

Group Gifts, Events, Hospitality, Donations and Sponsorships Policy

Record ID: ERC-G-PO 04

EXTRACT

TABLE OF CONTENTS

1	INTRODUCTION.....	4
1.1	OBJECTIVE AND PURPOSE OF THE DOCUMENT	4
1.2	SCOPE OF APPLICATION.....	4
1.3	REFERENCES.....	4
1.4	DEFINITIONS, ABBREVIATIONS, AND ACRONYMS.....	5
2	POLICY IMPLEMENTATION	6
3	DEFINITION OF THE THRESHOLD OF MODEST VALUE	6
4	MANAGEMENT OF GIFTS	6
4.1	GENERAL PRINCIPLES	6
4.2	OFFERING OF GIFTS.....	7
4.2.1	<i>Offering Gifts to Public Officials.....</i>	7
4.2.2	<i>Offering Gifts to Private Business Associate.....</i>	7
4.2.3	<i>Registering the Gift.....</i>	7
4.3	RECEIPT OF GIFTS.....	8
4.3.1	<i>Receiving a Gift.....</i>	8
4.3.2	<i>Registering the Gift.....</i>	8
4.3.3	<i>Gifts that cannot be accepted.....</i>	8
5	EVENTS.....	8
5.1	GENERAL PRINCIPLES	8
5.1.1	<i>Preliminary activities.....</i>	9
5.2	MANAGEMENT OF EVENTS ORGANIZED BY DEDALUS.....	9
5.2.1	<i>Workflow.....</i>	9
5.3	SPONSORSHIP OF EVENTS ORGANIZED BY THIRD PARTIES	9
5.4	PARTICIPATION IN EVENTS ORGANIZED BY THIRD PARTIES	9
6	MANAGEMENT OF HOSPITALITY	10
6.1	GENERAL PRINCIPLES.....	10
6.2	GRANTING HOSPITALITY.....	10
6.3	RECEIVING HOSPITALITY.....	10
7	DONATIONS	11
7.1	GENERAL PRINCIPLES	11
7.2	MAKING A DONATION	12
7.2.1	<i>Donation request.....</i>	12
7.2.2	<i>Due diligence</i>	12
7.2.3	<i>Preliminary Check.....</i>	12
7.2.4	<i>Second check.....</i>	12
7.2.5	<i>Approval.....</i>	12
7.2.6	<i>Registering the information.....</i>	12
8	SPONSORSHIPS	13
8.1	GENERAL PRINCIPLES	13
8.2	MANAGEMENT OF SPONSORSHIPS	13
8.2.1	<i>Sponsorship overview.....</i>	13
8.2.2	<i>Preliminary activities.....</i>	13
8.2.3	<i>Sponsorship request.....</i>	13
8.2.4	<i>Due diligence</i>	13
8.2.5	<i>Approval.....</i>	14

9	TRANSPARENCY OBLIGATIONS	14
10	REPORTING VIOLATIONS AND AUDIT	14
11	DISCIPLINARY MEASURES	15
12	GUIDANCE FOR EMPLOYEES.....	15
13	DOCUMENT REVISION HISTORY	15
13.1	DOCUMENT AUTHOR(S).....	15
13.2	DOCUMENT REVIEWER(S)	15
13.3	DOCUMENT APPROVER(S).....	15
13.4	DOCUMENT REVISION HISTORY	15
ANNEX 1.....		ERRORE. IL SEGNALIBRO NON È DEFINITO.
ANNEX 2.....		ERRORE. IL SEGNALIBRO NON È DEFINITO.
ANNEX 3.....		ERRORE. IL SEGNALIBRO NON È DEFINITO.
ANNEX 4.....		ERRORE. IL SEGNALIBRO NON È DEFINITO.
ANNEX 5.....		ERRORE. IL SEGNALIBRO NON È DEFINITO.

