GP-026

GLOBAL PROCEDURE

Commercial Assistance

(*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

Commercial assistance agreements are managed in accordance with a structured process designed to ensure, both prior to the establishment of the relationship and during its implementation, that the assignment is consistent with the Company's commercial needs and with the applicable compliance principles.

In particolare, il sistema interno prevede che il ricorso a soggetti esterni sia supportato da una motivazione commerciale adeguata e da valutazioni preventive volte ad accertare l'idoneità, l'affidabilità, la reputazione e l'integrità della controparte. Tali verifiche sono svolte secondo criteri proporzionati al contesto dell'operazione, al mercato di riferimento e al profilo del soggetto coinvolto.

In particular, the internal system stipulates that the use of external parties must be supported by adequate commercial justification and by prior assessments aimed at verifying the suitability, reliability, reputation and integrity of the counterparty. These checks are carried out in accordance with criteria proportionate to the context of the transaction, the relevant market and the profile of the party involved.

The system is also designed to ensure that remuneration is determined in accordance with criteria of fairness and proportionality in relation to the activities actually required and carried out, and that the relevant payments are made in a traceable manner, in line with the contractual provisions and subject to verification of the services rendered.

Consequently, within the framework of its commercial assistance agreements, Fincantieri adopts a set of principles and safeguards designed to ensure the integrity, transparency and compliance of the activities carried out, including:

- compliance with the law and applicable regulations in the countries where Fincantieri operates;
- zero tolerance towards any form of corruption or unethical conduct;
- selection of reliable business partners who share the Group's values;
- clear formalization of the tasks and commitments undertaken by the parties;
- proportionality and traceability of remuneration and payments;
- monitoring of activities carried out and retention of relevant documentation;
- adoption of measures for prevention, control and, where necessary, corrective action.

3. APPROACH TO THE MANAGEMENT OF AGREEMENTS

The management of commercial assistance agreements involves a process that covers the entire lifecycle of the relationship: from assessing commercial needs to selecting the counterparty, from formalizing the agreement to monitoring its implementation, right through to the eventual renewal or termination of the relationship.

Before awarding a contract, Fincantieri carries out checks designed to assess the other party and identify any issues of concern from an ethical, reputational, legal or regulatory perspective, or relating to potential conflicts of interest. The outcome of these checks contributes to the overall assessment of whether it is appropriate to enter into the relationship and whether any mitigation measures need to be put in place.

During the performance of the agreement, the Company ensures that monitoring is carried out to verify that activities are actually carried out in accordance with the terms of the mandate and in compliance with the applicable contractual and compliance principles. Documentation relating to the relationship is retained in accordance with criteria of traceability and accountability.

Any amendments or renewals of agreements are assessed in accordance with the same principles applied when the relationship was first established, in order to ensure continuity in risk management and to keep counterparty assessments up to date.

This process forms part of the Fincantieri Group's wider internal control and risk management framework, helping to prevent the risk of corruption and to promote conduct consistent with the Code of Ethics, the 231 Model and the Anti-Corruption Management System.