

# ORGANISATIONAL, MANAGEMENT AND CONTROL MODEL

**Adopted pursuant to Legislative Decree 231  
dated 8 June 2001**

CONTENTS

DEFINITIONS.....	2
MODEL 231 OF AZZURRA AEROPORTI S.P.A.....	3
PURPOSE OF THE MODEL.....	3
STRUCTURE OF THE MODEL.....	3
ADDRESSEES.....	3
GENERAL PART.....	5
1. AZZURRA AEROPORTI S.P.A. AND ITS GOVERNANCE AND INTERNAL CONTROL AND RISK MANAGEMENT SYSTEM.....	6
1.1 CORPORATE GOVERNANCE SYSTEM.....	6
1.2 INTERNAL CONTROL AND RISK MANAGEMENT SYSTEM.....	7
<b>1.2.1 Azzurra's Internal Control and Risk Management System.....</b>	<b>7</b>
<b>1.2.2 Outsourced processes and activities.....</b>	<b>8</b>
2. OPERATING PROCEDURES FOR PREPARING AND UPDATING THE MODEL.....	9
2.1 RISK IDENTIFICATION, ANALYSIS AND ASSESSMENT (RISK ASSESSMENT):.....	9
2.2 CONTROL MEASURES.....	9
2.3 PREPARATION AND UPDATE OF THE MODEL.....	10
3. SUPERVISORY BODY.....	12
3.1 APPOINTMENT AND MEMBERS.....	12
3.2 GROUNDS FOR INELIGIBILITY, FORFEITURE AND/OR REMOVAL.....	12
3.3 FUNCTIONS AND POWERS OF THE SUPERVISORY BODY.....	14
3.4 INFORMATION FLOWS.....	15
<b>3.4.1 Information flows from the SB to the Corporate Bodies.....</b>	<b>15</b>
<b>3.4.2 Information Flows to the SB.....</b>	<b>15</b>
4. WHISTLEBLOWING MANAGEMENT.....	17
5. DISCIPLINARY AND SANCTIONING SYSTEM.....	19
5.1 MEASURES APPLICABLE TO DIRECTORS AND STATUTORY AUDITORS.....	20
5.2 MEASURES APPLICABLE TO EMPLOYEES.....	21
5.3 MEASURES APPLICABLE TO SUPPLIERS, BUSINESS PARTNERS, CONSULTANTS, AND CONTRACTORS.....	22
6. DISSEMINATION OF THE MODEL.....	23
6.1 INFORMATION.....	23
6.2 TRAINING.....	23
APPENDIX.....	24
SPECIAL PART (OMISSIS).....	28

## DEFINITIONS

<b>Azzurra or the Company</b>	Azzurra Aeroporti S.p.A.
<b>Mundys or the parent company</b>	Mundys S.p.A.
<b>Legislative Decree No. 231/2001 or the Decree or Decree 231</b>	Legislative Decree no. 231 dated 8 June 2001, concerning the administrative liability of legal entities, companies and associations, whether with or without legal personality
<b>Model or Model 231</b>	Organisational, Management and Control Model adopted under Legislative Decree no. 231/2001 for the prevention of criminal offences covered within the scope of the Decree
<b>Code of Ethics</b>	Code of Ethics of the Mundys Group
<b>Anti-Corruption Policy</b>	Anti-Corruption Policy of the Mundys Group
<b>Confindustria Guidelines or Guidelines</b>	Guidelines for the Development of Organisation, Management and Control Models pursuant to Legislative Decree 231/2001 published on 7 March 2002 and subsequently supplemented and updated
<b>“Sensitive” or “231 risk” activities and processes</b>	Corporate processes and activities considered potentially at risk with regard to the crimes referred to in Legislative Decree 231/2001
<b>Internal Control and Risk Management System (ICRMS)</b>	Company Internal Control and Risk Management System
<b>Board of Directors or BoD</b>	Board of Directors of Azzurra Aeroporti S.p.A.
<b>Supervisory Body or SB</b>	Internal body pursuant to Article 6, paragraph 1 (b) of Legislative Decree 231/2001, the SB is in charge of supervising the operation and observance of the Azzurra Aeroporti S.p.A. Model and ensure it is regularly updated
<b>Whistleblowing committee</b>	Collective body of Mundys S.p.A., responsible for the whistleblowing management process provided for by internal regulations on the matter
<b>Third parties</b>	External contractors, suppliers and any other partner carrying out commercial and / or financial transactions of any nature with the Company
<b>Relevant corporate structures</b>	Structures of Mundys S.p.A. or other supplier of Azzurra Aeroporti S.p.A., who provide services to the Company under existing contracts

## MODEL 231 OF AZZURRA AEROPORTI S.P.A.

Legislative Decree no. 231 dated 8 June 2001 (hereinafter also the “Decree” or “Decree 231”)<sup>1</sup> introduced in the Italian legal system a “Regulation of the administrative liability of legal entities, companies and associations, whether with or without legal personality”.

Azzurra Aeroporti S.p.A. (hereinafter also “Azzurra” or the “Company”) has adopted and implemented an Organisational, Management and Control Model (hereinafter also the “Model” or “Model 231”), updating it over time to integrate regulatory and organisational changes, in accordance with the best practices on the matter (e.g. Guidelines issued by Confindustria).

### PURPOSE OF THE MODEL

The purpose of this Model is to prevent the perpetration of the crimes referred to in Decree 231 (“predicate crimes”)<sup>2</sup> by individuals in senior management positions or acting under their direction or supervision and, more generally, to ensure that all those who operate on behalf of Azzurra maintain a correct conduct.

In particular, by adopting this Model, Azzurra intends to:

- strengthen its Internal Control and Risk Management System (ICRMS)
- engender, in all those who operate in the name and on behalf of Azzurra, the awareness of their duty to comply with the provisions of this Model and, more generally, with legal and company regulations;
- reassert the notion that the Company will not tolerate any illegal conduct, regardless of its purpose, even if inspired by a misguided interpretation of the Company’s interest or a mistaken belief of acting for the benefit of the Company. Any illegal behaviour implies a breach of the ethical principles the company intends to follow and is therefore contrary to the interest of the company.

### STRUCTURE OF THE MODEL

Azzurra’s Model consists of this document, which represents its General Part, and of Special Parts containing the principles of control and behaviour regarded as suitable to govern the processes and activities which are exposed to a potential crime risk under Legislative Decree 231/2001.

Furthermore, the Code of Ethics of the Mundys Group, which contains the principles of conduct that guide all those who work in and for the Group, is a fundamental reference of this Model.