1 INTRODUCTION

1.1 Objective and purpose of the document

Dedalus strives to build good relationships with their Business Associates which are based on honesty, integrity, transparency, fairness, and good business practice.

In many countries, the offering of Gifts, Hospitality, Donations and Sponsorships and the organization of Events plays an important role in building business relationships. These practices have become part of the culture in our society; problems arise, however, when such courtesies create new opportunities for undue influence and misuse.

Dedalus is committed to achieving the highest standards of ethical conduct, by complying with all applicable laws, regulations, and policies in the Countries where it conducts business.

The purpose of this Policy is to provide principles of conduct for the entire Group for the offering and receipt of Gifts and Hospitality and for the management of Donations, Events and Sponsorships worldwide.

For any activity that involves Healthcare Professionals or Healthcare Professionals Organizations (please refers to section 1.3 for the definition), refers to [ERC-G-PO 05 Group Policy Relationships with Healthcare Professionals and Healthcare Organizations](#).

1.2 Scope of application

This Policy has been reviewed and approved by the Group CEO and its implementation and enforcement is mandatory for Dedalus S.p.A. and all its Group Legal Entities around the world.

The Policy applies to all individuals worldwide working on behalf of Dedalus at all levels and grades, including Executives, Directors, Managers and employees (whether permanent, fixed term or temporary) and trainees (hereinafter altogether "**Dedalus' Persons**"), as well as public or private Third Parties associated to the Group or otherwise acting on its behalf or to further its business interests (such as consultants, suppliers, agents, etc.).

This Policy is in addition to the provisions of the Group Code of Ethics, the Antitrust Group Code of Conduct and the Group Anti-Corruption Policy.

Regardless of whether local laws or customs might allow something different, this Policy establishes a single standard that everyone must adhere to. In jurisdictions where local laws or regulations set stricter rules than those set out in the present Policy, the stricter rules must always prevail.

This Policy is immediately applicable to the entire Group, without possibility of exceptions. In this regard, Group Legal Entities shall ensure the adoption of this Policy in a timely manner.

1.3 References

The main internal and external regulatory references are:

- Dedalus Group Code of Ethics;
- Dedalus Group Antitrust Code of Conduct;
- ERC-G-PO 01 Dedalus Group Anti-Corruption Policy;
- ERC-G-PO 02 Group Whistleblowing Management Policy;
- ERC-G-PO 03 Dedalus Group Conflict of Interests Policy;
- ERC-G-PO 05 Dedalus Group Relationships with Healthcare Professionals and Healthcare Organizations Policy;
- International standard UNI ISO 37001:2016 - Management systems for the prevention of bribery and corruption;
- Application Guideline on the UNI ISO 37001:2016 standard for the prevention of bribery and corruption No. 10/2018 (CONFORMA/Association of Certification Inspection Testing Calibration Bodies, under the auspices of UNI/Italian Standards Authority);

- Laws and regulations in force in the Countries in which Dedalus operates.

1.4 Definitions, abbreviations, and acronyms

BUSINESS ASSOCIATE: private or public external party with whom the organization has, or plans to establish, some form of business relationship (e.g., clients, customers, joint venture partners, consortium partners, outsourcing providers, contractors, consultants, sub-contractors, suppliers, vendors, advisors, agents, distributors, representatives, intermediaries, investors). All Business Associates are Third Parties, but not all Third Parties are Business Associates.

CONFLICT OF INTERESTS: situation where business, financial, family, political or personal interests could interfere with the judgment of people in carrying out their duties for the Company¹.

COUNTRY GENERAL MANAGER: appointed for each Region and/or Country in which Dedalus operates.

DEDALUS: Dedalus Group.

DEDALUS' PERSONS: all individuals worldwide working on behalf of Dedalus at all levels and grades, including Executives, Directors, Managers and employees (whether permanent, fixed-term or temporary) and trainees.

