of the job given by the employer and his superiors within the organisation.
- Article 2105 *Loyalty obligation.* An employee shall not conduct business on his own or on behalf of third parties in competition with the employer, nor disclose information relating to the organisation and production methods of the company or make use of such information in a manner that could be prejudicial to the company.
- Article 2106 *Disciplinary penalties.* Failure to comply with the provisions contained in the two previous articles may result in the application of disciplinary penalties in accordance with the seriousness of the infringement (and in accordance with corporate rules).

Penalties

A worker responsible for actions or omissions in violation of the rules set out in this 231 Model shall be subject to the following disciplinary penalties in relation to the seriousness of the non-compliance and whether the action or omission is a repeat offence as well as the harm caused to the Company or to third parties:

- written warning;
- fine;
- suspension from service without pay;
- dismissal.

Written warnings

Employees who violate the internal procedures provided for in this Model (for example, failure to observe the prescribed procedures, failure to notify the Supervisory Body of required information, failure to perform checks, etc.) or in performing Sensitive Activities adopt a conduct that does not comply with the requirements of the Model, thus apparently failing to abide by specific provisions already brought to their attention by the Company by means of service orders or other appropriate means.

Fines

Employees who, having already received a written warning, persist in the violation of internal procedures set out in this Model or continue to adopt a conduct that does not comply with the requirements of the Model, while performing Sensitive Activities, thus repeatedly infringing specific provisions already brought to their attention by the Company with service orders or other appropriate means

Suspension from service without pay

Employees shall be suspended from service without pay if:

- in violating the internal procedures provided for by this Model or, in performing activities connected with "sensitive" processes pursuant to the Decree, their conduct does not comply with the provisions of the Model and as well as violating the provisions of this Model also causes harm to the Company or jeopardises the integrity of the company's assets despite the fact they should have understood that such conduct caused harm or jeopardised the integrity of the company's assets;
- having already been fined, they persist in violating the internal procedures provided for in this 231 Model or in performing Sensitive Activities continue to conduct themselves in a manner that does not comply with the requirements of the Model.

Dismissal with notice

This penalty shall be applied for repeated serious violations of procedures with external relevance in the performance of activities that involve judicial, contractual or administrative relations with the Public Administration, as well as violation of the rules of procedure or conduct provided for in the Model or in the Code of Ethics that cause harm to the company or conduct directed solely at the commission of an offence.

Dismissal without notice

Employees are subject to dismissal without notice where:

- in performing activities connected with "sensitive" processes pursuant to the Decree, they adopt conducts in violation of the provisions of this 231 Model and such as to determine the application, against the Company, of the measures provided for in the Decree, in addition to any independent criminal liability for the employees. Such behaviour will clearly show that their actions have caused serious detriment to the company, such as to undermine the Company's trust in them;
- they wilfully violate and/or fraudulently avoid procedures with external relevance with conduct unequivocally directed at committing an offence under Legislative Decree 231/2001, such as to undermine the relationship of trust with their employer;

- they violate and/or circumvent the control system through the theft, destruction or alteration of the documentation of procedures or hindering the audit of or access to information and documentation by any person in charge of the relevant controls (including the Board of Auditors, the Supervisory Body, Internal Audit and the Independent Auditors);
- they submit incomplete or untruthful documentation or submit no documentation of activities carried out concerning the documentation and storage of documents associated with the relevant procedures, in order to wilfully obstruct the disclosure of information or hinder the audit of such procedures;
- they commit violations of workplace safety regulations that could directly or indirectly give rise to manslaughter or serious negligent personal injury as referred to in Article 25-septies of Legislative Decree 231/2001;
- having already been suspended from service without pay, they persist in infringing internal procedures under this Model or continue to adopt a conduct that does not comply with the requirements of the Model, while performing activities in areas at crime risk.

In compliance with the provisions of the law and collective bargaining agreements, the Company reserves all rights to pursue claims for damages for harm caused to it by employees as a result of violations of the procedures and rules of conduct provided for under Legislative Decree 231/2001.

Rules of procedure

Or more serious penalties, other than verbal reprimand, reference must be made to the procedures set out in Article 7 of Law 300/1970.