The Code of Ethics offers guidance in decision-making and in adopting lines of action that are consistent with a culture of responsibility, legality, transparency and the creation of long-term value for all Azzurra’s stakeholders, contributing to sustainable development.

### ADDRESSEES

The provisions set out in the Model apply to:

- anyone carrying out management, administration, direction or control functions in the Company (“senior

---

<sup>1</sup> In implementation of the delegation referred to in Article 11 of Law 300 of 29 September 2000.

<sup>2</sup> For more details on the predicate offences of Decree 231, see Appendix.

## Azzurra Aeroporti S.p.A.

management”<sup>3</sup>), including on a de facto basis;

- members of the Board of Statutory Auditors;
- employees,<sup>4</sup> where applicable;
- third parties who operate on behalf of the Company (e.g. partners, intermediaries, consultants, suppliers, etc.), but are not part of the Company.

Compliance with the Model is mandatory and any breaches to it on the part of members of the corporate bodies represent a failure to comply with the mandate conferred upon them. For general staff, they represent a breach of the duties arising from the employment relationship. In both cases they determine the application of sanctions under the disciplinary system (see paragraph 5.)

Third Parties are required to comply with the provisions set forth in Legislative Decree 231/2001, the principles outlined in this Model and the ethical principles adopted by Azzurra. The Company requires third parties to sign contractual clauses that provide, among other things, that any failure to comply with the above obligations is regarded as a serious breach of contract, which entitles the Company to apply penalties or terminate the contract.

---

<sup>3</sup>Members of the Board of Directors, the Chairman, the Chief Executive Officer, and – where present – Directors or managers reporting directly to the Chairman and the Chief Executive Officer are considered as “senior management”.

<sup>4</sup>Including managers, where applicable. As at the date of this document, the Company has no personnel or organisational structures of its own.

# GENERAL PART

# 1. AZZURRA AEROPORTI S.P.A. AND ITS GOVERNANCE AND INTERNAL CONTROL AND RISK MANAGEMENT SYSTEM

The Model reflects the nature and characteristics of Azzurra's activities and its governance and internal control and risk management system

Azzurra Aeroporti S.p.A. is a company of the Mundys Group that manages the equity interest in Aéroports de la Côte d'Azur, Cannes-Mandelieu and Saint-Tropez – La Mole with a view to providing services for both civil and general aviation.

Azzurra is subject to the management and coordination of Mundys S.p.A.

For the corporate purpose of the Company, reference should be made to the provisions of the Articles of Association.<sup>5</sup>

## 1.1 CORPORATE GOVERNANCE SYSTEM

The Corporate Governance model of Azzurra is designed to maximize value for the shareholders and all the stakeholders, constantly monitor business risks and maintain the highest level of transparency towards stakeholders, ensuring the integrity and accuracy of decision-making processes.

The Board of Directors (hereinafter also "BoD"), elected by the General Meeting of Shareholders (hereinafter also "Shareholders' Meeting" or "Meeting of the Shareholders"), is the collective body responsible for the company's management, and pursues the Company's long-term sustainable success.

The control functions are attributed to the Board of Statutory Auditors, which is responsible for supervising, among other things, the directors' activities and checking that the management and administration of the Company are carried out in compliance with the law and the Articles of Association, and to the Independent Auditors, an external auditing body appointed by the Shareholders' Meeting and responsible for the statutory audit of the accounts.

---

<sup>5</sup>The Company's purpose includes:

- a. the joint venture created to manage the equity interest in the company Aéroports de la Côte d'Azur, Cannes-Mandelieu and Saint Tropez – La Mole with a view to providing services for both civil and general aviation, pursuant to the Concession Agreement, the *Cahier de Charges* and the regulations applicable to these airports and to the joint venture, and to manage shareholdings in companies or entities that engage in activities directly connected to the joint venture and/or to the general aviation sector of Aéroports de la Côte d'Azur SA;
- b. the acquisition of shareholdings and equity interests in other companies and entities, only to the extent that is instrumental and/or functional to the pursuit of the purpose set out in paragraph (a) above;
- c. any movable or immovable, financial and industrial investment, in Italy and abroad, only insofar as this is instrumental and/or functional to the pursuit of what is set out in paragraph (a) above;
- d. any other operation or activity that can be instrumental in implementing any of the above, on a non-prevalent basis, including the granting of loans, the issuance of bank guarantees, suretyships and endorsements in favour of the Subsidiaries, the exercise of any such confidential professional activities, the solicitation of public savings and the provision of consumer credit, including to its own Shareholders, with the express exception of reserved activities under Laws 12/1979, 1966/1939, 1815/1939 and Legislative Decrees 385/1993 (Article 106) and 58/1998.

## 1.2 INTERNAL CONTROL AND RISK MANAGEMENT SYSTEM

The Internal Control and Risk Management System (ICRMS) consists of a set of rules and procedures designed to ensure effective and efficient identification, measurement, management and monitoring of the main risks.

An effective ICRMS contributes to the company's management in line with the corporate targets defined by the Board of Directors, advancing informed decision-making and helping ensure:

- the protection of corporate assets;
- the efficiency and effectiveness of business processes;
- the reliability and accuracy of the information provided to the corporate boards and the market;
- compliance with applicable laws and regulations, the Articles of Association and internal regulatory instruments (including Model 231).

In particular the ICRMS:

- involves bodies and resources at all levels of the organisation, each within their own responsibilities and areas of expertise;
- promotes the achievement of corporate goals;
- is defined on the basis of the features of the Company, in relation to the applicable regulatory framework, the size, the sector, the complexity and the risk profile of the company.

The ICRMS players act according to a three-level control model, in line with reference regulations and best practices:



### 1.2.1 Azzurra's Internal Control and Risk Management System

The ICRMS adopted by Azzurra involves the combined efforts of a multiplicity of players: corporate bodies (e.g. Board of Directors, Board of Auditors, Supervisory Body), Chairman of the Board of Directors, Chief



## Azzurra Aeroporti S.p.A.

Executive Officer and structures that carry out the respective activities within their sphere of competence, on behalf of Azzurra, through specific service/supply contracts, in compliance with applicable laws and regulations, internal rules and reference best practices.

While exhaustive detail is beyond this Model's scope, Azzurra has implemented instruments, aligned with Legislative Decree 231/2001, to prevent potentially illicit behaviour. They include:

- **the system of delegation of powers** to represent or engage Azzurra in dealings with third parties (power of attorney system);
- **the internal regulatory system**, which sets out the principles and methods for performing activities, ensuring processes are both effective and efficient, and comply with all legal requirements.