DONATION / LIBERALITY: a benefit provided on a voluntary basis, in cash or in kind, granted without consideration by a person or entity, without any quantifiable value added to that person or entity, for cultural, scientific, or humanitarian purposes, including but not limited to contributions for participation in cultural or social associations.

EVENT: including Promotional and Training Events. Indeed:

- Promotional Events: Events whose sole purpose is the promotion of specific products or services by the subject/entity hosting the Event, such as Events dedicated to customers for the launch of new products, setting up the Company's booths at trade fairs, business seminars, or any other type of Event specifically intended for business associates.
- Training Events: Events whose main object concerns the provision of training to participants.

GIFT: benefit of any form offered without the expectation of receiving something in return (e.g., bottles of wine, watches, or promotional materials such as products showing the Dedalus logo provided for the purpose of familiarising oneself with the services provided by Dedalus or for promotional purposes, e.g., pens, notebooks).

GROUP: Dedalus Group.

GROUP CODE OF ETHICS: Dedalus Group Code of Ethics.

GROUP INTERNAL AUDIT: Internal Audit Function within the Group Risk & Compliance Department that acts at Group level, chaired by the Group Chief Risk & Compliance Officer.

GROUP LEGAL ENTITIES: Dedalus Group Legal Entities.

GROUP RISK & COMPLIANCE: Compliance Function within the Group Risk & Compliance Department that acts at Group level, chaired by the Group Chief Risk & Compliance Officer.

HEALTHCARE PROFESSIONAL (HCP): those working in the health sector (e.g. medical, nursing, laboratory, technical, administrative staff, etc.) in the public and/or private sector and who have the power, directly or indirectly, to purchase, hire, recommend, manage, use, procure, supply or determine the purchase, hire or prescription of medical technologies or related services.

HEALTHCARE ORGANIZATION (HCO): any legal person (regardless of legal form), association or health, medical or scientific organization through which one or more HCPs provide services that

¹ Source: ISO 37001:2016 - "Anti-bribery management systems - Requirements with guidance for use".

can exercise direct or indirect influence over any prescription, recommendation, purchase, order supply, use, sale or rental of medical technology and related services. For example: hospitals, centralized purchasing offices, clinics, laboratories, pharmacies, research institutes, associations, foundations, universities, scientific societies or other educational or professional institutions.

HOSPITALITY: provision of meals and refreshments. Hospitality may also include expenses ancillary to business meetings, for example, an organization may wish to pay for a taxi or provide a company car for client personnel to travel to the airport, or to provide accommodation for client personnel that are visiting the organization.

MANAGER: Manager career stage as defined by the Dedalus role leveling².

MODEST VALUE: value of Gift not exceeding the **threshold of EUR 50.00 per gift** / cumulative in the same year to the same Business Associate, unless more restrictive limits are set by local regulations. In this regard, it is recommended to read Annex 1 "*Local regulatory requirements*" for further information³.

POLICY: Dedalus Group Gifts, Events, Hospitality, Donations and Sponsorships Policy.

PUBLIC OFFICIAL: person holding a legislative, administrative, or judicial office, whether by appointment, election or succession, or any person exercising a public function, including for a public agency or public enterprise, or any official or agent of a public domestic or international organization, or any candidate for public office (i.e. Government authorities' employees). It also includes candidates for political office, political party officials and employees, as well as political parties. Public officials may be part of public Business Associates.

SPONSORSHIP: means any payment to a third party aimed at exhibiting its brand and/or promote the Group's image, with the aim of enhancing the Group's reputation and prestige and to generate value for shareholders.

THIRD-PARTY: public or private person or body that is independent of the organization. Not all Third Parties are Business Associates, but all Business Associates are Third Parties.

2 POLICY IMPLEMENTATION

[OMISSIS]

3 DEFINITION OF THE THRESHOLD OF MODEST VALUE

The threshold of Modest Value for Gift is defined as value of Gift not exceeding the **threshold of EUR 50.00 per gift** / cumulative in the same year to the same Business Associate, unless more restrictive limits are set by local regulations, as specified in Annex 1 "*Local regulatory requirements*".