Disciplinary measures more serious than a verbal reprimand must be notified in writing to the worker, specifying a term of 5 working days of receipt of the written complaint for submitting their justifications in writing or applying for a discussion of the dispute with the Company. They may be assisted by the Human Resources department or by any trade unions to which they belong or by which they ask to be represented.

Without prejudice to precautionary suspension, if the disciplinary measure is not issued within 10 working days from the fifth day after receipt of the complaint or from the day immediately following any discussion of the dispute with the Company, their justifications will be considered accepted. If the timing of the proceedings or the ascertainment of the extent of the violation are incompatible with the presence of the worker in the Company, the Company may suspend the worker on a precautionary basis for the period of time strictly necessary to perform these activities. Such period shall not in any case exceed 30 days. During this period, the employee shall continue to receive their pay unless their infringement punishable by dismissal with or without notice is ascertained.

No account shall be taken of the effects of disciplinary measures after two years from their imposition.

Workers subject to a disciplinary penalty may invoke the conciliation procedure provided for under Article 7, paragraphs 6 and 7 of Law 300/1970. Dismissal may be appealed in accordance with applicable legal procedures.

This article and any company disciplinary code shall be permanently posted in locations within the company that are accessible to all employees.

9.4 Penalties for senior management personnel

When Senior Managers infringe internal procedures under this 231 Model, in carrying out any Sensitive Activities, or adopt behaviour that does not comply with the requirements of the Model, they will be subject to the most appropriate measures in accordance with the provisions of the law and the current NCBA for the Company's senior management personnel.

In compliance with the provisions of the law and collective bargaining agreements, the Company reserves all rights to pursue claims for damages against senior managers as a result of violations of the procedures and the rules of conduct provided for under Legislative Decree 231/2001.

In particular:

- in the event of a minor violation of one or more rules of procedure or conduct provided for in the Model, such senior managers will receive a written warning to comply with the Model, which is a necessary condition for maintaining the fiduciary relationship with the Company, or shall be subject to a fine of between a half and three times their monthly remuneration;
- in the event of a serious violation of one or more provisions of the Model, such as to constitute a significant breach, senior managers will be subject to total or partial revocation of delegated authorities or powers of attorney or to dismissal with notice;
- in the event of a violation that is serious enough to irreparably damage the fiduciary relationship, such as to make even temporary continuation of employment impossible, or to be defined as one of the predicate offences or to trigger the initiation of proceedings to ascertain the liability of the Company under Legislative Decree 231/01 or the actual imposition on the Company of the penalties provided for by the Decree or to represents conduct that could be subject to criminal prosecution, the senior manager will be subject to dismissal without notice.

9.4.1 Types of senior managers' sanctionable conduct

The following provides a non-exhaustive list of types of sanctionable conduct in senior management personnel, in addition to those envisaged for Obligated Persons (see section 8.1.4):

a) during the performance of one's functions, non-compliance with decision-making protocols and procedures concerning the Board of Directors, the Chairman or the Chief Executive Officer, as well as Top Managers or superiors in line;

b) failing to comply with the procedures and processes for implementing the decisions of the Board of Directors, Chairman or Chief Executive Officer, Top Managers or superiors in line;

c) failing to comply with the obligation to document the decision-making phases envisaged for processes at risk of commission of an offence specified in the Model;

d) failing to comply with rules and conduct requirements provided for in national and foreign laws that establish rules for the prevention of Offences;

e) hindering or circumventing the controls of the Supervisory Body and unjustifiably preventing access by the persons responsible for audit activities to information and documentation (Board of Auditors, the Supervisory Body, Internal Audit and Independent Auditors);

f) failing to report non-compliance or irregularities committed and of which one has become aware in the performance of one's duties;

g) failing to assess and promptly take measures in response to reports and warnings calling for action issued by the Supervisory Body in the performance of its duties.

9.5 Penalties for third parties (self-employed workers, intermediaries, consultants and other associates)

Failure to comply with the requirements set out in the Model, in the Code of Ethics and in the Anti-Corruption System by self-employed workers may, in accordance with the provisions of the specific contractual relationship with each worker, give rise to the termination of the relationship, without prejudice to the right to seek damages

for harm that has occurred as a result of such conduct, including any harm caused by court-ordered imposition of the measures provided for in Legislative Decree 231/2001.