### 1.2.2 Outsourced processes and activities

In consideration of its governance structure, in order to achieve its corporate purpose Azzurra Aeroporti relies on the support of Mundys and of external companies to carry out certain processes and activities, retaining responsibility for overseeing the services provided by the supplier (hereinafter also "outsourcer") in line with the provisions of the relevant contracts. In particular, a contract<sup>6</sup> allows the Company to:

- take all decisions independently, retaining responsibility over the activities connected to the outsourced services;
- accordingly retain all powers of direction and control over the outsourced processes/activities.

The Company monitors the services provided by the outsourcers to ensure that they are adequate and that they comply with the clauses of the relevant contract.

All outsourcers undertake to carry out the outsourced functions and activities in compliance with the principles of conduct and control measures provided for by the Company's Model 231 and to comply with the regulations under Legislative Decree no. 231 of 2001, promptly informing Azzurra of any situation that may significantly impact their ability to carry out the outsourced functions/activities efficiently, effectively and in accordance with current legislation.

The competent Mundys' Structures are also required to comply with the procedures adopted and the provisions set out in their own Model 231, with regard to outsourced activities, without prejudice for any specific peculiarities emphasized in the Special Part of this Model.

---

<sup>6</sup>Service contracts, in general, provide as follows:

- a description of the services, performance methods and expected fees;
- that the Company must have access to the information it needs for control purposes;
- a limitation on the outsourcer's authorisation to delegate a third party and/or to modify the service provided without the Company's consent;
- that the outsourcer is required to operate in compliance with applicable laws and regulations;
- that the Company is entitled to apply penalties or terminate the contract if the supplier does not comply with or is in breach of the principles established: (i) in the Mundys Group Code of Ethics; (ii) in the General Part of the Azzurra's Model and (iii) in the Mundys Group Anti-Corruption Policy;
- that outsourcers must adopt a Model 231 of their own, detailing the principles of conduct and control for managing outsourced tasks, along with specific operational procedures for their performance.

## 2. OPERATING PROCEDURES FOR PREPARING AND UPDATING THE MODEL

### 2.1 RISK IDENTIFICATION, ANALYSIS AND ASSESSMENT (RISK ASSESSMENT):

The Decree requires that the Model of an Entity identifies the corporate activities within the scope of which the crimes under Decree 231/01 can be committed.

Azzurra identifies and periodically updates the list of activities/processes potentially exposed to crime risk in line with the methodological guidance contained in the reference Guidelines<sup>7</sup>, through a risk assessment process, and implements the control measures that will inform the Company's activities with respect to the crime risk referred to in the Decree.

Azzurra identifies potential crime risks under the Decree and the theoretical patterns in which offences can be committed within the processes and activities under its sphere of responsibility, with the support of Mundy's Risk & Compliance Department (hereinafter also "Risk & Compliance"), and in cooperation with an expert external consultant, by examining the corporate context and any regulatory developments, and taking into account the company's operations (known as "historical analysis"). Crime-risk processes and activities encompass those directly affected by criminal conduct as well as those that could be instrumental to criminal actions by enabling or facilitating criminal activity.

The risks identified are assessed considering the existing control system. Specifically, the existing system of organisational and control measures is scrutinized ("as is analysis") against potential risks, to determine whether it is effective in preventing crime risks.

The subsequent steps consist in the identification of the system areas to be supplemented and/or strengthened and in the definition of any corrections or improvements to be undertaken ("gap analysis")<sup>8</sup>.

Details of the processes and, where not coinciding, of the activities that are exposed to a potential "231 risk", based on the risk assessment described above, can be found in the appropriate Appendix to this General Part, as provided for by Legislative Decree 231/2001, Article 8 (2 a).

### 2.2 CONTROL MEASURES

A description of the measures aimed at preventing and mitigating the risk that the crimes under Decree 231 be committed will be provided for each activity/process at risk in the special parts of the Model. Controls are structured on two levels:

1. **general transparency standards**, i.e. overall control standards to be considered in connection with, and applied to, all "sensitive" processes/activities under Model 231;

---

<sup>7</sup>Guidelines for the Development of "Organisation, Management and Control Models" drafted by Confindustria.

<sup>8</sup>The identification of corrective actions and, in general, the definition of the Company's control system are a significant step in the prevention of crime, however a residual possibility that a crime be committed through a fraudulent breach of the system itself cannot be ruled out.

2. **specific control standards**, which include specific provisions for the regulation of the peculiar aspects of "sensitive" processes/activities.

In particular, the general transparency standards are connected to:

- the existence of formal procedures governing "sensitive" processes and activities.
- a clear and formalized assignment of powers and responsibilities, with an express indication of their limits, in line with the assigned duties and the positions held within the organisational structure;
- the segregation of duties between controlling and authorizing parties, with a view to avoiding functional overlaps or operational allocations that concentrate critical activities on a single person;
- traceability of the activities carried out, which must be accompanied by adequate (hard copy and/or digital) documentation that may allow, at any time, their retrospective verification in terms of appropriateness, coherence, responsibility and compliance with the defined rules.

Specific control standards can be associated with one or more "sensitive" processes/activities to mitigate specific crime risks, or potential types of illicit conduct that may be committed in the performance of corporate activities by the designated Addressees of Model 231<sup>9</sup>. Such specific control standards are set out, together with the principles regulating behaviour, in the Special Parts of the Model.

### 2.3 PREPARATION AND UPDATE OF THE MODEL

Based on the results of the risk assessment, the Company prepares and updates the Organisation, Management and Control Model with the support of the Risk & Compliance Department, in consultation with the Mundys' Structure responsible for legal affairs and of any other structures involved in the processes, and any specialized external consultant.

For the implementation of the Model, it is necessary to ensure compliance with the control measures (see par. 2.2) and to conduct an assessment activity on the internal control system, to measure its effective and efficient operation and to propose the necessary adjustments.

The Model is drawn up considering the indications set out in the Confindustria Guidelines. As an "*enactment of the management board*" (in compliance with the provisions of Article 6 (1, a) of the Decree), the Model is adopted by the Board of Directors of the Company after examination by the Supervisory Body (hereinafter also "SB"), which promotes its updating.

