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# **Policy for managing Dialogue with the generality of Shareholders**

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Relevant Structure: CFO & Central Functions (IR & Strategic Planning)

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Version 1

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**Internal Use Only**

## SUMMARY

<b>Document Type</b>	Policy	
<b>Structure Responsible for the Document</b>	CFO & Central Functions (IR & Strategic Planning)	
<b>Contacts</b>	CFO & Head of Central Functions: Francesco Mele <a href="mailto:francesco.mele@illimity.com">francesco.mele@illimity.com</a>	
	Head of IR & Strategic Planning: Silvia Benzi <a href="mailto:silvia.benzi@illimity.com">silvia.benzi@illimity.com</a>	
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	illimity Bank S.p.A.	
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## VERSIONS

Name of regulation and version	Main changes	Approving body and date
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## 1 PURPOSE AND SCOPE OF APPLICATION

From its very beginning, illimity Bank S.p.A. (“illimity” or the “Bank”) has always placed great importance to open, transparent, constant and constructive Dialogue with its Shareholders, the generality of institutional investors and the Financial Community in the widest sense. This interaction is a fundamental tool in assisting shareholders and the market in general to understand the Bank’s strategy, its mission, the results it has achieved, financial and otherwise, and all the key aspects for taking investment decisions and exercising corporate rights in an informed manner. At the same time, it enables the Bank’s Board of Directors to understand expectations, opinions and issues of interest to the generality of Shareholders and institutional investors, information that is useful for the Board when performing its strategic direction and control activity. The Bank considers that an important component of Dialogue is also represented by the timeliness, clarity and completeness that makes the documentation prepared for Shareholders’ Meetings and for every important event by way of presentations and press releases available to Shareholders, the market and, in general, to all stakeholders, and it is usually also provided in English.

From this standpoint, since its listing on the stock exchange, illimity has arranged a series of activities designed to foster Dialogue and encourage bilateral interaction with the generality of Shareholders and the Financial Community.

The aim of this Policy is to establish the procedures for the Dialogue and involvement of the generality of Shareholders, also in light of the recommendations set in the Corporate Governance Code, to which the Bank adheres, and the latest guidelines provided by national and international best practice, in compliance with the Bank’s internal rules on the management of inside information and the broadest provisions of current laws and regulations.

This procedure is aimed at the Bank’s Dialogue with current and prospective Shareholders, institutional investors as a whole, including bondholders, financial analysts of investment banks and stockbrokers, ratings agencies, proxy advisors and more generally all professionals operating on the financial markets (the so-called “Financial Community”).

## 2 GLOSSARY

Definitions	
<b>Bank</b>	illimity Bank S.p.A. with registered office in Milan, via Soperga 9, 20127.
<b>Confidential Information</b>	All information not classifiable as Inside Information that regards the Issuer and/or a subsidiary or a company in which the Issuer holds a stake, which is not in the public domain and which due to its subject matter or other characteristics has a confidential nature, acquired by the Recipients in performing their duties and/or functions.
<b>Dialogue</b>	The interaction that occurs between the Bank and the Shareholders and the Financial Community as a whole in order to improve understanding on specific financial and non-financial matters concerning the Bank’s activities and its strategy.
<b>Financial Community</b>	The set of current and prospective Shareholders, institutional investors, bondholders, financial analysts, ratings agencies, proxy advisors, companies providing professional services concerning the management of Shareholders’ Meetings and, more generally all parties which in various capacities operate on the financial market.
<b>Responsible Directors</b>	Directors who are responsible for representing the Bank in Dialogue with the Shareholders and for implementing this Policy. In illimity the Responsible Director is the Chief Executive Officer, as the person primarily responsible for the management of the Bank.
<b>Information of a precise nature</b>	Information of a “ <i>precise nature</i> ”, pursuant to and in accordance with article 7, paragraph 2 of the Market Abuse Regulation

	(MAR), which refers to a set of circumstances which exists or which may reasonably be expected to come into existence, or an event which has occurred or which may reasonably be expected to occur, and where that information is specific enough to enable a conclusion to be drawn as to the possible effect of that set of circumstances or event on the prices of the financial instruments or on the price of the related derivative financial instrument.
<b>Information which would be likely to have a significant effect on the prices of financial instruments or derivative financial instruments</b>	<i>“Information which, if it were made public, would be likely to have a significant effect on the prices of financial instruments or derivative financial instruments (...)”</i> shall mean information that a reasonable investor would be likely to use as part of the basis of his/her investment decisions.
<b>Inside Information</b>	Information of a precise nature, which has not been made public, relating, directly or indirectly, to the Issuer or its financial instruments, and which, if it were made public, would be likely to have a significant effect on the prices of those financial instruments or on the price of related derivative financial instruments.
<b>Investors</b>	The current and potential Shareholders of illimity S.p.A., other holders of financial instruments issued by the Bank, including bonds, as well as other parties that have an interest in shares, other financial instruments and the rights deriving from shares in the stock capital of illimity Bank S.p.A. on their own behalf or on behalf of third parties, such as for example brokers, asset managers and institutional investors.
<b>Organisational Structures (or Structures)</b>	The types of organisational structure of which illimity's Organisation Chart is composed in which the detailed responsibilities are assigned as described in the “Organisational Structure Regulation”.
<b>Policy</b>	The procedure for managing Dialogue with the generality of Shareholders and the Financial Community in general. The Policy defines the interlocutors, channels, procedures, subjects of communication, controls for ensuring proper disclosure and the procedures for approval, supervision and revision of the Policy.
<b>Proxy Advisors</b>	Those who analyse, on a professional and commercial basis, the information disseminated by the Bank and, where appropriate, other information concerning the Bank with a view to informing institutional investors in relation to voting decisions by providing research, advice or recommendations related to the exercise of voting rights.
<b>Shareholders</b>	The holders of shares issued by illimity Bank S.p.A.

