

Policy ECG

Anti-Corruption

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■ INDEX

A. FUNDAMENTAL GUIDELINES	3
■ A.1 INTRODUCTION	3
A.1.1 Management Summary	3
A.1.2 Regulatory Framework	5
A.1.3 Scope of Application and Methods of Adoption	7
A.1.4 Adoption and Implementation by Unlisted Subsidiaries of Anti-Corruption Regulatory Instruments	8
■ A.2 REFERENCE PRINCIPLES, PROHIBITED CONDUCT, AND ACTIVITIES AT RISK	8
A.2.1 Reference Principles	8
A.2.2 Commitments on Anti-Corruption and Anti-Money Laundering and prohibited conducts	9
A.2.3 Activities at risk	12
■ A.3 ROLES AND RESPONSIBILITIES	15
B. APPLICATION MODALITIES	17
■ B.1 THE COMPLIANCE PROGRAM: MITIGATION MEASURES	17
B.1.1. Training and Communication	17
B.1.2. Due Diligence and contractual safeguards	18
B.1.3. Internal controls, accounting procedures, and record keeping	19
B.1.4. The Violation reporting system	21
B.1.5. Internal measures and contractual remedies	21
B.1.6. Second- and third-level monitoring activities	21
B.1.7. Reporting	21
■ B.2 EXTERNAL REGULATORY REFERENCES	22
■ B.3 INTERNAL REGULATORY REFERENCES	22
■ B.4 DEFINITIONS, ABBREVIATIONS, AND ACRONYMS	23

The English text is a translation of the Italian. For any conflict or discrepancies between the two texts the Italian text shall prevail.

A. FUNDAMENTAL GUIDELINES

■ A.1 INTRODUCTION

A.1.1 Management Summary

Eni prohibits any behavior that may constitute, facilitate or promote corrupt practices and/or money laundering activities. To this end, since 2009, Eni has implemented a system of rules, controls and organizational safeguards aimed at preventing corruption and money laundering offences within the context of Eni's activities and those of its Subsidiaries (hereinafter, the **"Compliance Program"**).

The Compliance Program – adopted in adherence to the tenth principle of the Global Compact – is rooted in the current national and supranational regulations concerning corruption and money laundering, and, within Eni, is embodied, from a regulatory point of view, in this ECG Policy as well as in other detailed regulatory instruments (so-called "Anti-Corruption Regulatory Instruments") which constitute the reference framework for identifying Activities at risk and the control instruments that Eni makes available to its People to prevent and combat the risk of corruption and money laundering.

The Compliance Program is mandatory for Eni SpA and all its Subsidiaries, in Italy and abroad.

In this context, Eni is committed to carrying out awareness-raising initiatives, training, and periodic updates on anti-corruption and anti-money laundering matters, aimed at providing a clear representation of the corruption and money laundering risks connected to its business activities, of the prevention and counteraction measures that Eni has adopted and implemented over time and of the consequences of violating such instruments and the Anti-Corruption and Anti-Money Laundering Laws.

Eni also recognises the importance of communicating its values and ethical principles to Third Parties at risk, providing, on a risk-based approach, the incorporation of anti-corruption and anti-money laundering compliance commitments into relevant contracts, as well as training and communication initiatives.

This ECG Policy responds to the continuous improvement approach and represents the commitment of the Board of Directors of Eni SpA, the Company's top management, and all Eni People to combating corruption and money laundering practices.

PURPOSES

Eni adopts this ECG Policy with the aim of:

- Explain the general principles and controls, as well as anti-corruption and anti-money laundering commitments (the latter limited to the onboarding phase¹ and the general principles related to payments), which constitute the reference framework for setting, reviewing, and achieving objectives for the prevention of corruption and money laundering (hereinafter, "money laundering") within its activities, consistent with its specific context;
- Indicate Eni's fundamental principles and values, which Third Parties at risk must commit themselves;

¹ For control measures during the contractual execution phase, reference is made to the specific internal regulatory instruments applicable in this field.

- Provide Stakeholders with a description of the principles of conduct and control methods implemented by Eni to prevent corruption and money laundering, in line with the provisions of its Code of Ethics.

The Fundamental Guidelines of this ECG Policy were approved by the Board of Directors of Eni SpA on 18 March 2025.

THE COMPLIANCE PROGRAM: MAIN ELEMENTS

The Compliance Program, an integral part of Eni's Compliance Management System, in line with the main relevant guidance, best practices, and ISO Standards 37301 and 37001, is composed of the following main elements:

- **Top Level Commitment:** The approval of this ECG Policy by Eni SpA's Board of Directors reflects the Company's top management's commitment to the Compliance Program and serves as a primary reference point for Eni to respect the Anti-Corruption and Anti-Money Laundering Laws;
- **Risk Assessment:** The Compliance Program is designed with a risk-based approach. Eni has established and implemented a structured risk assessment process aimed at identifying, evaluating, and tracking corruption and money laundering risks in its business activities and guiding the definition and updating of the control measures contained in this ECG Policy and in the Anti-Corruption Regulatory Instruments. For each Activity at risk, Eni adopts specific regulatory instruments and implements, with a risk-based approach, control measures that are periodically monitored and updated under a continuous improvement whose respect is mandatory for Eni and Eni People, and the provisions of which form an integral part of this ECG Policy;
- **Principles, Procedures, and Controls:** Eni has established ethical principles, procedures, and controls specifically designed to prevent corruption and money laundering within the identified Activities at risk; all Eni internal documents relevant to the Compliance Program must align with this ECG Policy, which provides a reference framework for achieving objectives in corruption and money laundering prevention. This ECG Policy serves as a bridge between the general principles declared in the Code of Ethics, as well as specific controls outlined in Model 231, and the controls included in other Anti-Corruption Regulatory Instruments of Eni SpA.
- **Anti-Corruption and Anti-Money Laundering Compliance Function²:** Eni has established the Anti-Corruption and Anti-Money Laundering Compliance Function, providing it with the status, authority, independence, and adequate resources to carry out its functions. This function, staffed with specialized expertise and professional skills, is part of the Integrated Compliance Function, which reports directly to the CEO³;
- **Due Diligence and contractual safeguards:** Eni has implemented risk-based measures to prevent corrupt and money laundering practices by Third Parties through: (i) Conducting pre-engagement checks/Due Diligence; (ii) entering into written contracts

² The responsibilities of the Anti-Corruption and Anti-Money Laundering Compliance Function are defined and updated within the specific organizational reference instruments.

³ The Listed Subsidiaries may establish, by resolution of their Board of Directors (or equivalent body), their own Anti-Corruption and Anti-Money Laundering Compliance Function. Furthermore, in the presence of specific and well-documented needs, and subject to authorization by the Process Owner, even Unlisted Subsidiaries (as of the date of this ECG Policy, only Eni Plenitude Società Benefit S.p.A.) may establish an independent Anti-Corruption and Anti-Money Laundering Compliance Function. The roles, responsibilities, and coordination mechanisms between such compliance functions of the Subsidiaries and Eni's Anti-Corruption and Anti-Money Laundering Compliance Function are set out in specific regulatory instruments, without prejudice to the obligation to submit to the latter, at least annually, a report on the activities carried out.

that include specific Business Integrity clauses⁴ and contractual remedies in the event of violations;