Updating of the Model, which is aimed at ensuring that the Model is adequate and suitable to prevent the commission of crimes as per Legislative Decree 231/2001 over time, falls within the remit of the Board of Directors, for what concerns:

- any regulatory and/or case-law innovations, which have relevance in terms of the administrative liability of the entities as well as the evolution of best practices;
- any significant changes to the organisational structure and/or business activities (including at-risk processes and activities);

---

<sup>9</sup>Outsourced processes and activities (see para. 1.2.2.) are regulated by the following control standards: (i) formalization of the services supplied in specific service contracts; (ii) planning for suitable schemes to control and monitor an outsourcer's activity based on contractually defined services.

## Azzurra Aeroporti S.p.A.

- failure to comply with, or avoidance of, the provisions of the Model and/or outcomes of supervisory and internal audit checks, which have demonstrated its ineffectiveness or inconsistency for crime prevention purposes;
- updates to the sanctioning and disciplinary system;
- updates of requirements, functions and powers of the SB.

The changes mentioned above may also be made based on the recommendation of the Supervisory Body which, in its leading and proactive role, considers and proposes possible updates to the Board of Directors and gives its assessment of the adequacy of the Model.

The “formal amendments” to the Model are subject to a simplified review procedure and are approved by the Chief Executive Officer, in consultation with the Risk & Compliance Officer and General Counsel Department of Mundys, after informing the Supervisory Body and acquiring its opinion. Revisions and/or additions that do not have any substantial impact on the provisions of the documents included in the Model (e.g. corrections of typos and material errors, text clarifications or specifications, updating or correction of references to Articles of law and of the names of company Departments/Structures) are regarded as purely formal modifications and additions.

## 3. SUPERVISORY BODY

### 3.1 APPOINTMENT AND MEMBERS

In compliance with the provisions of Decree 231, Azzurra's Board of Directors appoints a Supervisory Body, consisting of a single member, with independent initiative and control powers, to supervise the operation and observance of the Model and ensure its updating.

The SB is established on the basis the following requirements:

- independence and autonomy;
- professionalism;
- continuity of action;
- integrity.<sup>10</sup>

Azzurra's SB consists of a member, an external expert chosen for his proven skills and suitable experience, so as to ensure the effective control and proposal powers delegated to such body.<sup>11</sup>

The SB remains in office for the term decided by the Board of Directors or until revoked.

Upon appointment, the Board of Directors determines the annual compensation for the SB.

On expiration of the appointment, the SB remains in office until a new appointment is made by the Board of Directors. When, during the appointment, the SB ceases to hold office, the Board of Director will promptly provide for its replacement.

### 3.2 GROUNDS FOR INELIGIBILITY, FORFEITURE AND/OR REMOVAL

In order to protect the independence of the SB and, therefore, enable it to carry out concrete actions, the Company has established specific ineligibility and forfeiture requirements for this body.

#### Ineligibility

The following cannot be appointed to the position of Supervisory Body:

- Azzurra's directors and their spouses, cohabitants, relatives and in-laws within the fourth degree;
- anyone in a situation of direct or potential conflict of interest, as it could compromise their independence and autonomy of judgment, or anyone who:

---

<sup>10</sup>Independence and autonomy are ensured by the positioning of the SB in the company's reporting structure and by the circumstance that it does not carry out any operational tasks, which by their nature would jeopardize the objectivity of its judgment. Finally, the Supervisory Body carries out its function free from any interference and conditioning by the Company and, specifically, by the company's Management.

Professionalism implies a set of knowledge, tools and techniques necessary to carry out one's activity effectively.

Continuity of action refers to the constant monitoring of the implementation of Model 231, also by carrying out periodic checks.

Integrity is ensured by providing specific causes of ineligibility as reported in paragraph 3.2.

<sup>11</sup>Including:

- specific technical skills of a legal nature (and, more specifically, criminal law) and in matters of administrative liability of entities;
- specific skills in corporate matters, internal control, company management and organisation, or company risk assessment.

## Azzurra Aeroporti S.p.A.

- has direct or indirect financial and/or contractual dealings, whether for a consideration or for none, with Azzurra, any of its subsidiaries and/or associates and/or directors, and their spouses, cohabitants, relatives and in-laws within the fourth degree, such as to influence its independent judgment. Exception is made for any positions held in corporate control bodies (including Supervisory Bodies) of the Company, the parent company or its subsidiaries.
- directly or indirectly holds shareholdings in Azzurra, Mundys of their subsidiaries or associated companies such as to exercise control or a significant influence on the Company, and anyway such as to compromise its independence;
- anyone in the conditions referred to in Article 2382 of the Italian Civil Code, that is to say anyone under interdiction, incapacitated, bankrupt or sentenced, including not finally, to a penalty that involves the interdiction, even temporary, from public offices or the incapacity to exercise managerial offices in legal entities and companies;
- anyone subject to court-appointed guardianship;
- anyone convicted in judgment (even if not finally) or subject to the application of a sentence at the request of the parties ("plea bargaining") or penal decree ruled or issued by an Italian or foreign Judicial Authority, for having committed one or more crimes under the Decree or other intentional crimes which may affect the professional integrity required for this position;
- anyone subject to preventative anti-mafia measures imposed by the judicial authorities under Legislative Decree No. 159 of 6 September 2011 as subsequently amended and supplemented; (Anti-Mafia Legislation and Prevention Measures);
- previous members of the Supervisory Body of a company that incurred sanctions under Article 9 of the Decree are ineligible, unless a judgment exonerated them from any liability and affirmed the validity of the Model, or unless such sanctions refer to predicate crimes that occurred prior to their appointment;
- anyone holding administrative roles (in the three financial years preceding their appointment as members of the Supervisory Body) in companies undergoing bankruptcy, compulsory administrative liquidation or other insolvency proceedings.

When appointed, the Supervisory Body must declare its acceptance of the appointment, together with a declaration that it is not ineligible and an undertaking to promptly disclose it should any such condition arise. The disclosure of the occurrence of any conditions of ineligibility must be sent without delay to the Chairman of the Board of Directors and will result in automatic forfeiture of the office.

### Forfeiture

The SB's loss of the requirements referred to in para. 3.1 or the occurrence of one or more of the above-mentioned conditions of ineligibility constitutes grounds for automatic forfeiture of the office.

Should one of these circumstances occur, the Chairman of the Board of Directors will immediately call a meeting of the Board of Directors to declare the forfeiture of the office of the relevant member of the Supervisory Board and replace him/her, at the first meeting after acquiring knowledge of it.