In particular, it will be necessary to include a specific contractual clause, of the type below, to be expressly accepted by the third party, thus forming an integral part of contractual agreements.

Under such clause, contractors will state that they are aware of, accept and undertake to comply with the Code of Ethics, the Anti-Corruption System and the 231 Model adopted by the Company, indicate whether they have also adopted a similar code of ethics and 231 Model and affirm that they have never been involved in judicial proceedings relating to the offences addressed by the 231 Model pursuant to Legislative Decree 231/01.

In the event that these persons have been involved in the above proceedings, they shall declare this circumstance for the purpose of enabling the Company to pay closer attention to the relationship if it should be established.

These persons shall also undertake not to engage in any conduct that could give rise to the offences referred to in Legislative Decree 231/2001 and to act in compliance with the rules and principles of the Decree. Violation of this commitment represents a serious breach of contractual obligations and will entitle ENAV to terminate the relationship with immediate effect, pursuant to and for the purposes of Article 1456 of the Italian Civil Code, without prejudice to the Company's right to seek damages for harm that has occurred as a result of such conduct including, but not limited to, damages caused by imposition of the penalties under the Decree.

9.6 Monitoring

The implementation of the disciplinary system will be constantly monitored by the Supervisory Body, which shall be kept informed by the head of human resources.

10. OTHER SAFEGUARDS AGAINST VIOLATIONS OF THE 231 MODEL

10.1 Measures in respect of members of the Board of Directors and Board of Auditors

In the event of non-compliance with the provisions of the Model by one or more members of the Board of Directors or Board of Auditors, the Supervisory Body will notify the Board of Directors and/or the Board of Auditors and/or the Shareholders' Meeting, in accordance with their respective spheres of responsibility, who will assess the seriousness of the violation and take the most appropriate action in accordance with the powers provided for by law (Article 2407 of the Civil Code – derivative suits) and the articles of association.

In particular:

- in the event of a minor violation of one or more rules of procedure or conduct provided for in the Model, top managers will receive a written warning to comply with the Model, which is a necessary condition for maintaining the fiduciary relationship with the Company, or will be subject to a fine of up to one third of their total remuneration;
- in the event of a serious violation of one or more provisions of the Model such as to expose the Company to significant risk, top managers will be subject to total or partial revocation of their delegated responsibilities;
- in the event of a violation that is serious enough to irreparably damage the fiduciary relationship, such as to make even temporary continuation of employment impossible, or to determine the application of the measures under the Decree or the commission of an Offence, the top manager incurs the sanction of dismissal from office.

10.2 Measures in respect of External Associates and Partners

Any action on the part of External Associates or Partners that does not comply with the rules of conduct indicated in this 231 Model and is such as to give rise to a risk of offence punishable under the Decree may lead, in accordance with specific clauses included in the letters of engagement or in partnership agreements, to the termination of a contract, without prejudice to any claim for damages if it causes harm to the Company, such as the court-ordered imposition of measures under the Decree.

10.3 Penalties that may be imposed on members of the Supervisory Body

Where an offence has been committed by a member of the Supervisory Body, the Board of Directors must be promptly informed and, having obtained the opinion of the Board of Auditors, may issue a written warning to the member responsible for the violation or remove the member depending on the seriousness of the offence. The penalties provided for employees, managers and external associates shall also apply to members of the Supervisory Body who belong to these categories.

11. PERIODIC AUDITS

This 231 Model will be subject to two types of audit:

- **audits of documentation:** the main corporate instruments and the most significant contracts entered into by the Company within the scope of the Sensitive Activities will be audited on an annual basis;
- **audits of procedures:** the effective operation of this 231 Model will be periodically audited in the manner established by the Supervisory Body. In addition, a review will be undertaken of all reports received during the year, of the actions taken by the Supervisory Body and other parties involved, of events considered risky and of employee awareness of the offences provided for in the Decree, based on sample interviews or a self-assessment questionnaire to be sent periodically to the managers of the various areas/units.