- **Accounting procedures and controls:** accounting procedures and internal controls are in place to ensure the transparency, traceability and proper accounting of all transactions carried out by the Company;
- **Training and communication:** a compulsory training and on-going program on anti-corruption and anti-money laundering is provided for Eni People; communication and awareness-raising activities are carried out on the subject and training initiatives are provided, according to a risk-based approach, for specific types of Third Parties;
- **Reporting of violations and internal measures/contractual remedies:** In full compliance with the principles of confidentiality and the prohibition of retaliatory or discriminatory actions against whistleblowers, specific channels are established for reporting violations, whether suspected or known, of Anti-Corruption Laws, Anti-Money Laundering Laws, and/or the provisions of this ECG Policy and the Anti-Corruption Regulatory Instruments. Furthermore, in accordance with the relevant internal regulations and the contractual provisions applicable to Third Parties at risk, Eni will sanction any unlawful behavior attributable to Eni People and/or Third Parties that emerges following internal investigations or reports;
- **Monitoring:** The Compliance Program is subject to second- and third-level monitoring by the relevant corporate functions in order to periodically assess its effectiveness;
- **Planning e Reporting:** The Anti-Corruption and Anti-Money Laundering Compliance Function prepares a Report on relevant activities carried out during the reporting period as part of the Compliance Program (hereinafter referred to as the “**Anti-Corruption Report**”) and provides a plan for relevant activities for subsequent periods.
- **Continuous improvement:** With a view to continuous improvement, the Anti-Corruption and Anti-Money Laundering Compliance Function periodically reviews this ECG Policy and Eni’s Anti-Corruption Regulatory Instruments to ensure the adequacy and effectiveness of the Compliance Program, incorporating the most recent legislative changes and/or best practices and taking into account improvements suggested by practical experience, second- and third-level monitoring activities, as well as by the Company’s control and supervisory bodies..

A.1.2 Regulatory Framework

A) Anti-Corruption Laws

Eni SpA and Eni People are subject to:

- Italian law, particularly the provisions of the Italian Criminal and Civil Codes, and Legislative Decree No. 231/2001, which governs the administrative liability of entities for offences (such as corruption, including international corruption) committed by their directors, employees, or collaborators in Italy or abroad, in the interest or to the advantage of the entity;
- The laws in force in the countries where they operate, including the laws ratifying International Conventions prohibiting corruption involving Public Officials as well as private corruption, such as: (i) The Organization for Economic Cooperation and Development (OECD) Convention on Combating Bribery of Foreign Public Officials in International Business Transactions; (ii) The United Nations Convention Against

⁴ Commitments on ethical conduct, corporate administrative responsibility, anti-corruption and anti-money laundering.

Corruption; (iii) The U.S. Foreign Corrupt Practices Act; (iv) The UK Bribery Act and their subsequent amendments and integrations.

In general, Anti-Corruption Laws prohibit and sanction payments – along with offers or promises of a payment or other benefits – made for corrupt purposes to Public Officials or private individuals, whether directly or indirectly. Under Anti-Corruption Laws, Eni and Eni People can be held liable for corrupt acts committed by anyone acting on behalf of the Company in relation to business activities, if Eni and/or Eni People were aware or reasonably should have been aware that such an offer or payment was made improperly. Anti-Corruption Laws also require companies to maintain books, records, and accounts that accurately and fairly reflect, with reasonable detail, their business transactions. In particular, the provisions of the Foreign Corrupt Practices Act concerning recordkeeping require companies issuing securities in the United States, such as Eni, to maintain adequate accounting standards and internal control systems, as well as accurate and complete financial records.

B) Anti-Money Laundering Laws

Eni SpA and Eni People are also subject to:

- Italian law, particularly the provisions of the Italian Criminal Code and Legislative Decree No. 231/2001 on money laundering and related offences;
- National anti-money laundering laws applicable in the Countries where they reside and/or operate (hereinafter “Anti-Money Laundering Laws”).

In general, money laundering refers to conduct by which the proceeds of illegal activities are reintroduced into the market, including through multiple or fractional legitimate transactions, aimed at obscuring the true source of the proceeds and disguising the illicit origin of money, assets, or other benefits.

In many jurisdictions where Eni operates, anti-money laundering regulations are very broad. For instance, in some Countries, any type of transaction involving assets (purchase, use, possession, transfer, etc.) may be considered money laundering if one knows or even merely suspects that such assets may derive from illegal activities, whether completed or ongoing. The same applies to participation in agreements that one knows, or suspects may facilitate the acquisition, use, or control of assets that one knows or suspects may derive from illegal activities. Finally, issues related to terrorist financing may also arise in connection with money laundering⁵.

Consequences of Non-Compliance with Anti-Corruption and Anti-Money Laundering Laws

In case of violations of Anti-Corruption and/or Anti-Money Laundering Laws, significant criminal and administrative sanctions, including disqualification measures, may be applied to legal entities and individuals. Individuals may be subject to fines and/or imprisonment. Such violations may also give rise to other accessory consequences provided by law, such as disqualification from contracting with public bodies, confiscation of the profit of the offense, or claims for compensation of damages, the consequences of which include the risk that the Company's reputation may be seriously damaged.

⁵ "Terrorist financing" refers to any activity aimed, by any means, at providing, collecting, supplying, brokering, depositing, safeguarding, or disbursing funds and economic resources, in any way carried out, directly or indirectly, wholly or partially, that may be used to commit one or more acts with a terrorist purpose as defined by criminal law, regardless of whether the funds and economic resources are actually used for the commission of such acts (Legislative Decree No. 231/2007).

A.1.3 Scope of Application and Methods of Adoption

This ECG Policy is immediately applicable to Eni SpA and applies to Subsidiaries⁶ following the adoption process outlined in the "Regulatory System" Policy.

In particular:

- **Unlisted Subsidiaries** and their controlled entities must adopt, without the possibility of derogation⁷, the Policy through a resolution of their Board of Directors (or equivalent body) promptly and in any case no later than 31st October 2025;
- Subsidiaries with shares listed on a regulated market (hereinafter referred to as "**Listed Subsidiaries**") and their controlled entities receive this document and adopt its Fundamental Guidelines through a resolution of their Board of Directors (or equivalent body) without the possibility of derogation⁸. Additionally, they adopt the **Application Modalities** and the Anti-Corruption Regulations, from time to time issued by Eni, with the option to adjust them to specific regulatory constraints and the need for adaptation to the roles and responsibilities of the company, subject to notification to the Process Owner.

Moreover, Eni will use its influence, according to criteria of reasonableness based on the circumstances, to ensure that the companies and entities (such as joint ventures, consortia) in which it does not have control, and the non-profit entities (such as foundations) in which Eni SpA, directly or indirectly, has the power to appoint and remove the majority of the members of the governing bodies, adopt regulatory instruments consistent with the contents of this ECG Policy. The circumstances to be considered in order to correctly identify, on a case-by-case basis, the concrete scope of the principle described above include Eni's level of participation in the company/entity, any statutory clauses or agreements with third-party shareholders, the regulations applicable to the activity performed, as well as those in force in the Country where the company or entity is headquartered or operates. In any case, the representatives appointed by Eni in such companies and entities must do everything within their power to ensure the adoption of regulatory instruments consistent with the contents of this ECG Policy, for instance by submitting to the Board of Directors, or an equivalent administrative/management body of the company or entity, proposals for the adoption of procedures in line with this ECG Policy. Furthermore, in the event of non-adoption, they must ensure that the proposal and the reasons for its rejection are recorded in the relevant minutes of the Board of Directors or equivalent body.

This ECG Policy revokes and replaces the following document:

- Management System Guideline "Anti-Corruption" issued by Eni on July 19, 2021.

With reference to the responsibility for updating this document, filing, storage of documentation and traceability of data and information, reference is made to the standard paragraphs set out in the 'Regulatory System' Policy.

This document is part of the Eni SpA Anti-Corruption Regulatory Instruments. In the event of any doubt on the part of a recipient of this document as to possible corruption risks associated with the activities described herein, the same should contact the Anti-Corruption and Anti-Money Laundering Compliance Function.

⁶ As defined in the Policy 'Regulatory System'.

⁷ Unless specifically required for companies in regulated sectors that are subject to supervision by specific Authorities and in case of conflict with local regulations.