### Removal

Any removal from office of the Supervisory Body must be decided, after consultation with the Board of Auditors, by the Board of Directors of the Company and may only be carried out for just cause, such as:

## Azzurra Aeroporti S.p.A.

- a serious illness that makes the Supervisory Body unfit to carry out its supervisory functions;
- the attribution to the SB of operational functions and responsibilities incompatible with the requirements of autonomy of initiative and control, independence and continuity of action, which are specific of the SB;
- a serious default of the duties set out in the Model and in the by-laws;
- failure to comply with the duty of confidentiality;
- irrevocable conviction of the Company under the Decree or a final plea-bargain where the Supervisory Body is found guilty of "omitted or insufficient surveillance", as provided for in Article 6 (1) (d) of the Decree;
- application of preventative anti-mafia measures for the protection of assets imposed by the judicial authorities under Legislative Decree No. 159 of 6 September 2011 as subsequently amended and supplemented; (Anti-Mafia Legislation and Prevention Measures);

### 3.3 FUNCTIONS AND POWERS OF THE SUPERVISORY BODY

The following are the main functions attributed to the SB:

- monitoring the actual capacity of the Model to prevent the criminal and administrative offences covered in the Decree;
- monitoring the Addressees' compliance with the provisions of the Model, checking that their actual behaviour is in line with the defined Model, or proposing the adoption of corrective measures or disciplinary proceedings against the breaching parties;
- promoting the updating of the Model, as required because of additions to the list of criminal and administrative offences covered by the Decree and any subsequent organisational changes, or because of significant breaches discovered during supervisory activities, and subsequent proposals for adjustment put forward by the Supervisory Body;
- promoting initiatives for the dissemination of knowledge and understanding of the Model, the training of personnel (if any) and the raising of their awareness of the duty to comply with the Model's contents.

The activities carried out by the Supervisory Body cannot be monitored by any other corporate body or structure, but the Board of Directors has ultimate responsibility over the operation and effectiveness of the Model.

Considering the peculiarities and responsibilities attributed to the Supervisory Body and the specific professional requirements they involve, the Supervisory Body may also use the support of the Mundys' Corporate Structures identified from time to time, and possibly the support of external professionals, in carrying out the supervision, control and support duties for the adaptation of the Model.

In exercising its supervisory and control activities, the Supervisory Body will require no prior authorization and have free access to all the structures and offices of the Company, free to interact with any person operating in such structures and offices, in order to obtain any information or document that it deems relevant. The relevant corporate structures must actively assist the Supervisory Body by providing the requested information and resources.

The Board of Directors will ensure that the Supervisory Body has the financial resources it requested to adequately carry out its functions, and the latter will periodically report on their actual utilization to the Board of Directors).

## Azzurra Aeroporti S.p.A.

The SB ensures that any news, information and whistleblowing report are kept absolutely confidential to avoid removal from office, without prejudice to any disclosure requirement due to ongoing investigations for which the support of any professionals external to the SB or working in other corporate structures may be required.

All information, whistleblowing alerts, reports and other documents collected and/or prepared in application of this Model are stored by the Supervisory Body in a specific digital or hardcopy archive managed by the Supervisory Body for the time required by the applicable company legislation regarding data retention. Only the Supervisory Body and its Technical Secretariat will have access to the database and only for reasons connected to the performance of the tasks described above.

In managing such information, whistleblowing alerts, reports and other documents, the SB operates within the scope of the corporate organisation – where Azzurra Aeroporti S.p.A. is the data controller pursuant to Articles 4 and 24 of the General Data Protection Regulation (EU) 2016/679 – and aligns its operations with the current Privacy legislation.

### 3.4 INFORMATION FLOWS

#### 3.4.1 Information flows from the SB to the Corporate Bodies

In order to ensure the SB's full autonomy and independence in the performance of its functions, the Supervisory Body reports directly to the Board of Directors on the implementation of the Model:

- on an annual basis, after informing the Board of Statutory Auditors, through a report on the activities carried out and any regulatory developments concerning the administrative liability of entities during the reference period;<sup>12</sup>
- on a case-by-case basis, when a particularly significant event occurs, after informing the Chief Executive Officer and the Chairman of the Board of Directors.

The Supervisory Body may request to be heard by the Board of Directors of the Company whenever it deems it appropriate; similarly, the Supervisory Body may be called by the Board of Directors, and by the Board of Statutory Auditors, to report on the operation and observance of the Model or on specific situations.

Meetings with the Board of Statutory Auditors are also organised in connection with the periodic reports and to discuss matters of shared interest.

#### 3.4.2 Information Flows to the SB

---

<sup>12</sup>The report must include, but not limited to, the following:

- the activity carried out, any problems encountered, and the corrective actions undertaken to ensure that the Model is effective and efficient;
- the need, if any, to update the Organisational Model;
- any sanctioning procedures that have been put in place, and their outcomes;
- any organisational or procedural deficiencies that may expose the Company to crime risk;
- any failure by the company Units/Structures to cooperate fully in carrying out their assessment and/or investigation duties.



## Azzurra Aeroporti S.p.A.

The Supervisory Body relies on timely reporting from all the Model's addressees to monitor and assess its efficacy. This includes any events that might expose the Company to liability under the Decree, alongside information that helps assess the Model's implementation and reach.

In particular, the representatives of the competent Structures<sup>13</sup> must promptly transmit to the Supervisory Body the information concerning Azzurra regarding, for example, the following:

- assessments, requests for information or communication of instructions, reports or letters by Public Administration Bodies (including Public Supervisory Authorities) and any other documentation arising from inspection activities conducted by the said authorities and falling within the scope of Legislative Decree 231/2001;
- orders, notices and/or requests notifying pending investigations or the start of legal proceedings, including against persons unknown, for crimes under Legislative Decree no. 231/2001, which may involve Azzurra;
- any findings emerging from the checks carried out by the Board of Statutory Auditors or the Independent Auditors, specifying any countermeasures adopted or the reason for any failure to resolve them;
- any critical issues that may arise when filing tax returns, communications and certifications or in the context of the procedures for tax payments with respect to the Model and relevant company procedures, as well as any fiscal or tax assessment and litigation reports received from the competent Authorities;
- any incidents that occurred in the fields of physical and/or network security (e.g. unauthorised access into the Company's IT system, data breaches, etc.);
- any disciplinary proceedings carried out and the relevant sanctions for breaches of the Model, as well as any adopted measures or motivated decisions to dismiss the case;
- particularly significant operations or operations presenting a high crime-risk profile;

The contacts in the relevant Structures are also required to promptly inform the Supervisory Body of any attempts at undue requests by Public Administration officers or private third parties (e.g. aimed at obtaining favours, illicit donations of money or other benefits, even towards third parties) to anyone operating on behalf of Azzurra.

