

Immobiliare Grande Distribuzione
Società di Investimento Immobiliare Quotata S.p.A.
acronym IGD SIIQ S.p.A.



ANTI-CORRUPTION POLICY OF IGD SIIQ S.P.A.

Approved by the Board of Directors of IGD SIIQ S.p.A. on 9 April 2026

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ANTI-CORRUPTION POLICY

1. Main definitions

- **Top Management** means the Director in charge of the Internal Control and Risk Management System of IGD SIIQ S.p.A.
- **Extortion by Colour of Office** means abuse committed by a public official or a person responsible for a public service who, taking advantage of his position or powers, forces or induces someone to improperly give or promise money or other benefits to him/her or a third party.
- **Conflict of Interest** means a situation(s) in which a party has a personal interest (e.g., business, financial, family, professional) or organisational interest (such as a team or department interest), whether directly or indirectly, that may compromise or interfere with their ability to act impartially in carrying out their duties in the best interests of the organisation.
- **Bribing** means offering, promising, providing, accepting, or requesting an undue benefit of any value (which may be financial or non-financial), whether directly or indirectly, and regardless of the location, in violation of applicable laws, as an incentive or reward for an individual to act or omit to act for the performance of that individual's duties.
- **Anti-Corruption Culture** means the values, ethics, beliefs, and conduct that exist throughout the organisation and interact with control structures and systems to produce rules of conduct in line with this policy.
- **Compliance Function or Anti-Corruption Function** means the person appointed by Top Management to monitor the implementation, effectiveness and continuous improvement of the Anti-Corruption Management System in accordance with international standard UNI:ISO 37001.
- **Group** means the companies directly or indirectly controlled by IGD SIIQ S.p.A., pursuant to Article 2359 of the Italian Civil Code.
- **Public Service Providers** means individuals who, in any capacity, provide a public service, although they do not have the authoritative or certification powers of a public official. By way of example and not limited to, this category includes employees of public bodies or companies that manage public services (such as transport, healthcare, energy) engaged in operational, support, or user assistance activities, inspectors, public service desk operators, and, more generally, those responsible for managing public utility services.
- **Gifts and Hospitality** means goods, services, or benefits of modest and proportionate value, permitted only if compliant with company procedures.
- **Governing Body** means the Board of Directors of IGD SIIQ S.p.A.
- **Facilitation Payments** means payments, even of modest amounts, made to public officials or public service providers with the aim of accelerating, facilitating, or ensuring the performance of activities or services required by law, regulation, or contract, which are prohibited under all circumstances.

- **Public Officials** means individuals who exercise a public function (legislative, judicial, or administrative) and who are vested with the power to form or express the will of the Public Administration, or to exercise authoritative or certifying powers. By way of example and not limited to, this category includes Public Administration officials responsible for issuing or denying authorisations, concessions, or licenses, imposing sanctions, or adopting actions that have effects on third parties, judges, judicial police officers, and agents, as well as individuals responsible for certification activities.
- **Corruption Prevention Management System or System** means a set of rules, processes, controls, and organisational tools adopted by the Company to prevent, detect, and address corruption, ensuring compliance with the principles of legality, integrity, and transparency.
- **Business Associates (Third Parties)** means external parties with whom the organisation has or plans to establish a business relationship, including suppliers, partners, agents, customers/tenants, and consultants.
- **Company or IGD** means the company IGD SIIQ S.p.A.

2. Introduction

The Company's activities are shaped by the values and standards contained in the Code of Ethics, as the Company firmly believes that business operations must be carried out in an ethical, fair and legal manner. Accordingly, the tools and controls used to prevent any form of corruption, whether active or passive, direct or indirect, are constantly monitored by IGD.

The Company guarantees compliance with current laws, both in relationships with private parties and public authorities, and has adopted all the controls referred to in the Organisational, Management and Control Model pursuant to Decree 231/2001 (hereinafter also "**Model 231**") of which the Code of Ethics is an integral part, and through compliance with corporate procedures.

With a view to strengthening its commitment, the Company aligned its anti-corruption management system with the UNI ISO 37001 standard – *Anti Bribery Management Systems*, designed to prevent and fight Corruption in business. This standard defines the measures and controls that an organisation can adopt to monitor its business activities and increase the effectiveness of corruption prevention actions.