⁸ Unless specifically required for companies in regulated sectors that are subject to supervision by specific Authorities and in case of conflict with local regulations.

A.1.4 Adoption and Implementation by Unlisted Subsidiaries of Anti-Corruption Regulatory Instruments

Notwithstanding what is provided in the previous paragraph, **Unlisted Subsidiaries** ensure the adoption, without any possibility of derogation and through a resolution of their Board of Directors or equivalent body, of additional Anti-Corruption Regulatory Instruments adopted by Eni SpA⁹ for the regulation of specific Activities at risk. Furthermore, the Subsidiaries may adopt any further regulatory instruments that may be necessary to address specific risks or regulate specific risk processes related to the business of the Unlisted Subsidiary, or to comply with specific local regulations applicable to it (so-called '**Anti-Corruption Regulatory Instruments of the Subsidiaries**'). These are initially submitted to Eni's Anti-Corruption and Anti-Money Laundering Compliance Function for verification of their consistency with the Compliance Program and the control principles defined therein. If local regulations impose more stringent requirements than those provided by this ECG Policy and Eni's Anti-Corruption Regulatory Instruments, the Subsidiaries are required to adopt such regulatory obligations after consulting Eni's Anti-Corruption and Anti-Money Laundering Compliance Function for relevant assessments.

The Subsidiaries must communicate the date of adoption of this ECG Policy and Eni SpA's other Anti-Corruption Regulatory Instruments in accordance with the provisions of the 'Regulatory System' Policy. Furthermore, the Subsidiaries must communicate the date of adoption of any additional Anti-Corruption Regulatory Instruments of the Subsidiaries to Eni's Anti-Corruption and Anti-Money Laundering Compliance Function.

This ECG Policy and Eni's Anti-Corruption Regulatory Instruments are translated into English and French. Any translation needs into other languages must be communicated for informational purposes to Eni's Anti-Corruption and Anti-Money Laundering Compliance Function and Eni SpA's Organization Function. In any case, foreign Subsidiaries requiring such a translation must have the conformity of the translated text with the original one assessed by the internal legal counsel of the Subsidiary, with the involvement of the local Compliance Business Support Function, where present, or by an external lawyer. In case of a conflict in the interpretation of texts translated into different languages, the Italian version shall prevail.

■ A.2 REFERENCE PRINCIPLES, PROHIBITED CONDUCT, AND ACTIVITIES AT RISK

A.2.1 Reference Principles

The activities governed by this document must be carried out in compliance with the Code of Ethics, other Policies, the general standards of transparency and specific controls provided for by Eni's Model 231, as well as the Compliance Models on corporate administrative liability for Eni's Subsidiaries, the cross-cutting reference principles outlined in the 'Regulatory System' Policy¹⁰, and the specific reference principles and commitments undertaken by Eni, as listed below:

⁹ Except for the Anti-Corruption Regulatory Instruments related to processes not present in the Subsidiary, in accordance with the flows established by the "Regulatory System" Policy.

¹⁰ Among the cross-cutting principles, the Cyber Security principle is also considered: Eni recognizes Cyber Security as an essential tool for protecting corporate assets and ensuring the proper and continuous functioning of decision-making

ETHICS AND VALUES - The Anti-Corruption Compliance Program is built on the fundamental values expressed in the Code of Ethics, such as integrity, protection of Human Rights, transparency, promotion of sustainable development, operational excellence, innovation, and collaboration, providing mechanisms for reporting any violations.

COMPLIANCE WITH LEGAL PROVISIONS AND ALIGNMENT WITH BEST PRACTICES -

Eni operates in compliance with Anti-Corruption Laws and Anti-Money Laundering Laws and aligns with the best practices in anti-corruption compliance programs. In this context, Eni SpA's Anti-Corruption Compliance Program is developed and updated in adherence to these laws and complies with ISO 37001 and 37301 standards. Compliance with these standards is periodically verified and confirmed through internal and external audits.

CORPORATE ADMINISTRATIVE LIABILITY -

In a crime prevention perspective, Eni adopts specific risk management and monitoring systems and models (e.g., Anti-Corruption Compliance Program) capable of enhancing effectiveness and, where required, ensuring compliance with the objectives set out in Legislative Decree No. 231/2001. The safeguards outlined in Eni's Model 231 and in the compliance models addressing corporate administrative liability for Eni's Subsidiaries are consistently integrated into these compliance programs. This integration extends to internal regulatory instruments as well as to communication and training for Eni people.

INTEGRATED RISK MANAGEMENT SYSTEM -

Adoption of an integrated approach to risk management through: (i) the optimization of activities in terms of resources, personnel, and systems; (ii) the improvement of the efficiency and effectiveness of compliance activities; (iii) the sharing of information and the establishment of specific and continuous coordination and collaboration mechanisms among the corporate entities involved. This approach aligns with the provisions of the ECG Policy "Eni Risk and Internal Control Holistic Framework.

RISK BASED APPROACH - Adoption of a preventive approach to risks through a process of identifying, assessing, managing, and monitoring them. The definition and adoption of mitigation measures are also carried out with a risk-based approach. In this context, the company and its control mechanisms must evolve dynamically to be ready to assume the configuration that, at that time and in response to those risks, provides the best guarantee of protection.

A.2.2 Commitments on Anti-Corruption and Anti-Money Laundering and prohibited conducts

The phenomena of corruption and money laundering are often closely linked, both in terms of how they are committed and in terms of control mechanisms. Money laundering or related unlawful activities, for instance, could be used to put the proceeds of corruption back into the market, and corruption could in turn be used to facilitate money laundering activities. This requires coordination between anti-corruption and anti-money laundering controls to ensure a

and operational processes. Eni's Cyber Security management system is based on a risk-based approach and aims to prevent, detect, and manage cyber threats and attacks by assessing both the technological component and the human factor, thereby contributing to the achievement of process objectives.

comprehensive view of potential risks. Compliance with Anti-Corruption Laws, Anti-Money Laundering Laws, and this ECG Policy is mandatory for all Eni People and Third Parties, the latter in accordance with specific contractual clauses/compliance declarations.

Anti-Corruption and anti-money laundering commitments

Through this ECG Policy, Eni establishes that:

- All activities carried out within Eni or on behalf of Eni must ensure compliance with laws, rules, and regulations governing the prevention of corruption and money laundering applicable to Eni, in accordance with this ECG Policy and the related Anti-Corruption Regulatory Instruments;
- Any form of corruption and money laundering is prohibited, and therefore all recipients of this ECG Policy, including Third Parties, must ensure ethical, transparent, correct, and professional behaviour;
- Any questionable or illegal practices (including Facilitation Payments) will not be justified or tolerated, on the grounds that it is "customary" in the industry or in the Countries in which Eni operates;
- Any performance must be rejected if it can only be achieved by compromising Eni's ethical standards;
- Preventive checks, periodically updated, must be carried out on Third Parties and business operations;
- Conduct by employees that violates the Compliance Program and/or Anti-Corruption and Anti-Money Laundering Laws must be interrupted and sanctioned, consistently with the provisions of the internal human resources regulations;
- Contractual remedies will also be undertaken – Including suspension of performance and up to contract termination, a ban on conducting business with Eni, and claims for damages – against Third Parties who violate Anti-Corruption and Anti-Money Laundering Laws (or any ethical and compliance commitments specified in the relevant contracts);
- Reporting of any activity that may constitute a potential violation of the Compliance Program and/or Anti-Corruption and Anti-Money Laundering Laws is encouraged. Such reports must be made in good faith, without fear of retaliation or discrimination;
- Any situation that may constitute/determine a conflict of interest¹¹, even potential, between personal, family economic activities and the duties that Eni People hold within the structure or body to which they belong must be avoided and reported, as outlined by the Code of Ethics and internal regulatory instruments; Third Parties must promptly report any situation of actual or potential conflict of interest with Eni;
- Periodic awareness-raising, communication, and training initiatives on anti-corruption and anti-money laundering must be carried out for both Eni People and Third Parties.