Finally, the outsourcer's structures must ensure the traceability of the operations concerning risk activities, including the filing of supporting documentation, providing timely information to the Supervisory Body upon request, also on a periodic basis (for details, reference should be made to the Special Parts of the Model).

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.

---

<sup>13</sup>The outsourcer's structures competent for the subject matter, based on existing service contracts.

## 4. WHISTLEBLOWING MANAGEMENT

The Addressees of the Model can send whistleblowing reports, for the protection of the integrity of the entity, regarding any relevant illicit conduct under Legislative Decree 231/2001, any breaches or well-founded suspicions of breaches of the Model,<sup>14</sup> according to instructions and through the channels provided for by the applicable Group regulations on the management of whistleblowing reports (published on the Mundys' website, to which reference is made for further details), ensuring that such reports are detailed and based on precise and consistent factual elements. In particular, Azzurra provides a variety of alternative channels for sending whistleblowing reports, including anonymously, including:

- IT platform, accessible to all whistleblowers (e.g. members of the corporate bodies, suppliers, third parties, etc.) available on the Mundys' website <https://www.Mundys.com/it/governance/whistleblowing>. The platform allows the sending of whistleblowing reports through a guided online process that does not require registration or disclosure of personal details;
- by e-mail, to the mail address: [segnalazioni.Mundys@Mundys.com](mailto:segnalazioni.Mundys@Mundys.com);
- by ordinary mail, to the address: Mundys S.p.A., Mundys' Whistleblowing Committee, Piazza San Silvestro, 8 – 00187 Rome.

In compliance with the current intra-group service contract, the reports received are managed by the Mundys' Whistleblowing Committee. If they concern alleged breaches of the Model and/or other potentially relevant aspects in terms of "231", the Committee is required to promptly inform Azzurra's Supervisory Body so that the latter can assess whether any further investigations should be requested and/or carried out.

The Whistleblowing Committee submits to the Supervisory Body: i) if before completion of the investigation on the whistleblowing reports received, the findings of the investigation activities, to collect requests for any additional analyses; ii) regular reports on the overall whistleblowing alerts managed, with evidence of the decisions taken (see para. 3.4.2).

Any measures following the conclusion of the reported issues are defined and applied in accordance with the provisions of the disciplinary system (see para. 5).

Throughout the procedure, the Company ensures compliance with the provisions in force on the filing of whistleblower reports in the private sector<sup>15</sup>.

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. Such protection extends not only to Mundys' employees but also to all individuals who come into contact with the Company

---

<sup>14</sup>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 the Decree (e.g. Code of Ethics, Anti-Corruption Policy).

<sup>15</sup> Finally, reference should be made to Legislative Decree 24 of 10 March 2023, implementing EU Directive 2019/1937 on the protection of persons reporting breaches of European Union law. The provisions of the above-mentioned decree came into effect on 15 July 2023.

## Azzurra Aeroporti S.p.A.

in any capacity (e.g., self-employed workers, consultants, suppliers, trainees, volunteers, etc.), as well as any so-called facilitators<sup>16</sup> and third parties in any way connected to the whistleblower (e.g., colleagues and family members).

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 section 5).

---

<sup>16</sup> That is to say anyone assisting the whistleblower in the whistleblowing process, whose support must be kept confidential within the working environment, during the whole whistleblowing procedure.

## 5. DISCIPLINARY AND SANCTIONING SYSTEM

Establishing a disciplinary system that can be applied in the event of a breach of the obligations under the Model is essential to the effective implementation of the Model and a prerequisite for the Company to be exempted from administrative liability under the Decree.

Sanctions are imposed for non-compliance with the Model's provisions, irrespective of whether a crime has actually been committed or of the outcome of any criminal proceedings against the perpetrator.

Sanctions are also imposed in respect of breaches of the rules outlined in the internal regulations for Whistleblowing Management, which include specific protections for the whistleblower and any connected parties and any intentional or unintentional offence in relation to whistleblowing reports that are later revealed to be groundless.

The Supervisory Body is kept informed at all times about disciplinary proceedings and their outcome (see para. 3.4.2) and, if a possible breach of the Model is detected, the SB may also initiate disciplinary proceedings against the offender, through the competent bodies (as identified in the following sections). The actual responsibility arising from the violation of the Model will be determined, and the relevant sanctions imposed, in compliance with the provisions of current applicable laws, the rules of applicable national collective bargaining agreements, the company's internal procedures, the provisions on privacy and the fundamental rights of dignity and reputation of the persons involved.

The sanctions vary depending on:

- the category of the Addressees, under Article 2095 of the Italian Civil Code, and whether the author of the violation works with the Company as self-employed, employee or external consultant of the company;
- the seriousness of the breach and the role and responsibility of the perpetrator considering the following general criteria:
  - the subjective element of the conduct (wilful misconduct or unintentional fault, the latter due to recklessness, negligence or inexperience, also considering whether the event was predictable or not);
  - significance of the obligations breached;
  - seriousness of the risk exposure caused;
  - extent of any damage suffered by the Company as a result of the application of any sanctions provided for in the Decree;
  - office and level of responsibility and independence of the persons involved in the events representing a breach;
  - presence of aggravating or mitigating circumstances;
  - whether a recurrent offender;
  - whether the responsibility is shared with other persons who have contributed to the breach.

For the measures to be taken in the event of a breach of the provisions of the Model by one or more members of the Supervisory Board, reference should be made to section 3.2.

## 5.1 MEASURES APPLICABLE TO DIRECTORS AND STATUTORY AUDITORS

If, in the course of its duties, the Supervisory Board becomes aware that one or more of Azzurra's Directors and/or Statutory Auditors might be in breach of the Model or might have committed one of the offences set out in the Decree, which might give rise to administrative liability for the Company, the Supervisory Board informs<sup>17</sup> the Chairmen of the Board of Directors and the Chairmen of the Board of Statutory Auditors<sup>18</sup>.

The aforementioned Chairmen<sup>19</sup> will inform their respective boards so that the appropriate non-compliance assessments may be carried out, excluding from such information the person or persons responsible for the violation.

On conclusion of the preliminary investigation, if the non-compliance is substantiated, the Board of Directors and the Board of Statutory Auditors will undertake the most appropriate and effective measures within the scope of their authority, considering the seriousness of the identified non-compliance and in line with the powers and duties provided for under the law, the Articles of Association, any regulations, and the provisions of 231 Model. The provisions of Articles 2392 and 2407 of the Italian Civil Code will also apply.