The approval and adoption of this Anti-corruption Policy (hereinafter also the "**Policy**" or "**Corruption Prevention Policy**") clearly establishes the Company's commitment to preventing and fighting corruption, in accordance with Model 231 and the Anti-Corruption Management System adopted pursuant to the UNI ISO 37001 standard, complementing and enclosing in a comprehensive framework the rules, guidelines and minimum standards of conduct already present within the Company. It incorporates the fundamental principles identified at a domestic and international level and integrates the contents of the company procedures already adopted.

3. Scope of application

This Anti-Corruption Policy applies to IGD and the Group's Italian companies, which work to ensure the correct and effective dissemination of its contents in internal and external relationships.

This Policy applies to all members of the corporate bodies, managers, employees, collaborators, consultants, suppliers, contractors, subcontractors, partners and any other person who operates in any

capacity on behalf of the Company (hereinafter the "**Recipients**"). Subsidiaries and joint ventures are also required to comply with these principles, in proportion to the degree of involvement and risk.

The Recipients are required to be acquainted with the Policy and comply with its provisions, carrying out their activities in line with the criteria of transparency, clarity, honesty, integrity and fairness.

4. Company Commitment and Fundamental Principles

The Company has **zero tolerance** in terms of Corruption, rejecting any conduct that could be considered, even potentially, corrupt. This commitment goes beyond mere compliance with current regulations, as the Company considers the prevention of Corruption an integral part of its social responsibility and the organisation's sustainability strategy.

From this perspective, the Governing Body and Top Management are actively committed to developing, maintaining, and promoting a strong anti-corruption culture at all levels of the organisation, ensuring that the system's requirements are integrated into daily business processes.

Indeed, no form of direct or indirect Corruption, in its broadest sense, is tolerated in any dealings with public or private entities. In particular, the following are prohibited:

- Facilitation payments, including where permitted by local laws or international customs;
- Promises, offers or acceptance of money or benefits aimed at obtaining undue benefits;
- Gifts or hospitality that are out of proportion, lacking transparency or legitimate purpose;
- Influence peddling;
- Undeclared and unmanaged Conflicts of Interest, discriminatory practices and favouritism.

In accordance with the prohibition on all forms of Corruption, the Company undertakes to:

- Consistently meet all applicable requirements (regulatory, mandatory and voluntary) and stakeholder expectations regarding the prevention of Corruption;
- Analyse and evaluate corruption risks at scheduled intervals to ensure that expected results are achieved;
- Ensure traceability and transparency in decision-making and financial processes;
- Assign the Compliance Function the authority, independence and adequate resources to carry out its activities;
- Ensure ongoing training, promoting the benefits of compliance;
- Ensure that this Policy is adequately communicated, understood and made available to all staff and, where appropriate, to Business Associates and relevant stakeholders;
- Constantly monitor and improve the effectiveness of the Corruption Prevention Management System.

This Policy provides the framework for defining, reviewing and monitoring the Group's Anti-Corruption objectives.

5. Sensitive areas and control measures

5.1 Conflict of Interest

In the conduct of business, it is essential to avoid situations where the parties to the transactions may find themselves in a Conflict of Interest that could affect their independence of judgment or interfere with their ability to make impartial decisions in the best interests of the organisation.

In accordance with the Conflict-of-Interest Management procedure, any real or potential Conflict of Interest — whether personal or organisational — must be promptly declared and transparently managed. Specifically:

- When hired, each employee must complete a self-declaration on Conflict of Interest;
- At scheduled intervals or when new situations arise, a further updated declaration must be submitted;
- Staff members are explicitly informed and trained on their duty to report any Conflict of Interest;
- Declared or reported Conflicts of Interest are analysed by the figures identified within the current company procedure;
- Any retaliatory or discriminatory actions against anyone declaring or reporting Conflicts of Interest are strictly prohibited.

Examples of Conflicts of Interest include personal or family financial interests in suppliers, customers, or competitors; family relationships with senior executives of significant counterparties; use of one's position or company information for personal gain; and family relationships that could influence business decisions.