Top Management is responsible for promoting the Compliance Program, and each manager is responsible for ensuring that his/her employees comply with it, disseminating its principles, and taking measures to prevent, identify and report potential violations.

¹¹ In general terms, a conflict of interest is defined as any situation in which the personal, economic, or professional interests of an Eni employee interfere with, or could interfere with, the interests of the Company. A conflict of interest arises when behaviors or decisions made or to be made by an Eni employee as part of their work could result in an immediate or deferred benefit, even of a non-economic nature, for the employee themselves, their family members, or other individuals with whom they have close personal or business relationships.

Prohibited conduct

Eni strictly prohibits, without exception, all forms of corruption – active, passive, direct, and indirect – in favor of and by anyone. It is therefore forbidden for Eni People, Third Parties and anyone acting in Eni's interest, without any exception, to:

- Offer, promise, give or pay, authorize someone to give or pay, directly or indirectly, money or other benefits (financial or otherwise) to Public Officials or private persons (**active corruption**);
- Accept or authorize someone to accept, directly or indirectly, money or other benefits (financial or otherwise) or their requests or solicitations by a Public Official or private persons (**passive corruption**);

when the intention is to:

- Induce a Public Official or private individual to improperly perform any function of public nature or any activity connected with a business or to reward them for such improper performance;
- Influence any official act (or omission) by a Public Official or any decision, including in private relations, in violation of a duty office or loyalty;
- Obtain or secure an improper advantage in connection with business activities; or in any case violate applicable laws.

The provision of an advantage for corruption purposes may take various forms: it may consist, by way of example, and not limited to, monetary payments, gifts or hospitality, donations or sponsorships, investment or employment opportunities, confidential information, or the granting of discounts or personal credits.

In addition, in order to prevent illegal activities connected to money laundering, Eni prohibits, without exception, Eni People, Third Parties, and anyone acting in its interest from:

- Replacing or transferring money, goods, or other benefits with knowledge or in presence of reasonable grounds to believe that they originate from unlawful activities, or carrying out other transactions in relation to them so as to hinder, conceal, or disguise the identification of their unlawful origin;
- Acquiring, receiving, holding, concealing, or using money, goods, or other benefits with knowledge or in presence of reasonable grounds to believe they are of unlawful origin, or interfering in having such goods purchased, received or concealed;
- Participating in any of the acts described in the foregoing paragraphs, joining to commit such conduct, or to attempt, instigate or facilitate the commission of thereof, or assisting any person involved in such activities to evade the legal consequences thereof.

Other Prohibited Conduct

Eni prohibits the provision of **political contributions** as they present the risk of being used as an improper means of corruption to maintain or gain a business advantage. Due to these risks, as outlined in the Code of Ethics, Eni does not provide contributions to political parties, movements, committees, political and trade union organizations, their representatives, and candidates.

Facilitation Payments are also expressly prohibited. Eni People, Eni SpA or its Subsidiaries, Third Parties, and anyone acting in Eni's interest are not allowed to use such types of payments. Moreover, in general, it is not permitted to offer or promise any economic benefits or other advantages to expedite, favor, or facilitate the performance of an activity in an improper manner.

In the case of **Extortion Payments**, such payments must be promptly identified and properly documented. In particular, the Eni People involved must provide their hierarchical superior¹² and the Anti-Corruption and Anti-Money Laundering Compliance Function with a report indicating the date, place, amount paid, and a description of the objective circumstances of violence or serious and imminent threats under which the payment was made. The employee's hierarchical superior must consult the relevant legal function for any actions to be taken. Extortion Payments form part of those company information subject to Eni accounting; the related accounting records must therefore be made in compliance with Eni rules on financial statements and accounts and must be supported by the relevant documentation.

A.2.3 Activities at risk

Among the Activities at risk identified by Eni, through risk assessments, the following are included:

■ Operations/Initiatives/Contracts with Third parties at risk

Third Parties at-risk (hereinafter "Third Parties") must (i) be subjected, based on a risk-based approach, preventive checks (e.g., Reference Lists; Related Parties) / Due Diligence or Know Your Customer procedures, as outlined in the specific regulatory instruments, and (ii) enter into written contracts which provide, among others, for a reasonable fee corresponding to the performance explicitly stated in the contract and market practices, as well as contractual commitments requiring them to comply with anti-corruption and anti-money laundering regulations.

In case of Third Parties and operations that present higher corruption and/or money laundering risks, Eni may adopt specific and enhanced mitigation measures, including: (i) requiring the Third Party to adopt and implement anti-corruption and anti-money laundering rules and controls for the entire duration of the contract; (ii) providing Eni with the right to perform audits on the Third Party regarding the activities covered by the contract and the compliance commitments therein; (iii) conducting specific monitoring activities during the execution of the operation/initiative/contract, as well as implementing, in the event of Red Flags, any recommendations arising formulated as a result of the Due Diligence.

Subcontractors¹³ are also subject to preventive checks to verify their ethical-reputational reliability and must operate solely based on a written contract that includes compliance commitments and Anti-Corruption and Anti-Money Laundering provisions equivalent to those set by Eni for the main high-risk Third Party¹⁴.

From the moment of signing the contract until the end of the relationship, the following are required: (i) according to a risk-based approach, periodic updates of Due Diligence¹⁵ for long-term contracts, (ii) verification of the proper execution of the contract, including with regard to corruption and money laundering prevention¹⁶ by the relevant manager, and (iii) prompt reporting of any critical issues or suspected violations of Anti-Corruption and/or Anti-Money Laundering Laws and compliance commitments under the contract, following the information channels established by Eni, as well as (iv) the application of contractual remedies in the case of violations/suspected violations of the anti-corruption and anti-money laundering compliance commitments.

¹² This means the manager in charge of one's hierarchical line.

¹³ This category includes, for example, subagents or subcontractors.

¹⁴ Specific methods for managing subcontractors are defined and updated in internal regulatory instruments.

¹⁵ In the cases provided for by the applicable Anti-Corruption Regulatory Instruments.

¹⁶ Detailed information is provided in the individual Anti-Corruption Regulatory Instruments.

■ Acquisition/sale of companies, businesses, business units, mining rights, productive assets, and joint ventures

Operations of acquisition/sale of companies, businesses, business units, mining rights, productive assets, and the establishment of joint ventures, Eni's entry into joint ventures, etc., various risks may arise, such as, by way of example, the acquisition of stakes in companies where corrupt practices have occurred, or the acquisition of concessions through criminal conduct, particularly corruption, or the sale of concessions/the sale of companies to third parties who use money derived from crimes.

In this context, a key aspect of any operation is represented by the Integrity Due Diligence, both with regard to potential Third Parties and, in the case of acquisitions, to the so-called target.

Particular attention should therefore be given to the ethical-reputational profile of Third Parties, as well as, in the case of acquisition of company shares, to the examination of the background of the companies concerned, the activities at risk of corruption and money laundering carried out by them and the control and mitigation measures adopted by them. Specifically, with regard to acquisitions, also in order to mitigate the risk of possible successor liability¹⁷ for corrupt and/or money laundering acts carried out within the company/business being acquired by Eni and to allow the Company to identify any misconduct before closing the transaction, a Due Diligence must also be carried out with reference to the target being acquired¹⁸. Furthermore, after the closing of the transaction, actions must be taken to ensure that the acquired company adopts regulatory instruments and control measures that are as much as possible in line with those adopted by Eni in the anti-corruption and anti-money laundering areas¹⁹.