[OMISSIS]

4 MANAGEMENT OF GIFTS

4.1 General principles

Offering a Gift is permitted where it meets all the following conditions:

- there is a legitimate business purpose (i.e., expenses designed to support or promote Dedalus' products, its brand, or reputation or to further a legitimate business relationship with customers, representatives, and other Business Associates);

² For further details about the career stage please contact the HR team.

³ The limits and thresholds contained in Annex 1 apply to all Gifts, Hospitality, Donations and Sponsorships provided toward Business Associates, not only to Healthcare Professionals or Healthcare Organizations.

- it is offered as a sign of common business courtesy (i.e., it has not been requested by the Business Associate);
- it has Modest Value, meaning a Gift not exceeding the value of EUR 50.00 per gift / cumulative in the same year to the same Business Associate, unless more restrictive limits are set by local regulations, as specified in Annex 1 “*Local regulatory requirements*”;
- it is recorded accurately and transparently, also from an accounting point of view, and supported by appropriate documentation;
- it is offered in accordance with the rules set in this Policy and all other regulations, policies, and procedures applicable in the Country in which Dedalus’s Persons operate.

Accordingly, offering Gifts under these conditions is not permitted:

- Gift in the form of cash payment (e.g., cash, transfers, coupons, voucher, gift card, etc.), or luxury goods, or tickets / passes for recreational activities such as concerts or sports matches;
- Gifts included in Annex 1 “*Local regulatory requirements*” prohibitions;
- Gift offered in connection with the preparation of preparatory acts for participation in a tender and the immediate aftermath or negotiation of a contract (of any value);
- Gift provided at the request of the Business Associate;
- Gift provided with the intention of using the relationship to exert influence or pressure in the future, or to create a duty of gratitude.

4.2 Offering of Gifts

4.2.1 Offering Gifts to Public Officials

Offering Gifts to Public Officials is prohibited, except for Dedalus branded promotional and educational gadgets⁴.

Promotional and educational gadgets must fall within the list of items prepared by the Group Marketing and Communications team in relation to that specific initiative (e.g. event, convention, etc.).

4.2.2 Offering Gifts to Private Business Associate

Gifts to Private Business Associate⁵ are only permitted if they comply with the thresholds and principles set out in the paragraph 4.1.

If a Dedalus person intends to provide a gift, he/she must open a purchase request and activate the procedures and approvals required by the Group and Local Purchasing Policy and procedures.

[OMISSIS]

Unless there are justified exceptions, individual requests from Dedalus Persons are not permitted.

4.2.3 Registering the Gift

[OMISSIS]

⁴ Items, usually of low cost (e.g. gadgets) functional to events contributing to disseminate and promote Dedalus's image and/or brand (e.g. conventions, team building events, workshops or similar).

⁵ Private Healthcare Organization personnel are qualified as and therefore the principles of this paragraph apply.

4.3 Receipt of Gifts

4.3.1 Receiving a Gift

Receiving a Gift is only permitted where it meets all the following conditions:

- there is a legitimate business purpose (i.e., to foster a legitimate business relationship with customers, representatives, and other Business Associates).
- it is offered as a sign of common business courtesy (i.e., it is not requested by Dedalus' Person).
- it has Modest Value, meaning Gift not exceeding the **thresholds of EUR 50.00** per gift / cumulative in the same year from the same Business Associate, **unless more restrictive limits are set by local regulations**, as specified in Annex 1 "*Local regulatory requirements*".
- not consist of a cash payment (e.g., cash, transfers, coupons, voucher, gift card, etc.) luxury goods or other items as described in Annex 1 "*Local regulatory requirements*".
- it is received in accordance with the rules set in that Policy and all other regulations, policies, and procedures applicable in the Country in which Dedalus's Persons operates.