In particular, attention is drawn to the following:

- The BoD is in charge of evaluating the breach and taking any suitable measure when one of its members is in breach of the Model. <sup>20</sup> The BoD will adopt its resolution by absolute majority of those present, excluding the director(s) implicated in the breach(es), in consultation with the Board of Statutory Auditors. Under Article 2406 of the Italian Civil Code, the BoD and the Board of Statutory Auditors have the authority to call a General Meeting of Shareholders. If the resolution to be taken refers to the removal from office of, or a legal action against, one or more directors, it is mandatory that a General Meeting of the Shareholders be called;
- when a statutory auditor is responsible for a breach that constitutes just cause for removal from office pursuant to Article 2400 of the Italian Civil Code, the Board of Directors, by prior consultation with the Supervisory Board, will propose the adoption of the necessary measures to the General Meeting of Shareholders, taking any other measure provided for by law.

If the Supervisory Board determines that the Model has been violated by:

- the entire Board of Directors or the majority of the Directors, or
- the entire Board of Statutory Auditors or several Statutory Auditors

---

<sup>17</sup> Except if the events concern them. In such event the report will be submitted to the most senior member of the board concerned.

<sup>18</sup> The SB will provide the following information:

- description of the challenged conduct;
- an indication of which Model's provisions have been violated;
- the person responsible for the breach.
- any documents proving the violation and/or other justifying elements.

<sup>19</sup> If the Chairman of the Board of Directors or of the Board of Statutory Auditors is responsible for the violation, their functions hereunder shall be taken on by the most senior member of the respective body.

<sup>20</sup> The following sanctions may be applied (i) formal written warning; (ii) monetary sanctions, equal to two to five times the monthly salary of the offender; (iii) removal from office.

the SB will notify the Board of Statutory Auditors or the Board of Directors, respectively, so that they may promptly call a General Meeting of the Shareholders for the necessary measures.

### 5.2 MEASURES APPLICABLE TO EMPLOYEES

The individual rules of conduct laid down in this Model are to be regarded as “rules for the performance and regulation of work established by the employer”, which every employee is required to observe pursuant to Article 2104 of the Italian Civil Code. Hence, any failure by employees to comply with the Model represents a breach of contract, and the employer may apply disciplinary measures in accordance with current applicable law and collective labour agreements.

If an employee of the Company is in breach of the Model, considering the provisions of Article 7 of Law 300/1970 and the relevant National Collective Labour Agreement, the following disciplinary measures may be applied:

(i) disciplinary action, other than dismissal:

- a. verbal warning;
- b. written warning;
- c. fine not exceeding the maximum provided for by the applicable CCNL;
- d. suspension from service and remuneration, but not in excess of the maximum provided for by the applicable National Collective Labour Agreement;

(ii) dismissal:

- a. dismissal with notice;
- b. dismissal without notice.

Without prejudice to the provisions of the law and of the National Collective Labour Agreement, the following disciplinary measures can be applied:

- non-dismissal measures for breaches of the provisions of the Model, when the breaching conduct is a result of the failure to comply with the orders issued by the Company;
- dismissal measures when the breaching conduct (i) manifests as a lack of discipline and diligence in the performance of contractual obligations to such an extent that it seriously undermines the Company's trust in the employee and/or (ii) results in the actual application, against the Company, of the measures provided for by the Decree<sup>21</sup>.

If an employee who has the power to represent the Company before any external parties incurs a sanction more serious than a fine, their power of attorney will be revoked.

In the event that a manager fails to comply with the Model, or if there is evidence that a manager has allowed subordinates to engage in conduct that constitutes a breach of the Model, Azzurra will consider the most appropriate measures, based on the seriousness of the manager's conduct and the applicable collective

---

<sup>21</sup>By way of example, a worker carrying out activities in sensitive areas, who adopts a conduct which does not comply with the Model and which is unequivocally aimed at committing an offence punished under Legislative Decree 231/2001, and/or a worker who adopts a conduct in breach of the Model that can give rise to the application, against the Company, of the measures provided for in Legislative Decree 231/2001, or a worker who has committed offences resulting in disciplinary measures without dismissal more than three times in a calendar year may be dismissed. Such conduct radically undermines the Company's trust in the worker, representing serious material and/or moral damage to the Company.

## Azzurra Aeroporti S.p.A.

bargaining agreement, including termination of employment<sup>22</sup>.

Disciplinary sanctions are managed and imposed by duly authorized persons, in accordance with the provisions of the existing power delegation and power of attorney system. Any act relating to the disciplinary procedure will be communicated to the Supervisory Board for its consideration and monitoring.

### 5.3 MEASURES APPLICABLE TO SUPPLIERS, BUSINESS PARTNERS, CONSULTANTS, AND CONTRACTORS

Any Third Party under contract with the Company (e.g., business partners, suppliers, intermediaries, consultants, and external contractors) who adopts a conduct that does not comply with Legislative Decree 231/2001, the principles, rules, and values outlined in this Model, the Code of Ethics, and Mundy's Anti-corruption Policy, any applicable procedures and provisions, will be subject to sanctions as specified in the relevant contracts.

Such conduct may be deemed a breach of contractual obligations, potentially leading to the termination of the contract by the Company.

---

<sup>22</sup>If a manager who has a power of attorney to represent the Company before any external parties incurs a sanction leading to their dismissal from work, their authority to exercise such power of representation will be revoked.

## 6. DISSEMINATION OF THE MODEL

### 6.1 INFORMATION

The 231 Model, along with subsequent updates, is extensively disseminated within and outside Azzurra.

Communication is crucial for effective implementation and is extended to all Addressees:

- Members of corporate bodies  
Each member of the corporate bodies is informed of and requested to adhere to the Model during the deliberation/ examination /information phase leading to its adoption and update.
- Third parties  
The Model (General Part) is brought to the attention of all those with whom Azzurra has contractual relations and is published on the Company's website.
- Employees, if any  
A copy of Model 231 is provided to new hires, as its knowledge is necessary for the correct performance of work activities.

After publication, the Addressees are required to adhere to the principles, rules, and procedures outlined in the Model when engaging in processes/activities with potential '231 risk'.

### 6.2 TRAINING

Training is a significant requirement in the implementation of Model 231. Azzurra undertakes to facilitate and promote knowledge of Model 231 by the Addressees and their constructive contribution to the analysis of its principles and contents.