Management of Conflicts of Interest

In line with the new version of the UNI ISO 37001 standard, Conflicts of Interest are classified as:

- (a) actual conflicts, where personal interest actually interferes with business decisions;
- (b) seeming conflicts, where personal interest could be perceived as such by third parties, even in the absence of any actual influence;
- (c) potential conflicts, where personal interest could interfere with business decisions.

All three types of Conflicts of Interest must be declared and managed according to the existing procedure. The management of Conflicts of Interest is an integral part of corruption risk assessment and must be considered as part of the regular risk assessment required by the Corruption Prevention Management System.

Proactive awareness

The Anti-Corruption Function promotes periodic awareness-raising initiatives on how to recognise and report Conflicts of Interest, even in their potential and manifest forms, before prejudicial situations arise. These initiatives are part of the anti-corruption training program, which has various levels depending on risk exposure.

5.2 Relations with business partners

Relationships with third parties involved in various capacities in the Company's business (including, for example: suppliers, clients/tenants, consultants, natural persons, physical persons, de facto organisations, etc.) are based on absolute fairness, transparency and traceability of information

sources, as well as compliance with domestic and international laws regarding the prevention of corruption. No Third-Party contract may be entered into without a preliminary due diligence needed to ensure that the third party/supplier is a suitable business partner capable of complying with current laws and this Policy. The process of verifying the integrity and reputation of Third Parties includes gathering information from qualified sources, assessing any identified risks, and promptly adopting corrective measures, including, for example, not starting the relationship or, if a relationship is already in place, terminating it.

The Company ensures continuous monitoring of due diligence reports, which must be updated at predefined intervals, so that changes and new information can be duly taken into account.

The contracts provide for representations and warranties of compliance with this Policy, applicable anti-corruption legislation and the provisions regarding the management of Conflicts of Interest. They also include termination clauses, as well as obligations to cooperate in the audits carried out by the Company.

Negotiations and management of supply contracts are the responsibility of the authorised functions. The counterparties are required to maintain integrity and correctness for the entire term of the relationship.

All transactions must be justified, traceable through appropriate financial and non-financial controls, aimed at mitigating the risk of corruption, and compliant with the principles of cost-effectiveness and integrity, as well as with company procedures.

Suppliers and Consultants

Supplier procurement process activities are governed by specific internal procedures which define the roles and responsibilities of the various parties involved, in accordance with the principles of this Policy, and lay out the general rules applying to the various activities such as selecting suppliers, defining and updating qualified suppliers' status, awarding contracts, providing for standard clauses, including on compliance with anticorruption laws, and verifying the suppliers conformity with mandatory ethical standards.

Suppliers are selected based on transparent, objective and documented criteria. Any improper influence or partiality is prohibited.

Suppliers must not engage in corruptive behaviour in their dealings with any party, public or private. More in detail, any conduct violating the standards of diligence, loyalty and professionalism, with a view to offering or receiving a sum of money and/or other undue advantage for services received or rendered from a public official or private party is prohibited.

As part of the general course of business, the Company may rely on external consultants. During the selection process, the Company assesses whether the external consultant meets certain requirements of reputation, technical suitability, independence, and the absence of Conflicts of Interest, in order to limit the risk of illicit conduct on their part.

Clients/Tenants

The Company guarantees that the selection of a client/tenant is based on both financial and non-financial (ethical-reputational check) qualifications, which reflect the extent to which the client/tenant

is exposed to the risk of corruption. The subsequent contractual negotiations must be carried out in full transparency, and all transactions stemming from the contract must be traceable and verifiable such as, for example, the application of particular conditions, credit collection and discounts granted over the life of the contract.

Partner

The Company carefully evaluates the reputation and reliability of its potential partners so as to assess the risks that could arise from activities that are not consistent with the internal regulations and/or the ethical standards defined and adopted by IGD.

In order to prevent any liability for the IGD Group due to a business partner's corruptive conduct, partners are required to comply with the standards of this Policy and with any domestic and international anti-corruption laws.

