

# Zero Tolerance Plan against Corruption



First issue.

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## 1. GENERAL PRINCIPLES

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

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

In compliance with the tenth principle of the Global Compact, according to which *"companies are committed to fighting corruption in all its forms, including extortion and bribery"*<sup>[2]</sup>, Gridspertise intends to pursue

its commitment to fight corruption, inspired by the principles of the PAC<sup>[3]</sup> that provides for the application of the transparency criteria recommended by *Transparency International*. In this sense, Gridspertise also endorsed the 10 principles of the *Global Compact* in the annual COP<sup>[4]</sup> at the United Nations. This commitment, which integrates the "231 Organizational Model"<sup>[5]</sup>, is translated into the following general principles:

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

<sup>[1]</sup> Plan of action promoted by the United Nations in July 2000 on the direct initiative of the Secretary General with the aim of involving the business world in a new form of partnership with the United Nations through adherence to 10 universal principles in the areas of human rights, labour protection and environmental protection [www.unglobalcompact.org](http://www.unglobalcompact.org).

<sup>[2]</sup> [www.globalcompactnetwork.org](http://www.globalcompactnetwork.org)

<sup>[3]</sup> This refers to the adhesion of around 60 international companies operating in the energy, construction and mining industries to the Partnering Against Corruption Initiative sponsored by the World Economic Forum. Enel is a member ([www.weforum.org](http://www.weforum.org)).

<sup>[4]</sup> The Communication on Progress Towards the UN Global Compact is submitted each year by the Corporate Social Responsibility and Relations with Associations unit; it reiterates Enel's commitment to the 10 principles of the Global Compact and is accompanied by the group's Sustainability Report.

<sup>[5]</sup> In July 2002, Enel became the first company to launch "Organizational Model 231" designed to prevent offences committed in a company's interest under Legislative Decree 231/2001, which adapted Italian legislation to a number of International conventions, introducing an administrative but de facto criminal responsibility for companies guilty of offences under the decree.

## 2. ZTC PLAN: COMMITMENTS

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

### 2.1 Bribes

Gridspertise prohibits the use of any form of illicit payment, in cash or other benefits, in order to gain an advantage in relations with its stakeholders; advantage also intended as a facilitation, or guarantee of the achievement, of services due in any case. The prohibition is naturally extended to employees who, by virtue of their role and activities carried out in Gridspertise, intend to accept and/or offer bribes for the benefit of themselves or their family members, associates and acquaintances.

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

### 2.2 Contributions to political parties

Gridspertise refrains from any direct or indirect pressure on political representatives; it does not finance parties both in Italy and abroad, their representatives or candidates, nor

does it sponsor congresses or parties that have an exclusive purpose of political propaganda.

### 2.3 Contributions to charitable organizations and sponsorships

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

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

Gridspertise supports, through the tools offered by the current legal system (e.g. donations, sponsorship activities or by stipulating specific agreements), initiatives that may concern the core business of the company (e.g. trade fairs) or the topics of scientific and technological dissemination, social issues, the environment, sport, entertainment and art.

In particular, sponsorship activities must offer quality assurance, and may respond to specific territorial needs (where Gridspertise S.r.l. intends to support initiatives in territories of industrial interest) in close relationship with the parties active in the territorial areas concerned (for example, institutions, local authorities, third sector bodies) with whom Gridspertise collaborates on the design.

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

## 2.4 Facilities

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

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

## 2.5 Gifts, complimentary items and benefits

Gridspertise does not accept any form of gift that can even be interpreted as exceeding normal business or courtesy practices or in any case aimed at acquiring treatment in the conduct

of any activity connected to Gridspertise. In particular, any form of gift to Italian and foreign public officials, auditors, directors of Gridspertise and its subsidiaries, statutory auditors or their family members, which could influence their independence of judgment or induce them to secure any advantage, is prohibited.

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

Gridspertise's gifts are characterized by their aim to promote the brand image of Gridspertise S.r.l. and its subsidiaries. The gifts offered - except for those of modest value - must be managed and authorized according to company procedures and must be adequately documented.

Gridspertise employees who receive gifts or benefits not envisaged by the permitted cases are required to notify Internal Audit, which assesses their appropriateness.

## 3. ZTC PLAN: IMPLEMENTATION

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

### 3.1 Organization and accountability

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

### 3.2 Relations with third parties

#### 3.2.1 Subsidiaries, affiliates and partners

When acquiring or establishing partnerships with third-party companies, Gridspertise verifies the presence of the minimum conditions for compliance with the ZTC Plan.

The Corporate Bodies of the companies controlled by Gridspertise are asked to implement the ZTC Plan by means of a specific resolution.

To affiliated companies and partners that do not have their own codes of ethics, anti-corruption programs, or human rights policies,

Gridspertise proposes that they adhere to similar principles in the conduct of their business or refrain from practices that are not permitted by law, business practices, or codes of ethics.

#### 3.2.2 Agents, consultants and intermediaries

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

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

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

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

### 3.2.3 Purchasing and sales procedures

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

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

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

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

### 3.3 Human resources

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

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

No one is penalized for refusing to pay bribes. In the event of a violation of the ZTC Plan, Gridspertise applies the sanctions provided for by the company's disciplinary code to

employees, including managers, in compliance with collective labor agreements, procedures and regulations applicable in the countries where Gridspertise is present.

### 3.4 Training

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

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

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

### 3.5 Reports

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

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



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

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

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

### 3.6 Communication

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

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

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

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

## 3.7 Control activities

### 3.7.1 Internal audit system

The commitment to fight corruption is made by all Gridspertise resources. More specifically, each organizational structure is responsible, for the parts under its responsibility, for setting up adequate control systems useful for the implementation of the ZTC Plan.

### 3.7.2 Audit

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

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

### 3.7.3 Sustainability report

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