In cases where it is not possible to assign an economic value, even an indicative one, to the gift received, it may only be accepted if its value is modest and in line with normal social or best practices, without compromising the recipient's independence or impartiality and should only be accepted on a sporadic basis and not repetitively, in order to avoid any perception that they may be used as a means of undue influence.

If a gift does not meet one or more of these criteria, it must be refused or, if already accepted, must be promptly disclosed to the designated responsible person.

4.3.2 Registering the Gift

[OMISSIS]

4.3.3 Gifts that cannot be accepted

If a Dedalus' Person receives a Gift that is in breach of the conditions set out in this Policy (e.g. exceeds the threshold provided for in this Policy), they shall refuse such a Gift, and promptly inform both the Group Chief Risk & Compliance Officer and the person / entity that provided the gift that it cannot be accepted as it is contrary to the principles of the Group Code of Ethics, the Group Anti-Corruption Policy, the Antitrust Group Code of Conduct, and this Policy.

[OMISSIS]

5 EVENTS

5.1 General principles

Dedalus may organize, also with the support of external companies, promotional and educational Events involving Business Associates for:

- presenting the business and presenting scientific technical updates related to its products.
- higher or advanced training or education on technical, regulatory, organisational and management subjects.
- brand communication, awareness and promotion.

The organization of Events must be compliant with the following conditions:

- events shall be conducted in premises used as a clinic, laboratory, auditorium, conference center, or other appropriate venue, including Dedalus-owned premises or meeting facilities available for business.
- events shall be held in locations and venues that are easily accessible, and the choice of location must be motivated exclusively by logistical, scientific and organizational, as well as economic reasons, so that the selected location does not become the main attraction of the Event.
- event invitation is personal.
- event invitation must not include involvement in entertainment activities (e.g. musical or sporting events).

Regarding the offer of Gift related to the Event, the provisions of the par. 4 must be observed.

For any Event that involves Healthcare Professionals or Healthcare Professionals Organizations (please refers to section 1.3 for the definition), **refer to ERC-G-PO 05 Group Policy Relationships with Healthcare Professionals and Healthcare Organizations.**

[OMISSIS]

5.1.1 Preliminary activities

[OMISSIS]

5.2 Management of Events organized by Dedalus

[OMISSIS]

5.2.1 Workflow

[OMISSIS]

5.3 Sponsorship of Events organized by Third Parties

Without prejudice to the general principles in par 5.1, regarding the process of sponsorship of a Third Parties' Event, the provisions of par. 8 must be observed.

5.4 Participation in Events organized by Third Parties

A Dedalus' Person may participate in Events organized by Third Parties as speakers / panelists / guests in the absence of specific financial compensation to Dedalus.

In this case, the Dedalus' Person involved, after sending a written request to the Country General Manager or its delegate for authorization, shall assess with the support of Group Risk & Compliance Function:

- whether there is a Conflict of Interest with the organizer of the Event;
- whether the Event is organized in line with the principles defined in the Group Code of Ethics, the Group Anti-Corruption Policy, the Antitrust Group Code of Conduct, and this Policy;
- whether the type of involvement requested is in line with what is defined in the Group Code of Ethics, the Group Anti-Corruption Policy, the Antitrust Group Code of Conduct, and this Policy;

The authorization is not required when the Event is part of a previous and approved Agreement (e.g. presentation of the result of a Research Project).