The Anti-Corruption and Anti-Money Laundering Compliance Function provides specialist assistance in identifying and managing the main risk factors and Red Flags associated with the above-mentioned transactions and potential Third Parties, with particular regard to: (i) the preparation of anti-corruption and anti-money laundering compliance information to be requested from Third Parties in the case of acquisition operations or to be provided in the case of sale operations; (ii) the evaluation of the results of the Due Diligence conducted; or (iii) the drafting of anti-corruption and anti-money laundering representations and warranties to be included in the contract related to such operations.

■ Non-profit Initiatives, Sponsorships, initiatives for the territory and initiatives for the health of the communities

Non-profit initiatives²⁰, sponsorships, initiatives for the territory and initiatives for the health of the communities carry risks of corruption and money laundering. For example, there is a risk that funds or valuable assets intended for such initiatives could be diverted for personal use or to benefit a Public Official or a private individual, and that the initiative might be conducted to secure undue advantages.

Considering the above, it is essential that these initiatives are:

¹⁷ Anti-Corruption and Anti-Money Laundering Laws provide that a company can be held liable not only for its own unlawful acts but also for unlawful acts committed by a target company or a company incorporated following a merger, even if such acts were carried out before the acquisition or merger was finalized.

¹⁸ For example, information is collected on corruption and money laundering risk activities conducted by the target, on risk-related activities characterizing the target's operations, and on the possible existence of anti-corruption and anti-money laundering procedures/control measures.

¹⁹ In cases where Eni holds a controlling interest in the company, the provisions outlined in paragraph A.1.3 Scope of Application and Methods of Adoption apply.

²⁰ This includes, by way of example, donations, contributions, and initiatives of a charitable or subsidy nature.

- Subjected to the authorization process established by the applicable regulatory instruments;
- Consistent with the approved budget and adequately justified;
- Carried out after performing Due Diligence on the counterparty/beneficiary/partner and any other Third Parties involved;
- Governed by a specific written agreement/letter that: (i) defines the initiative and the purposes for which the contribution may be used; (ii) provides, where applicable, for controls over the use of the contribution provided by Eni in line with the purposes outlined in the agreement; and (iii) includes commitments regarding anti-corruption and anti-money laundering compliance;
- Accurately, truthfully, and transparently recorded in Eni's books and records.

■ Selection, recruitment and management of human resources

The process of selecting and hiring Eni People must be conducted in accordance with the applicable regulatory framework and, in any case, in a manner that avoids situations of incompatibility, favoritism, or any form of undue advantage.

The personnel selection process must therefore include checks, as part of the verification of previous professional experiences, to identify any potential situations of incompatibility as provided for by regulations, including foreign laws, concerning “pantouflage”²¹ or “revolving doors” or similar circumstances.

The following pre-employment contract activation checks are also required: (i) checks against reference lists; (ii) checks and any actions required under the ECG Policy “Transactions with Interests of Directors and Statutory Auditors and Transactions with Related Parties”; (iii) checks regarding the presence of any conflicts of interest; (iv) in accordance with and to the extent permitted by applicable local laws, checks regarding any convictions and ongoing criminal proceedings, including those at the investigative stage, as well as disciplinary measures imposed by any professional bodies of affiliation.

The results of the checks on each candidate must be adequately documented and formalized.

During the employment relationship, based on a risk-based approach, employees are also required to submit periodic compliance declarations in accordance with the procedures defined by the applicable internal regulations.

Finally, within the human resources process, with regard to reimbursement of travel expenses and off-site services or the assignment of monetary incentives linked to performance, safeguards are defined within the relevant regulatory framework to mitigate, among other things, the risk of corruption.

■ Relationships with Relevant Subjects

Relationships or interactions with Relevant Subjects must be conducted in compliance with the Code of Ethics, this ECG Policy, and the associated Anti-Corruption Regulatory Instruments, as well as the general principles outlined below:

²¹ The prohibition of “pantouflage” in the Italian legal system is established under Article 53, paragraph 16-ter of Legislative Decree No. 165/01 (known as the “Testo Unico del Pubblico Impiego”). In accordance with this provision, any individuals who, in the last three years of service, exercised authoritative or negotiation powers on behalf of the Public Administration are prohibited, for the three years following the termination of their public employment, from engaging in activities with private entities that were recipients of acts or measures of the Public Administration executed through the same authoritative or negotiation powers they themselves exercised.

- Such relationships or interactions must be characterized by fairness and transparency and be reserved exclusively for the appropriate corporate functions and positions;
- Favors, collusive behaviors, direct and/or indirect solicitations, or the provision of money or other benefits (including Facilitation Payments) to Relevant Subjects are strictly prohibited if aimed at obtaining improper advantages for Eni, Eni People, Third Parties, or to induce them to improperly perform (or reward them for performing) their roles or to influence their decisions;
- The traceability of these relationships or interactions must be ensured in accordance with the relevant internal regulatory instruments.

■ Gifts and hospitality

Gifts and hospitality must never be offered, given, or received in circumstances that could reasonably lead a third-party, impartial observer to conclude that they are intended to create an obligation of gratitude or improperly influence a decision or activity by the recipient, or to obtain an undue advantage. This principle must also be observed when Eni People provide gifts or hospitality using personal financial resources.

To this end, every gift and instance of hospitality must:

- Be reasonable and made in good faith, based on the circumstances;
- Be aesthetically pleasing and aligned with generally accepted standards of professional courtesy;
- Be related to legitimate business purposes;
- Not be offered, provided, or accepted to obtain something in return or to improperly influence any business, legal, or regulatory decision relevant to Eni or any other party affected by such decision;
- Not consist of cash or cash equivalents (e.g., checks, gift certificates, vouchers);
- Comply with local laws and applicable regulations governing the recipient of the gift or hospitality, including codes of conduct or other regulations adopted by the public or private entity to which the recipient belongs;
- Adhere to Eni's internal rules, which include specific authorization processes and information flows;
- Be recorded accurately and transparently, including from an accounting perspective, and supported by appropriate documentation.

■ A.3 ROLES AND RESPONSIBILITIES

Below are the main roles and responsibilities of the parties involved in this ECG Policy, as outlined in this document:

BOARD OF DIRECTORS OF ENI SPA	■ Approves, after obtaining the opinion of the Control and Risk Committee, the Fundamental Lines of this ECG Policy. ■ Receives the Integrated Compliance Report, which includes the Anti-Corruption Report.
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CHIEF EXECUTIVE OFFICER OF ENI SPA	■ Receives, for evaluation in support of the Eni Board of Directors, the Integrated Compliance Report, which includes the Anti-Corruption Report.
CONTROL AND RISK COMMITTEE OF ENI SPA	■ Reviews the Integrated Compliance Report, which includes the Anti-Corruption Report.
BOARD OF STATUTORY AUDITORS OF ENI SPA	■ Reviews the Integrated Compliance Report, which includes the Anti-Corruption Report.
ANTI-CORRUPTION AND ANTI-MONEY LAUNDERING COMPLIANCE FUNCTION	■ Supervises the design and implementation of the Compliance Program, with a focus on continuous improvement; ■ Provides consultancy and specialized assistance on anti-corruption and anti-money laundering matters to Eni's functions and its Subsidiaries, in accordance with Eni's organizational and regulatory instruments; ■ Promotes and delivers awareness-raising, communication, and periodic training activities on anti-corruption and anti-money laundering matters; ■ Reports periodically on the key activities carried out within the Compliance Program, through the Anti-Corruption Report; To carry out its activities, this function may rely on the collaboration of the Compliance Business Support functions, where available, and other units within the Integrated Compliance Function.
ADMIN. AND ACCOUNTING FUNCTION	■ Provides specialized consultancy on anti-money laundering matters, within its areas of competence.
INTERNAL AUDIT FUNCTION	■ Independently examines and evaluates the internal control system in order to ensure compliance with the provisions of this ECG Policy, based on its annual audit program approved by the Eni SpA Board of Directors.