5.3 Relationships with public administrations

All dealings with public administration representatives, Public Officials or Public Service Providers must be based on principles of fairness, loyalty, and transparency, as well as compliance with applicable regulations and current company procedures. Within such relationships, it is not permitted to seek or establish unduly favoured relationships, nor to apply undue influence or interference in order to influence any activities, whether directly or indirectly. In particular, it is forbidden

- to promise, pay or offer, whether directly or indirectly, payments, material benefits or other benefits and ensure advantages of any kind to members of the Public Administration, Public Officials or Public Service Providers, or to persons close to them, to influence their behaviour;
- induce a third party to exert influence or pressure on members of the Public Administration, Public Officials or Public Service Providers, for the purposes indicated above or, in any event, remunerate them for their mediation activities;
- bend to requests or solicitation for benefits or advantages, to undue pressures or recommendations from Public Administration Officers, Public Officials or Public Service Providers.

Such relationships must be managed exclusively by individuals specifically designated and authorised for this purpose, within the limits of the powers granted to them by formal power of attorney or, in any event, within the scope and limits of their roles and responsibilities.

5.4 Gifts, entertainment expenses, donations and sponsorships

The Company generally does not allow, outside of the normal courtesy practices generally recognised in commercial relationships, the offering or receipt of gifts and gratuities, since, under certain conditions or circumstances, such gestures may be interpreted as behaviours capable of fuelling or generating corruption and/or Conflicts of Interest, with consequent repercussions on the company's reputation and image.

Gifts and gratuities may be offered and/or accepted only if they are of modest value, defined by company practice as €100, and in compliance with the procedures in force from time to time. Specifically:

- Gifts or gratuities given or received with the intent of obtaining an improper advantage or preferential treatment or, in any case, influencing independent judgment are not permitted;

- Any gifts given must be of a symbolic nature, of modest value and previously authorised in compliance with internal procedures;
- Any gifts received must be reported and recorded in accordance with the procedures established by company regulations.

Entertainment expenses must be appropriate, documented, proportionate to company objectives, within budget limits, and incurred in accordance with internal procedures.

Donations and sponsorships are permitted only if duly approved, and their financial flows must be traceable, in accordance with the internal procedures in force from time to time.

Donations may be made to support cultural, artistic, sporting, social, or technological initiatives, even if not strictly related to the Company's business. Given the risks inherent in the use of these funds, such initiatives must be conducted in good faith and motivated exclusively by the desire to promote IGD's values and its social image.

Sponsorships are part of the initiatives deployed to achieve reputational benefits and maintain profitable relationships for the development of the Company's business. In supporting such activities, it is necessary to ensure that they are aligned with company plans and carried out by adopting the necessary measures to ensure transparency, fairness, and traceability.

Direct or indirect political contributions are prohibited.

5.5 Management of financial resources

Personnel selection, hiring, evaluation, and incentive processes (including bonus and variable compensation calculation systems) must be transparent, based on objective criteria, and compliant with company procedures existing from time to time. They are subject to periodic review to ensure that they do not generate unintended incentives for corruption. Pre-employment checks are required to assess reputation and the absence of Conflicts of Interest, especially for sensitive roles. The results of these checks are evaluated in relation to the role and duties that the candidate is expected to perform. Hiring individuals based on improper reporting or in exchange for favours is prohibited.

5.6 Accounting, cash flow management and confidentiality

All economic and financial transactions must be conducted in compliance with the principles of legality, integrity, and transparency. Therefore, each operation and transaction must be properly authorised, verifiable, and accompanied by adequate documentation to enable checks on its nature and purpose.

The Company records all business transactions in its accounting books in a detailed, transparent, truthful, correct and timely manner, and in compliance with applicable accounting principles.

More generally, the Company has implemented an organisational system based on the segregation of roles, ensuring separation of responsibilities between those who execute, control, and authorise specific company activities. The Company has structured its internal system of delegating powers by assigning specific operational delegations and powers of attorney in line with the assigned organisational responsibilities. The Company ensures the confidentiality of the information in its possession, prohibiting the improper use of news and information acquired and/or processed during the performance of its duties and activities. This is achieved through the adoption of specific policies, procedures, rules, and tools aimed at achieving an adequate level of security in the management of the

company's information assets in terms of confidentiality, integrity, and availability of information, in compliance with applicable legislation.