6 MANAGEMENT OF HOSPITALITY

6.1 General Principles

All expenses regarding Hospitality for Business Associate are permitted where it meets all the following conditions, therefore they must be:

- offered sporadically and related and/or connected (temporally and geographically) to the performance of the business activity (e.g., travel necessary for the performance of an activity envisaged by a consultancy contract, promotional or training event);
- appropriate to the occasion, the agenda and the participants of the Event: i) the accommodation chosen must not be among those at top-class or luxury hotel standard - also in consideration of the average cost of living and the economic situation of the Country in which the hospitality is offered - or known for entertainment, tourism or wellness activities; ii) the choice of the accommodation must be made primarily in relation to the location of the Event; iii) exclusively granted in favor of Business Associate involved in the business activity or invited to the Event. Additional persons (e.g. family members) are excluded.
- recorded accurately and transparently, also from an accounting point of view, and supported by appropriate documentation.
- offered in accordance with the rules set in the present Policy, in the [001-GPO-BTE Global Business Travel and Expenses Policy](#), in the Annex 1 "Local regulatory requirements" and all other regulations, policies, and procedures applicable in the Country where Dedalus's Persons operate.

Accordingly, granting hospitality is **not permitted** if:

- it is related to personal events (e.g., birthday or marriage);
- it is motivated by a desire to exert improper or unlawful influence on Business Associates.

6.2 Granting Hospitality

This paragraph does not apply to hospitality offered:

- to HCP/HCOs, in relation to which the Group Policy Relationships with Healthcare Professionals and Healthcare Organizations must be observed;
- during Events not involving HCP/HCO, in relation to which the par. 5 must be applied.

Expenses for travel and accommodation must be disbursed directly to the service provider by the Dedalus' Legal Entity involved according to the Local Travel and Expenses Policy.

Meals expenses must be paid directly by the Dedalus' Persons, involved in the business relationship with the Business Associate, who has the highest rank in Dedalus and reimbursed in accordance with what has been established by each Dedalus Legal Entity.

[OMISSIS]

6.3 Receiving Hospitality

Receiving Hospitality is only permitted if all the following conditions are met:

- there is a legitimate business purpose (e.g. to foster a legitimate business relationship with customers, representatives and other Business Associates, or to participate in an Event);
- it is offered as a sign of common commercial courtesy (i.e. it is not requested by the Person of Dedalus);

- it is proportionate to the occasion, the agenda and the participants to the Event: the facilities chosen must not be luxurious or known for entertainment, tourism or wellness activities;
- granted in favor of only Dedalus' Persons involved in the business activity;
- it is received in accordance with the rules set out in this Policy, in the Annex 1 "Local regulatory requirements" and in the Global Business and Expenses Policy and all other regulations, policies and procedures applicable in the Country in which the Dedalus' Persons operate.

If a Dedalus' Person receives an invitation related to travel or accommodation from a Business Associate, before accepting it they should obtain the approval in writing from the Country General Manager, or its delegate specifying:

- the business purpose related to the invitation,
- dates and location,
- details of the Business Associate involved as well as the company or Public Administration to which they belong.

If a Dedalus' Person receives Hospitality that is in breach of the conditions set out in this Policy and in the Global Business Travel and Expenses Policy, they shall refuse, and promptly inform the person / entity that provided it that it cannot be accepted as it is contrary to the principles of the Group Code of Ethics, the Group Anti-Corruption Policy, the Antitrust Group Code of Conduct and this Policy.

7 DONATIONS

7.1 General principles

Donations may be made only if the following conditions are met:

- they are for charitable and philanthropic purposes;
- they are granted in favour of entities which pursue the following scope:
 - indigent healthcare;
 - patient education (including awareness campaigns);
 - improving the condition of patients;
 - public education;
 - humanitarian projects, including support in case of natural disasters;
 - support of charity events;
- they must be always in favour of a legal person and specifically:
 - upon a request made by the legal person, without considering any commercial interest or profits;
 - when participating in charitable initiatives proposed by reputable charitable entities (e.g., Telethon, Amnesty International);
 - in favour of legal persons entitled to receive them under applicable laws and regulations and in absence of Conflict of Interests with Dedalus.

Dedalus is religiously and politically neutral. For this reason, the Group's contributions may not promote in a targeted manner either one religious group or one partisan political ideology vis-à-vis other persuasions or political viewpoints.