COMPLIANCE BUSINESS SUPPORT FUNCTIONS	■ Support, where present²², management in relation to control activities and other compliance obligations in the areas of anti-corruption and anti-money laundering, in line with the roles and responsibilities defined in the relevant regulatory and organizational instruments; ■ provide assistance to business units and their Subsidiaries in managing compliance obligations, including those related to anti-corruption and anti-money laundering. Specifically, these functions contribute – through actions such as dissemination, awareness-raising, and communication – within the activities outlined in the Compliance Program to: ○ Ensure support in managing compliance-related obligations, facilitating, where required, information flows related to the Compliance Program. ○ Promote actions to minimize the risks of non-compliance. ○ Provide support to business/support functions and related Subsidiaries within Due Diligence processes where they have been directly involved operationally, in carrying out anti-corruption and anti-money laundering checks and compliance activities.
ENI SPA WATCH STRUCTURE	Receives for informational purposes the Integrated Compliance Report, which includes the Anti-Corruption Report.

B. APPLICATION MODALITIES

■ B.1 THE COMPLIANCE PROGRAM: MITIGATION MEASURES

In the context of its Compliance Program, Eni adopts a risk-based approach, implementing mitigation actions for the Anti-Corruption and Anti-Money Laundering Compliance Risk that are proportionate to the level of risk in terms of impact and likelihood of occurrence associated with the Activity at risk being controlled. Below are the main actions outlined by Eni to prevent and mitigate this risk.

B.1.1. Training and Communication

Eni employees must be informed about the applicable laws regarding anti-corruption and anti-money laundering, the importance of adhering to these laws, this ECG Policy, and other Anti-Corruption Regulatory Instruments, in order to ensure that they understand and are aware of the

²² These are functions, regardless of their designation, established within business or support lines, whose duties include assisting the line manager or the support function to which they report in the proper fulfillment of compliance obligations established by external and internal regulations.

crimes, risks, personal and corporate liabilities, and the actions to take to combat corruption and money laundering, as well as potential sanctions for individuals and legal entities in case of violations. To this end, training and periodic updates on anti-corruption and anti-money laundering are mandatory for all Eni employees²³.

The process for training human resources is governed by the “Human Resources” MSG and specific detailed documents. In line with these regulations, Eni defines a training program that includes online courses (e-learning) and classroom/distance learning events with possible tests to verify understanding. Full participation in the training initiatives and periodic updates on the matters covered by this ECG Policy is mandatory and constitutes proper fulfillment of the employee's contractual work obligation. Training is delivered in different formats and on a regular basis, based on the role and risk exposure of Eni employees.

The Anti-Corruption and Anti-Money Laundering Compliance Function provides the training content within its competence. In defining and implementing the training program, the relevant function of the Integrated Compliance team provides guidance to the Human Resources function and the Eni competence center²⁴ on content, duration, target audience, and learning certification needs, while sharing the methods for conducting the training, in line with the internal regulatory framework.

Eni ensures communication of this ECG Policy to Third Parties through specific contractual clauses and/or declarations presented to them, and promotes, as reasonable according to the circumstances, dedicated training and awareness-raising initiatives.

Information on the Compliance Program is made available to Stakeholders through the Eni website. Specifically, a section dedicated to the Compliance Program is available on the site, which includes the publication of this ECG Policy and the regulatory instrument related to reporting, as well as updates on key activities carried out within the Compliance Program in the context of annual reports on finance, governance, and sustainability.

B.1.2. Due Diligence and contractual safeguards

Preliminary checks and Due Diligence on Third Parties and their related operations are conducted following a risk-based approach. Due Diligence allows for the verification of the ethical and reputational background of Third Parties and the existence of potential corruption or money laundering risk indicators (Red Flags). If Red Flags emerge that are relevant in light of the specific circumstances (e.g., lack of historical information, significance of the issues for the operation, absence of actions taken by the concerned party to address specific issues), mitigation measures should be implemented, where possible, with the support of the Anti-Corruption and Anti-Money Laundering Compliance Function, to address the risks related to the Third Party and/or the operation.

The results of Due Diligence and the summary of the evaluations by the Anti-Corruption and Anti-Money Laundering Compliance Function²⁵ must be communicated to the person/body that

²³ Upon hiring, Eni People receive a copy of this ECG Policy and complete the relevant training within ninety (90) days of their hiring date or, in case of a justified impediment, as soon as reasonably possible. Additional training initiatives may be required for Eni People whose activities involve higher corruption/money laundering risk profiles.

²⁴ At the time of the issuance of this ECG Policy: Eni Corporate University.

²⁵ In cases where, in accordance with the applicable Anti-Corruption Regulatory Instrument and following a risk-based approach, the involvement of the Anti-Corruption and Anti-Money Laundering Compliance Function is required in the Due Diligence process.

authorizes the operation/contract (the "Authorizer") to ensure that they are aware of the identified issues, potential corruption and/or money laundering risks associated with the operation/contract, and any mitigation and control actions to be taken regarding the contractual structure or during the execution of the relationship. For this reason, the authorization note, which accompanies the request for authorization of the operation/contract, must, where provided by internal regulatory instruments, be shared in advance with the Anti-Corruption and Anti-Money Laundering Compliance Function when this function has been involved in assessing the outcomes of the Due Diligence.

Eni ensures that every relationship with Third Parties is governed by written contracts that contain (i) compliance commitments concerning ethical conduct, corporate administrative liability, anti-corruption, and anti-money laundering (i.e., the "Business Integrity Clauses"), including the commitment to operate in accordance with the principles outlined in this ECG Policy and applicable Anti-Corruption and Anti-Money Laundering Laws, and (ii) remedies in case of violation of these commitments.

For long-term contracts, periodic updates of Due Diligence are required, following a risk-based approach.

B.1.3. Internal controls, accounting procedures, and record keeping

Eni maintains an internal control system over financial information to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements, in accordance with generally accepted accounting principles, including applicable regulatory instruments with the goal to minimize the risk that inaccurate accounting entries, whether due to errors or fraud, are not identified in a timely manner, which could significantly impact the annual financial statements or interim financial reporting.

It is the responsibility of each involved structure to ensure, within its scope of competence, the traceability of the decision-making process and the retention of supporting documentation for activities performed, including documentation supporting receipts and payments. This ensures that the operation generating the receipt or payment can be reconstructed easily and promptly, along with the corresponding accounting entries, the identification of different levels of responsibility, and the allocation and segregation of tasks.

Regarding financial controls, receipts and payments must be made in accordance with the contractual provisions. In any case, without prejudice to the other control safeguards provided by internal regulatory instruments regarding the selection of Third Parties and the execution of receipts and payments, these actions must not be requested, made, or received:

- To/from an entity other than the contractual counterparty or the entity designated in the contract as the payment beneficiary/payment initiator²⁶;
- To/from encrypted bank accounts²⁷ or payments made in cash or equivalent instruments, using anonymous or fictitiously titled bank accounts or savings books;

²⁶ The checks required on Third Parties, on a case-by-case basis and in accordance with the applicable regulatory instruments, must also be carried out on the parties specified in the contract as payment beneficiaries/payment initiators.

²⁷ These are generally identified through an acronym or keyword.