12. IMPLEMENTATION PROGRAMME AND CRITERIA FOR UPDATING THE 231 MODEL

12.1 Updating and amending the 231 Model

The 231 Model will be updated or amended whenever necessary or advisable to do so and otherwise in response to circumstances connected with events such as:

- legislative changes (e.g., where new types of offences relevant for the purposes of the Decree are introduced) and changes to the Confindustria Guidelines underlying the 231 Model;
- violations of the 231 Model and/or the outcome of audits on the effectiveness of the Model (which may also involve publicly known experiences of other companies);
- significant changes in the organisational structure of the Company and/or in the manner in which it conducts business; identification of new Sensitive Activities or changes in those previously identified, possibly related to the start-up of new business activities, changes to the internal structure of the Company and/or the manner in which it conducts business.
- any findings of audits that show inadequacies in the Model.

The approval of updates of the Model shall be immediately notified to the Supervisory Body, which, in turn, shall monitor the correct implementation and dissemination of the updates.

It is a particularly significant activity, as it seeks to maintain the effective implementation of the 231 Model over time, despite changes in the regulatory framework or in the company, as well as during assessments of deficiencies of the Model, above all on the occasion of any violations of the Model.

In compliance with the role assigned to it by Legislative Decree 231/2001, it is the duty of the Supervisory Body to report the necessary updates and adjustments of an ordinary nature and to formulate proposals for substantive updates and adjustments for submission to the Board of Directors for final approval.

The 231 Model will in any event undergo periodic review in order to ensure its ongoing maintenance in response to developments in the Company.

The Supervisory Body shall communicate to the Board of Directors (and, in particular, to the Chairman) any information of which it has become aware that may suggest the advisability of updating or adjusting the 231 Model.

13. THE ENAV GROUP

Issues concerning the liability of an entity belonging to a group are not expressly addressed by Legislative Decree 231/2001.

However, corporate groups represent a widely used organisational solution in the Italian economic system for several reasons, including the need to diversify the business and share risks. Furthermore, the greater organisational complexity that distinguishes a group may be accompanied by greater challenges in developing systems to prevent the commission of offences under Legislative Decree 231/2001.

In order to balance the autonomy of individual companies with the need to promote a group policy to fight corporate crime, the group parent, ENAV, has promoted the adoption of 231 Models and control systems pursuant to the Decree within the ENAV Group companies and a reporting system for the supervisory bodies of ENAV Group companies to the ENAV Supervisory Body.

This reporting system may be used, for example, to update the models of the subsidiaries in response to organisational changes or to provide for additional risk areas or violations of the rules of the Model.

This Model has been prepared, therefore, considering the direction and coordination activity carried out by the Group parent, ENAV, in favour of ENAV Group companies including specific rules for correctness and transparency in relationships. For this purpose, with specific regard to the Enav Group's IRMS, various internal regulatory instruments are adopted (e.g. guidelines, policies, procedures and operating instructions) in line with the necessary balancing between the need to ensure uniform group policies also through indications and implementation actions and respect for each of the ENAV Group companies' independent assessment on their own risk profiles.

In preparing and adopting their own organisational model, the companies belonging to the ENAV Group are inspired by the principles of the Group parent's Model and accept its contents, unless the analysis of their sensitive activities highlights the need or opportunity to adopt different or additional specific prevention measures with respect to those indicated in the Group parent's Model, and in this case they shall notify the Supervisory Body of the Parent Company. Support for the preparation of models for companies belonging to the ENAV Group as well as for a coordinated and synergic management of the activities of the supervisory bodies of such companies, also through the aforementioned reporting system, is also provided, by virtue of specific intercompany service contracts, by specific organisational structures of the Parent Company.

Until the adoption of their own organisational model, the companies belonging to the ENAV Group ensure the prevention of criminal actions through suitable organisational and internal control measures. Each Italian company belonging to the ENAV Group ensures the implementation of its own model and appoints its own supervisory body.

The Company may also operate with other partners in Italy and abroad. In these situations, while respecting the autonomy of the individual legal entities with which it works, the Company employs specific contractual clauses to ensure that all the person with whom it works conduct themselves in compliance with the principles laid down in the Decree and enshrined in their 231 Model and Code of Ethics.