Therefore, Donations are prohibited if:

- they are granted in favour of natural person;

- they could be used to purchase Dedalus products or for activities from which Dedalus could derive an economic / commercial advantage;
- they are aimed for religious (e.g., of a church or a clergy for missionary work or liturgical activities) or political (e.g. in support of partisan political interests such as election events for political campaigns) purposes.

7.2 Making a Donation

7.2.1 Donation request

[OMISSIS]

7.2.2 Due diligence

The Local Marketing and Communication/Human Resources Function, upon receipt of the request of Donation from the potential Beneficiary or when participating in charitable initiatives proposed by reputable charitable entities, is required (i) preliminarily to verify the compliance with the Policy requirements and principles, (ii) to invite the Beneficiary to qualify according to the Local purchasing process.

The Functions involved in the Local purchasing process, or, in absence, the Local Marketing and Communication/Human Resources Function must request that the Beneficiary completes a questionnaire in order to ensure that the entity is known as a qualified subject of proven reliability and integrity. When the questionnaire is not scheduled to be completed within the supplier portal, the Local Marketing and Communication/Human Resources Function must invite the Beneficiary to fill in the "*Donation Beneficiary / Sponsee questionnaire*" (Annex 3).

When it is not possible for the Beneficiary to complete the questionnaire, the Local Marketing & Communication or HR function must complete it after appropriate verification through public sources.

7.2.3 Preliminary Check

The Local Marketing & Communication or HR function, with the possible support of the relevant corporate functions (e.g. Legal, Group Risk & Compliance, Finance etc.), is required to carry out preliminary checks regarding the Beneficiary in relation to potential Conflict of Interest or Anticorruption concerns, according to Group Policies and Local Due Diligence Policy, where adopted.

7.2.4 Second check

In particular, the Local Marketing & Communication or HR Function is required to verify compliance with the principle of rotation in the choice of the potential Beneficiary, no more than two disbursements may be made to the same legal person within a three-year period.

7.2.5 Approval

[OMISSIS]

7.2.6 Registering the information

The Local Marketing or HR function is required to acquire from the Beneficiary evidence of the actual destination and use of the Donation made.

[OMISSIS]

8 SPONSORSHIPS

8.1 General principles

Dedalus may enter into Sponsorship agreements with Third Parties to organize activities exclusively for the purpose of promoting the image of the Group, its services and/or its brand.

The selection of activities to be sponsored meets specific defined criteria aimed at improving the process and avoiding accepting requests that are not in line with the Group Code of Ethics.

Activities that can be sponsored are:

- initiatives related to the Group's business and corporate activities (e.g. Sponsorships of an Event, roadshow, or exhibition);
- institutional and corporate initiatives carried out in the social, cultural, sports or artistic.

It is prohibited to sponsor:

- activities considered in any way illegal, harmful or detrimental to the Group and its reputation;
- entities or activities in conflict with the mission, vision, Group Code of Ethics, strategic guidelines, Group Policies and other Compliance Program adopted pursuant to local regulations⁶.

8.2 Management of Sponsorships

8.2.1 Sponsorship overview

[OMISSIS]

8.2.2 Preliminary activities

Please note that this process concerns sponsorship of activities that do not involve HCPs/HCOs.

Before activating the request process for a Sponsorship, the requesting function must check whether it is a sponsorship of an event involving HCPs or HCOs. If it is an event involving HCPs/HCOs, the requesting function must apply the principles of [ERC-G-PO 05 Group Policy Relationships with Healthcare Professionals and Healthcare Organizations](#).

For all other sponsorships, the process described in this Policy applies.

8.2.3 Sponsorship request

[OMISSIS]

8.2.4 Due diligence

After identifying the opportunity, the Local Marketing and Communication Function or any other function in charge is required (i) preliminarily to verify the compliance with the Policy requirements and principles, (ii) to invite the Sponsee to qualify according to the Local purchasing process.

