MG-015

MANAGEMENT GUIDELINE

External Collaborations

(*Summary*)

Contents

1. INTRODUCTION

Fincantieri operates within a framework of fair competition, guided by honesty, integrity, fairness and good faith, whilst respecting the legitimate interests of its shareholders, employees, customers, commercial and financial partners, and the local communities in which Fincantieri carries out its activities. In particular, Fincantieri promotes Corporate Social Responsibility – understood as the integration of social and environmental concerns into its strategic vision – and provides information on its actions in this regard in its periodic reports.

Loyalty, Ethics and Respect, Merit, Excellence and Innovation, as well as Health and Safety for workers, the Environment, Quality and Performance, Sustainable Growth, International Outlook and Rights, and Customer Focus are the core values underpinning Fincantieri's way of working; it is on these values that Fincantieri builds and promotes its relationship of trust with all its stakeholders, namely its shareholders, employees, suppliers and customers.

In this regard, all those who work or carry out activities in Italy and abroad on behalf of or for the benefit of Fincantieri, or who have business dealings with the Company, without distinction or exception, are required to observe and ensure compliance with these principles within the scope of their duties and responsibilities. Under no circumstances may the belief that one is acting in the interests or for the benefit of the Company justify conduct that contravenes these principles.

From this perspective, corruption is an intolerable obstacle to the Company's ability to conduct business, and Fincantieri is fully committed to promoting fair competition, which is essential for the pursuit of its own interests as well as a guarantee for all market operators, customers and stakeholders in general. Full compliance with laws and regulations, ethical integrity, as well as fairness, transparency and honesty are constant and ongoing commitment and duty for all Fincantieri staff.

Fincantieri rejects and condemns the use of unlawful or otherwise improper conduct to achieve the financial objectives it has set itself; these objectives are pursued solely through excellence in its performance in terms of innovation, quality, and economic, social and environmental sustainability.

Fincantieri reaffirms its commitment to combatting corruption in all its forms and manifestations, and to a zero-tolerance approach towards such practices, by continually strengthening the standards of integrity and transparency in its internal conduct, thereby enhancing the Company's reputation in the contexts in which it operates.

2. GENERAL PRINCIPLES

Fincantieri and the Group companies (hereinafter also referred to as the "Group") recognise that the use of external consultants, professionals and experts is an important means of acquiring specialist expertise, supporting highly technical activities and ensuring that corporate objectives are pursued in accordance with the highest standards of integrity, transparency and accountability.

For this reason, the Group has adopted the Management Guideline on External Collaborations, which sets out a structured system of rules, controls and responsibilities designed to ensure that the selection, award and management of professional assignments take place in accordance with applicable regulations, the company's ethical principles and best governance practices.

The management of external collaborations is guided by the principles of legality, transparency, traceability, fairness and accountability.

These guidelines form an integral part of the Group's internal control and risk management system and are part of the broader corporate compliance framework based on the Code of Ethics, the Organization, Management and Control Model adopted pursuant to Legislative Decree 231/2001, the Anti-Corruption Policy and other applicable internal regulations.

3. APPROACH TO THE MANAGEMENT OF EXTERNAL PARTNERSHIPS

Fincantieri engages external consultants for specific requirements that call for specialist professional expertise, setting out in advance the scope, duration and financial terms of the assignment. The management of these engagements is based on a structured process of selection, authorization and monitoring, designed to ensure transparency, traceability and appropriate controls throughout the entire professional relationship.

the business process unfolds in three key stages:

- assessment and selection of the contractor;
- authorization and formalization of the contract;
- monitoring and verification of the work carried out.

This approach ensures continuous oversight of the entire collaboration lifecycle, from the preliminary assessment phase right through to the conclusion of the assignment.

4. PRELIMINARY ASSESSMENT AND DUE DILIGENCE

Before entering into any professional relationship, Fincantieri and the Group companies carry out preliminary checks to ascertain the reliability, professionalism and integrity of the prospective collaborator.

The selection process is based on objective and documented criteria that take into account professional skills, experience, technical competence and reputation, with a view to:

- verify that the requirements regarding good repute and professional competence are met;
- identify the ownership structure and beneficial owners, where applicable;
- identify any conflicts of interest;
- verify compliance with applicable regulations;

- identify any reputational or legal issues;
- assess whether there are any situations of incompatibility with the role to be assigned.

Particular attention is paid to preventing the risks of corruption, money laundering and other offences that could compromise the integrity of the company's operations.

5. REPUTATION, SANCTIONS AND COMPLIANCE CHECKS

Specific control measures are in place for external contractors, designed to identify any potential risks relating to reputation, legal matters and compliance, including checks against national and international sanctions lists.

Controls are also in place designed to:

- prevent conflicts of interest;
- ensure transparency in professional relationships
- verify compliance with tax and company law regulations;
- ensure compliance with data protection regulations;
- minimise the risk of entering into relationships with parties involved in unlawful activities or activities incompatible with the company's values.

The entire process is documented and supported by verifiable evidence, so as to facilitate subsequent monitoring and audit activities.

6. MONITORING, TRACEABILITY AND CHECKS

Fincantieri and the Group companies constantly monitor the performance of tasks entrusted to external contractors, verifying that the activities carried out are consistent with the contractual obligations undertaken. Performance must be supported by objective evidence and verifiable results, ensuring full traceability of activities, the checks carried out and the related decision-making processes. Documentation relating to checks, authorizations, contractual relationships and services provided is retained in accordance with criteria that guarantee its integrity, availability and verifiability over time, enabling the required controls to be carried out and helping to ensure transparency, the fairness of processes and the reliability of the internal control system.