5.7 Extraordinary Transactions

Mergers, acquisitions, divestitures, and joint ventures must be preceded by thorough due diligence, including ethical and reputational considerations. Subsequent integration and monitoring plans must be in place to ensure compliance with anti-corruption principles.

6. Reporting and whistleblowing protection

The Company promotes a culture based on legality, integrity, and transparency, fundamental values for preventing illegal behaviour. In this context, it encourages all Recipients to report, in good faith and based on precise and consistent factual elements, any behaviour, act or omission that may be in breach of current legislation, Model 231, the Code of Ethics, this Anti-Corruption Policy or other self-regulation tools adopted by the Company.

Reports must be filed through specific channels established by the Company (available in the section <http://www.gruppoigd.it/governance/etica-dimpresa/whistleblowing/>), in compliance with company procedures and whistleblowing provisions. The Company ensures the confidentiality of the whistleblower's identity, the diligent management of the reports received, and protection against any form of retaliation or discrimination against those who report in good faith.

A confirmed violation of the anticorruption standards by IGD's staff will result in the application of the fines as provided for by the relevant collective labour agreement and other applicable norms.

7. Roles in the Anti-Corruption Management System

The following roles and responsibilities are assigned to ensure the effective application of this Policy and the Anti-Corruption Management System:

- **Governing Body (Board of Directors of IGD SIIQ S.p.A.):** has a pivotal role in promoting the principles of legality, ethics, and integrity, as well as supervising the Anti-Corruption Management System. The Governing Body approves the Anti-Corruption Policy, regularly acquires reports and any other useful information to evaluate the status of the System. Lastly, it is responsible for ensuring that the Anti-Corruption Strategy and Policy are aligned.
- **Top Management (Chief Executive Officer):** leads the operational implementation of the Anti-Corruption Management System, ensuring that the System's requirements are merged into company processes and promoting an anti-corruption culture. To this end, it is committed to ensuring that adequate resources are available, that staff are adequately trained and educated, and supports the Anti-Corruption Function in ensuring its necessary authority, autonomy, and independence. Top Management is also responsible for periodically reviewing the System, in order to verify its effectiveness and propose any improvements, also depending on regulatory or organisational developments.
- **Anti-Corruption Function:** appointed by the Top Management, it operates with an adequate level of autonomy, independence, and authority, and is equipped with the skills and resources necessary to carry out its role effectively and impartially. His responsibilities include overseeing the design and implementation of the Anti-Corruption Management System, ensuring its

consistency with relevant regulations, specifically the requirements of UNI ISO 37001:2025. The Anti-Corruption Function also provides support and guidance to staff on issues related to corruption prevention, providing clarification on operations and application. It also monitors the functioning of the System over time and reports to Top Management, the Governing Body, and other relevant functions on the results, any critical issues that emerge, and the corrective or improvement actions to be taken.

This neat assignment of responsibilities ensures the segregation of management, control, and direction roles, in accordance with best practices and the UNI ISO 37001:2025 standard.

The Governing Body and the Top Management demonstrate an active, visible, and consistent commitment to promoting an anti-corruption culture and supporting the effective implementation of the Anti-Corruption Management System.

8. Control and monitoring

The Company periodically conducts internal and external audits of its business and financial activities and performs ongoing checks on the completeness and accuracy of all business transactions recorded in its books and accounting records, as well as on compliance with the requirements outlined in applicable legislation and internal self-regulation documents, including the principles and requirements outlined in this Policy.

Violations lead to disciplinary, contractual, and, where applicable, legal consequences, up to and including termination of employment or revocation of assignments.

9. Information, communication and reporting

This Policy is made available through internal (e.g., company intranet) and external (e.g., Company website) channels, in the relevant languages, to facilitate its dissemination to all Recipients.

Awareness-raising programs and mandatory periodic training differentiated depending on risk are planned. Training is not limited to a list of prohibitions but actively illustrates the benefits of improved anti-corruption performance, how each individual can contribute to ensure the System's efficiency, and the direct implications of any lack of compliance.

10. Policy Update

This Policy is reviewed from time to time, whenever updates are necessary to comply with regulatory changes or to incorporate emerging best practices, to ensure that it may continue to be adequate, effective and consistent with company strategy.