The Functions involved in the Local purchasing process, or, in absence, the Local Marketing and Communication Function or any other function in charge must request that the Sponsee completes a questionnaire in order to ensure that the entity is known as a qualified subject of proven reliability and integrity. When the questionnaire is not scheduled to be completed within

⁶ Under Italian law, the Organisational Model adopted pursuant to Legislative Decree 231/2001.

the supplier portal, the Local Marketing and Communication Function or any other function in charge must invite the Sponsee to fill in the “*Donation Beneficiary / Sponsee questionnaire*” (Annex 3), signed by a legal representative or special attorney with the necessary powers.

When it is not possible for the Sponsee to complete the questionnaire, the Local Marketing & Communication or any other function in charge must complete it after appropriate verification through public sources.

The Local Marketing & Communication Function or any other function in charge, with the possible support of the relevant corporate functions (e.g. Legal, Group Risk & Compliance, Finance etc.), is required to carry out checks regarding the Sponsee in relation to potential Conflict of Interest or Anticorruption concerns, according to Group Policies and Local Due Diligence Policy, where adopted.

If the verification does not reveal any anomaly - assessed according to the Anti-Corruption, Conflict of Interest and Local Due Diligence Policies - the process can move forward.

8.2.5 Approval

[OMISSIS]

In the Sponsorship agreement, the following are required:

- the currency and amount paid under the Sponsorship agreement;
- the requirement that payments be made exclusively to the counterparty and in the counterparty's Country of incorporation, exclusively to the counterparty's registered account and never to crypted bank account or in cash;
- the counterparty's commitment to comply with applicable laws, anti-corruption laws and anti-corruption provisions provided in the agreement, and to record in its books and records the amount received in a proper and transparent manner;
- the contractual provisions relating to “*Criminal Corporate Liability/Anticorruption*” that Dedalus S.p.A. and other Group Legal Entities must include in the agreements they sign.

The Local Marketing and Communication Function or any other functions in charge, must promptly request a receipt from the beneficiary as evidence of what has been disbursed and documentation showing that Sponsorship has taken place (e.g. photos, newspaper articles, reports).

[OMISSIS]

9 TRANSPARENCY OBLIGATIONS

[OMISSIS]

10 REPORTING VIOLATIONS AND AUDIT

Reporting of actual or suspected breaches of this Policy or any other related misconduct, must be promptly made throughout channels available in accordance with Dedalus' Whistleblowing Policy.

Dedalus encourages and enables all the employees to report attempted, suspected and actual violations, ensuring that Dedalus' Persons who reported the violation shall not be dismissed, demoted, suspended, threatened, harassed, or discriminated against in any way in their treatment at work, for the fact that they have lawfully made a report in good faith.

In the event of any act of corruption or breach of this Policy, as reported, detected, or reasonably alleged, *ad hoc* internal inquiries or investigations shall be conducted.

When necessary or appropriate, specialized Third Parties may be entrusted, via specific mandates, to support the Group Internal Audit in such investigations.

Moreover, periodically compliance audits are conducted by the Group Internal Audit team in order to verify adherence to the provisions of the present Policy.

11 DISCIPLINARY MEASURES

Dedalus' Persons are required to comply with the provisions contained in this Policy, regardless of where they might operate.

[OMISSIS]

Dedalus will do its utmost to apply contractual remedies, including (but not limited to) the contract termination and claim for damages, against Third Parties whose actions are found to be in violation of anti-corruption laws and/or the anti-corruption compliance commitments envisaged in the relevant contracts.

12 GUIDANCE FOR EMPLOYEES

[OMISSIS]

13 DOCUMENT REVISION HISTORY

13.1 Document Author(s)

[OMISSIS]

13.2 Document Reviewer(s)

[OMISSIS]

13.3 Document Approver(s)

[OMISSIS]

13.4 Document Revision History

[OMISSIS]