The principles and contents of Legislative Decree no. 231 of 2001 and of Model 231 are made known through training courses, the attendance of which is mandatory.

When significant amendments are made to the Model, the Code of Ethics, or new laws impacting on the Company's activity are introduced, training sessions will be held.



# APPENDIX

## **Organisational, Management and Control Model pursuant to Legislative Decree 231/2001**

## PROCESSES / ACTIVITIES POTENTIALLY EXPOSED TO "231 RISK"

In accordance with the provisions of Article 6 (2)(a) of Legislative Decree 231/2001, below are outlined the processes and, if not coinciding, the activities that are considered at potential "231 risk", as a result of the risk assessment.

Special part	Regulated "sensitive" processes and activities	Remarks
<b>1 - Legal and corporate affairs</b>	<ol style="list-style-type: none"> <li>1. Litigation management</li> <li>2. Corporate affairs, divided into the following "sensitive" activities: (i) management of ordinary company operations and capital transactions; (ii) management of corporate filings.</li> </ol>	It should be noted that the management of corporate transactions such as mergers, acquisitions or demergers is governed, for the aspects that are relevant to the Decree, by Special Part 6 - <i>Investments / Divestments</i> .
<b>2 - Administration, finance and control</b>	<ol style="list-style-type: none"> <li>1. Accounting management and periodic Financial Reporting</li> <li>2. Treasury and finance management</li> <li>3. Management of intercompany transactions</li> <li>4. Management of tax obligations</li> <li>5. Management of relations with the Board of Statutory Auditors and the Independent Auditors</li> </ol>	-
<b>3 - Procurement</b>	<ol style="list-style-type: none"> <li>1. Purchase of goods and services</li> <li>2. Insurance management</li> </ol>	The <i>Purchase of goods and services</i> process also includes the management of already executed contracts.
<b>4 - Investments / divestments</b>	Management of investment / divestment transactions	The Special Part includes principles of conduct and control with reference to both bilateral negotiations and tender procedures.
<b>5 - Investor Relations</b>	Management of Inside Information	-
<b>6 - Relations with public institutions</b>	Management of relations with the Public Administration and Supervisory Authorities, which	Special Part 6 includes principles of conduct and

	<p>consists of the following "sensitive" activities: (i) Management of institutional relations (in Italy and abroad); (ii) Management of relations connected to the performance of obligations towards the Public Administration and Supervisory Authorities; (iii) Management of relations with the Public Administration and Supervisory Authorities during inspections.</p>	<p>control applicable across the company to relations with the Public Administration and Supervisory Authorities, irrespective of the origin of such relations (e.g. <i>relations connected with (i) corporate obligations, (ii) tax obligations, etc.</i>)</p>
--	--	---

In these processes and activities, the risks that the offences set out in Articles 24, 24-ter, 25, 25-ter, 25-sexies, 25-octies, 25-octies.1, 25-novies, 25-decies and 25-quinquiesdecies of the Decree, as well as in Article 10 of Law 146/2006, were deemed to be the most significant.<sup>23</sup>

In view of the activities carried out by the Company, the Company has not been able to identify any specific risk profile for the remaining types of offences under the Decree (i.e. those set out in Articles 24-bis, 25-bis, 25-bis.1, 25-quater, 25-quater.1, 25-quinquies, 25-septies, 25-undecies, 25-duodecies, 25-terdecies, 25-quaterdecies, 25-sexiesdecies, 25-septiesdecies and 25-duodevicies of the Decree<sup>24</sup>):

<sup>23</sup> The following are the offences referred to therein:

- offences against the Public Administration (Articles 24 and 25 of Legislative Decree 231/2001);
- organised crime offences (Article 24-ter of Legislative Decree 231/2001);
- corporate crimes (Article 25-ter of Legislative Decree 231/2001);
- market abuse (Article 25-sexies of Legislative Decree 231/2001);
- receipt of stolen goods, money-laundering, profit from proceeds of crime, self-laundering (Article 25-octies of Legislative Decree 231/2001);
- offences relating to non-cash payment instruments and fraudulent transfer of valuables (Article 25-octies.1 of Legislative Decree 231/2001);
- breaches of copyright (Article 25-novies of Legislative Decree 231/2001);
- incitement to withhold evidence or to bear false testimony before the Judicial Authorities (Article 25-decies of Legislative Decree 231/2001);
- tax fraud (Article 25-quinquiesdecies of Legislative Decree 231/2001);
- transnational crimes (Article 10 of Law 146 of 16 March 2006).

<sup>24</sup> The following are the offences referred to therein:

- cybercrimes and data protection breaches (Article 24-bis of Legislative Decree 231/2001);
- counterfeiting of money, public credit cards, revenue stamps and instruments or forms of proof of identity (Article 25-bis of Legislative Decree 231/2001);
- industrial and trade fraud (Article 25-bis.1 of Legislative Decree 231/2001);
- crime of terrorism and aimed at subverting the democratic order (Article 25-quater of Legislative Decree 231/2001);
- female genital mutilation (Article 25-quater of Legislative Decree 231/2001);
- crimes against the person (Article 25-quinquies of Legislative Decree 231/2001);
- manslaughter and serious or very serious bodily harm resulting from breaches of occupational health and safety regulations (Article 25-septies of Legislative Decree 231/2001);
- environmental crime (Article 25-undecies of Legislative Decree 231/2001);
- employment of third-country nationals who are illegally resident (Article 25-duodecies of Legislative Decree 231/2001);
- racism and xenophobia (Article 25-terdecies of Legislative Decree 231/2001);
- sports fraud and illegal gambling or betting (Article 25-quaterdecies of Legislative Decree 231/2001);
- smuggling (Article 25-sexiesdecies of Legislative Decree 231/2001).

## Azzurra Aeroporti S.p.A.

- in any event, the Special Parts contain the principles of conduct theoretically suitable for the prevention of such crimes;
- in any event, without any exclusion with respect to the types of offences referred to in the Decree, the control principles set out in the internal control and risk management system of the Company as a whole - as well as the principles of conduct contained in the Code of Ethics and in the Group's Anticorruption Policy and in this Organisational, Management and Control Model pursuant to Legislative Decree 231/2001, in all its parts.

- 
- offences against cultural heritage, laundering of cultural heritage assets and destruction and looting of heritage and landscape assets (respectively, Articles 25-*septiesdecies* and 25-*duodevicies* of Legislative Decree 231/2001);

# SPECIAL PART (OMISSIS)