- To a bank account not specified in the contract or in a formal communication supplementary to the contract, issued by the counterparty and signed by its legal representative/authorized person, or not registered by the counterparty in the eniSpace portal²⁸;
- To/from a third Country different from that of the parties or the payment beneficiary/payment initiator as stipulated in the contract or its execution. For the application of this prohibition – and without prejudice to any additional safeguards provided by internal regulatory instruments regarding Third Party selection and payment execution/receipt – the following are not considered third Countries:
 - Where a company/entity, contractual counterparty of Eni, has established its centralized treasury and/or has set up its offices, branches, or operational units essential for the execution of the contract; or
 - Meeting the following conditions simultaneously: (i) the country is not classified as a “High-Risk Jurisdiction” as identified by the FATF (Financial Action Task Force); (ii) the bank account details have been specified by the contractual counterparty in the contract and/or in a formal communication supplementary to the contract, signed by its legal representative/duly empowered subject and/or registered in the eniSpace portal²⁹.

Advance payments are allowed only in exceptional cases and, as a rule, for a non-dominant share relative to the total value of the transaction/contract to which they refer. Such payments must, in any case, be duly justified, authorized by the relevant function/Subsidiary³⁰ based on the authorization levels set out³¹ in the applicable regulatory instruments, and explicitly regulated in the contractual text related to the operation to which they refer.

Furthermore, in the event of suspicions or Red Flags in the structure of the operation (e.g., splitting of the operation, a Third Party identified as the payer, requests for advance payments of a significant portion (e.g., more than half) of the contract amount without specific justification, requests for discounts not provided for contractually, requests for unjustified increases in consideration, payments unjustifiably or unusually high or payments that appear excessive and unreasonable in relation to the service, etc.), the Administration and Accounting function must be involved, and, limited to cases where such Red Flags emerge during the onboarding phase, the Anti-Corruption and Anti-Money Laundering Compliance Function must also be involved. In such cases, adequate justification and supporting documentation must be requested from the counterparty.

Both in the case of payments made and payments received, control/monitoring activities must be implemented on economic transactions to/from bank accounts opened in one of the so-called Tax Havens, or in a Country with a high level of corruption, or in a Country at risk of money laundering. For long-term contracts, monitoring activities are planned, differentiated according

²⁸ In cases where the use of the eniSpace portal is not required or the bank account is not included in the contract or in a formal communication supplementing the contract from the counterparty (signed by the legal representative or a duly empowered subject), the Contract Manager or a delegated function (e.g., Back Office) is responsible for managing the related risk and implementing and tracking controls aimed at: (a) ensuring an objective connection between the banking institution and the party indicated in the contract; and (b) confirming the ownership or traceability of the bank account to the latter for payment execution. In defining control activities, the Administration and Accounting function, in coordination with the Integrated Compliance function, will provide the necessary support if required.

²⁹ See note 28.

³⁰ Regarding the justification for advance payment, adequate traceability and representation must be ensured at the authorization levels established by the applicable process regulatory instruments.

³¹ The authorization of advance payments is the responsibility of the relevant function/subsidiary and must be carried out in compliance with the principle of segregation of duties and decision-making processes.

to the specific case, on economic transactions that present potential Red Flags (e.g., in terms of amount and/or frequency, etc.).

B.1.4. The Violation reporting system

Given that Eni and Eni People are required to make every reasonable effort to prevent any conduct that may violate Anti-Corruption Laws, Anti-Money Laundering Laws, and/or this ECG Policy and related Anti-Corruption Regulatory Instruments, any violation, even if only suspected, must be promptly reported through the channels and procedures specified in the regulatory instrument dedicated to whistleblowing reports management³² and will be managed in accordance with the methods and guarantees provided therein.

B.1.5. Internal measures and contractual remedies

Eni will sanction any unlawful conduct attributable to Eni People and/or Third Parties that emerges as a result of internal verification activities or reports. Specifically, Eni will make every reasonable effort to: (i) interrupt and sanction such conduct by Eni employees in accordance with the provisions of the "Human Resources" regulatory instruments; and (ii) enforce contractual remedies, including but not limited to contract termination and claims for damages, against Third Parties whose actions are found to be in violation of Anti-Corruption Laws and/or Anti-Money Laundering Laws and/or the anti-corruption and anti-money laundering compliance commitments set forth in the relevant contracts.

B.1.6. Second- and third-level monitoring activities

The Compliance Program is subject to second- and third-level monitoring activities carried out by the competent functions. Specifically:

- Eni implements Compliance monitoring activities, as defined in the Global Procedure "Integrated Compliance" aimed at periodically detecting and analyzing trends in anti-corruption and anti-money laundering compliance risks. This is achieved through the performance of specific controls and the analysis of risk indicators designed to ensure adherence to regulatory requirements and the effectiveness of the models established to manage such risks. Compliance monitoring activities are planned and conducted using a risk-based approach, in line with the methodologies and timelines defined in the corporate regulatory instruments governing the Integrated Compliance process;
- Eni SpA's Internal Audit function, based on its annual audit Plan approved by the Board of Directors of Eni, independently examines and evaluates the internal control system to verify compliance with the provisions of the Compliance Program. It may also conduct independent audits of Third Parties, where audit rights are provided for in the relevant contracts.

B.1.7. Reporting

The Anti-Corruption and Anti-Money Laundering Compliance Function prepares a report, at least annually, on the relevant activities carried out during the reporting period within the framework

³² This refers to the Anti-Corruption Regulatory Instrument on the "Whistleblowing reports management received by Eni SpA and by its Subsidiaries" published on the website www.eni.com, along with its subsequent amendments and additions.

of the Compliance Program (hereinafter referred to as the “Anti-Corruption Report”) and also provides the planning of relevant activities for subsequent periods. The Anti-Corruption Report and its updates form an integral part of the Integrated Compliance Report and follow the related information flows as defined in the Global Procedure “Integrated Compliance” and in paragraph A.3 of this ECG Policy.

■ B.2 EXTERNAL REGULATORY REFERENCES

- Italian Legislative Decree No. 231 of June 8, 2001 – “Disciplina della responsabilità amministrativa delle persone giuridiche, delle società e delle associazioni anche prive di personalità giuridica, a norma dell’articolo 11 della legge 29 settembre 2000, n. 300”
- Italian Criminal Code
- Provisions regarding corruption with criminal relevance contained in the Italian Civil Code
- Foreign Corrupt Practices Act (FCPA) of 1977
- "Resource Guide to the U.S. Foreign Corrupt Practices Act" by the Criminal Division of the U.S. Department of Justice and the Enforcement Division of the U.S. Securities and Exchange Commission (2012)
- UK Bribery Act 2010
- "Bribery Act 2010 - Guidance to help commercial organisations understand the sorts of procedures they can put in place to prevent bribery"
- OECD Convention (Organisation for Economic Co-operation and Development) Convention on Combating Bribery of Foreign Public Officials in International Business Transactions (1997)
- OECD Recommendation of the Council for Further Combating Bribery of Foreign Public Officials in International Business Transactions (adopted by the Council on November 26, 2009)
- United Nations Convention Against Corruption (2003)
- UNI ISO 37001:2016 "Anti-bribery management systems - Requirements with guidance for use"
- UNI ISO 37301:2021 "Compliance management systems - Requirements with guidance for use"
- Any document updating or supplementing the above.

■ B.3 INTERNAL REGULATORY REFERENCES

- Regulatory Instruments governing Activities at risk
- Anti-Corruption Regulatory Instruments regarding (i) Gifts and Hospitality and Relations with Relevant Subjects; (ii) Integrity Due Diligence and Business Integrity and Human Rights Clauses; (iii) Appointment and Responsibility of Eni Representatives in Joint Ventures
- Regulatory Instrument on Whistleblowing reports management
- Global Procedure for Managing Conflicts of Interest
- Global Procedure on Reference List
- Anti-Corruption Regulatory Instruments of Subsidiaries
- Any document updating or supplementing the above

■ B.4 DEFINITIONS, ABBREVIATIONS, AND ACRONYMS

ACTIVITIES AT RISK: Activities presenting a risk, even potential, of violating Anti-Corruption and/or Anti-Money Laundering Laws, as identified following the results of the risk assessment analyses carried out by Eni's competent functions.

CODE OF ETHICS: Eni's Code of Ethics.

COMPLIANCE MONITORING: Second-level monitoring aimed at assessing the evolution of compliance risks and the adequacy and operation of the controls in place to manage them.

ANTI-CORRUPTION COMPLIANCE PROGRAM (OR "COMPLIANCE PROGRAM"): The set of principles for conduct, monitoring, and control aimed at preventing corruption and money laundering offences in Risk Activities, as identified in this ECG Policy and regulated by Eni's related Anti-Corruption Regulatory Instruments.

POLITICAL CONTRIBUTIONS: Any direct or indirect contribution to political parties, movements, committees, political and trade union organizations, including their representatives and candidates.

INTEGRITY DUE DILIGENCE (OR "DUE DILIGENCE"): A set of checks and verifications on Third Parties aimed at ensuring their compliance with Eni's ethical, anti-corruption, and anti-money laundering principles and identifying any Red Flags.

ENI (OR "THE COMPANY"): Eni SpA and, unless otherwise specified, its directly or indirectly Subsidiaries, both in Italy and abroad.

EXTORTION PAYMENT: Payments made to Public Officials and extorted from Eni People through violence or serious and imminent threats to physical safety and personal security, which may therefore be made solely to prevent harm to individuals.

FACILITATION PAYMENT: Unofficial payments made to a Public Official to expedite, favor, and generally facilitate routine, non-discretionary activities that are nonetheless due as part of their official duties, such as obtaining non-discretionary permits for performing an activity, processing customs procedures, or issuing visas.

FAMILY MEMBER(S): Parents, spouses or partners in a civil union or cohabitation, children and their spouses, as well as persons linked to the children in civil unions, cohabitations, or equivalent arrangements³³.

CONTRACT MANAGER: The individual responsible for verifying the correct contractual execution and the technical, operational, and economic control of works, services, and supplies.

ANTI-CORRUPTION LAWS: This includes: (i) the provisions on corruption contained in the Italian Criminal Code, Civil Code, and other applicable national laws, including Legislative Decree No. 231/2001; (ii) the Foreign Corrupt Practices Act (or "FCPA"); (iii) the UK Bribery Act; (iv) other public and commercial anti-corruption laws in force worldwide; (v) international anti-corruption treaties, such as the OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions and the United Nations Convention Against Corruption; and (vi) additional anti-corruption laws applicable in the jurisdictions where Eni operates.

ANTI-MONEY LAUNDERING LAWS: Refers to (i) the provisions of the Italian Criminal Code and Legislative Decree No. 231/2001 regarding money laundering and related offenses, and (ii) the

³³ See Italian Legislative Decree No. 231/2007, as subsequently amended and supplemented.

national regulations applicable to anti-money laundering in the countries where Eni, Eni People, or Third Parties operate or reside.

MODEL 231: The Organizational, Management, and Control Model under Legislative Decree No. 231/2001.

ISO 37001:2016: An international standard developed by the International Standards Organisation regarding management systems for the prevention of corruption. This standard specifies the requirements and provides guidance for establishing, implementing, maintaining, updating, and improving a corruption prevention system.

ISO 37301:2021: An international standard developed by the International Standards Organisation regarding Compliance Management Systems. This standard specifies the requirements and provides guidelines for establishing, developing, implementing, assessing, maintaining, and improving an effective and responsive compliance management system.

TAX HAVENS: Countries or territories where the level of taxation is comparatively very low or nonexistent, allowing significant savings for individuals (natural persons or businesses) who establish their residence or legal seat there, or characterized by a lack of adequate information exchange or other equivalent criteria.

ENI PEOPLE: For the purposes of this ECG Policy, refers to the directors, managers, members of corporate bodies, management, and employees of Eni.

PUBLIC OFFICIAL:

- Anyone who exercises a legislative, judicial, or administrative function;
- Anyone acting in an official capacity in the interest or on behalf of:
 - Any body, office, entity, agency, or department, whether central or peripheral, in Italy or abroad, that manages public interests and/or carries out legislative, judicial, or administrative activities under public law provisions and authorizing acts³⁴;
 - International public organizations (e.g., the European Bank for Reconstruction and Development, the International Bank for Reconstruction and Development, the International Monetary Fund, the World Bank, the World Trade Organization);
 - Agencies, departments, or bodies of the European Union;
 - State-owned companies or organizations, or otherwise controlled by the State³⁵ (e.g., employees of State oil companies), unless they operate on the market on a normal commercial basis, for example, on a basis that is substantially equivalent to that of a private company, without preferential subsidies or other privileges³⁶;

³⁴ By way of example, this definition includes Ministries of Public Administration as well as public supervisory Authorities (e.g., Consob).

³⁵ By way of example, companies or organizations: (i) whose statutes or founding documents establish that they are entities or agencies of public administration; (ii) that perform functions or services of public interest (i.e., for the benefit of the general public or a broad sector of the population); (iii) that are financially dependent on public administration (e.g., when the public administration is responsible for the entity's losses and/or financing operations); (iv) that do not operate in the relevant market on a normal commercial basis due to special powers granted by law; (v) in which the majority of the members of the boards of directors or management committees are appointed by public administration.

³⁶ Organization for Economic Co-operation and Development, Commentaries on the Convention on Combating Bribery of Foreign Public Officials in International Business Transactions, 21 November 1997 - "An official of a public enterprise shall be deemed to perform a public function unless the enterprise operates on a normal commercial basis in the relevant market, i.e., on a basis which is substantially equivalent to that of a private enterprise, without preferential subsidies or other privileges"; Sez. A.21 standard ISO 37001:2016 "Antibribery Management Systems": "[...] The term public official can include the following: [...] f) employees of state-owned enterprises, unless the enterprise operates on a normal commercial basis in the relevant market, i.e., on a basis which is substantially equivalent to that of a private enterprise, without preferential subsidies or other privileges".

- Any member of a political party or candidate for a political office, whether Italian or foreign, or for any other public office;
- Any member of the royal family of the Country of reference;
- Any person assigned to public service, meaning those who, for any reason, provide a public service, where public service refers to an activity governed in the same manner as a public function, but lacking the typical powers of the latter.

Under the Anti-Corruption Laws and, in particular, the case law derived from them, representatives of local communities are considered equivalent to Public Officials. In case of doubts regarding the classification of an individual as a Public Official as defined above, the Anti-Corruption and Anti-Money Laundering Compliance function must be contacted promptly, and it will provide the necessary support.

RED FLAG: Potential corruption and/or money laundering risk factors that must be considered in the Due Diligence process.

RELEVANT PARTIES: Refers to Public Officials and other private individuals, as defined in the applicable Anti-Corruption Regulatory Instrument.

STAKEHOLDER: Individuals or groups who, directly or indirectly, influence and/or are influenced by an organization's activities, products, services, and related performance results.

ANTI-CORRUPTION REGULATORY INSTRUMENTS OF ENI: Regulatory instruments for the control mechanisms regarding anti-corruption and/or anti-money laundering that Eni has in place in relation to specific Risk Activities. The corresponding list for Eni SpA is made available in the system where regulatory instruments are published. The Anti-Corruption and Anti-Money Laundering Compliance function must be involved in the definition/updates of these regulatory instruments.

THIRD PARTY AT RISK (or "THIRD PARTY"): An independent individual or entity from Eni with whom Eni has or intends to establish business/commercial relationships in Activities at risk (this includes, by way of example and not limited to, business associates, including intermediaries, consultants, agents, and counterparties in collaboration agreements; suppliers of goods/services; counterparties in acquisition/sale operations of companies, mining rights, productive assets; joint venture partners; brokers; counterparties in real estate purchase or lease transactions; commercial network operators; clients and counterparties in trading and/or shipping, etc.).