### 3 INTERACTION WITH THE FINANCIAL COMMUNITY

#### 3.1 PARTIES INVOLVED IN THE APPROVAL AND IMPLEMENTATION OF THE POLICY FOR DIALOGUE WITH THE GENERALITY OF SHAREHOLDERS

The following parties are involved in approving and implementing this Policy, each for its own area of competence and with the powers established by the Policy:

- **Board of Directors;**
- **Responsible Directors;**
- **IR & Strategic Planning Department;**
- **Other parties in the Bank involved in the Dialogue.**

##### 3.1.1 Board of Directors

As part of the interaction between the Bank and its Shareholders as well as the market in general, the Board of Directors:

- Approves the Policy for Dialogue with the generality of Shareholders and any subsequent amendments, on the proposal of the Chairman and in agreement with the Chief Executive Officer;
- Appoints the Responsible Director, on the proposal of the Chairman;
- Monitors the implementation of this Policy, also by way of the periodic disclosure provided by the Responsible Director with reference to the interaction with the Shareholders and the market in general;
- Ensures that the corporate structures involved in the Dialogue have adequate resources and means for fostering, organising and managing interaction with the Shareholders and the Financial Community;
- Appoints the Head of Investor Relations.

##### 3.1.2 Responsible Directors

As the person primarily in charge of managing the Bank, the Chief Executive Officer is the person indicated by the Board of Directors as “Responsible Director” pursuant to this Policy and is authorised to communicate with the generality of Shareholders and the Financial Community in the Bank’s interest.

With the support of the IR Department and the CFO & Central Functions (hereinafter also “**CFO**”), the Responsible Director:

- Determines the communication strategy for significant matters (as stated below in this Policy) addressed to generality of Shareholders, in agreement with the Board of Directors;
- Is in charge of the Dialogue with the generality of Shareholders and the Financial Community;
- Supervises the drafting of press releases;
- Directs market presentations concerning periodic reporting or events such as Investor Day;
- Reports the results of the Dialogue with the Financial Community to the Board of Directors on at least a six-monthly basis and/or with the timing required by the Board of Directors, in particular for discussions of special importance.

### **3.1.3 IR & Strategic Planning Department**

This Policy identifies the IR & Strategic Planning Department (hereinafter also “**IR Department**”) as the primary Contact point between the Bank and the Financial Community.

The IR Department operates under the responsibility and coordination of the Responsible Director and supports him/her in the effective management of the Dialogue. In particular, as regards to the interaction with Shareholders and the Financial Community, the IR Department performs the following functions:

- It is responsible for ongoing interaction with institutional investors and the Financial Community in general and in charge of managing specific parts of the Dialogue;
- It is the primary Contact point for all Dialogue requests coming from the generality of Shareholders, institutional and retail investors, financial analysts, ratings/scoring agencies, bondholders and the Financial Community in general;
- It processes requests from Shareholders and the Financial Community, in accordance with the rules established by the Policy;
- It assists the Responsible Director, the Chairman and the Board of Directors in managing the Dialogue with the Shareholders, the Financial Community and other key stakeholders relevant to the matters included in this Policy;
- It refers requests for Dialogue to the CFO and the Responsible Director;
- It assists the Responsible Director in establishing the most suitable means, timing, format and channel for carrying out the Dialogue from time to time;
- When appropriate, it involves in the Dialogue the CFO, members of management and other corporate structures when the subjects to be discussed are within their competence;
- When appropriate and by the means stated in this Policy, it involves in the Dialogue individual members of the Board of Directors;
- When appropriate, for requests and discussions that regard corporate governance and/or specific ESG (Environmental, Social and Governance) issues, it involves in the Dialogue the Chairman of the Board of Directors, the Responsible Director, the Head of the Communication & Stakeholder Engagement Department and General Counsel;
- It assists the Responsible Director in reporting to the Board of Directors on the outcome of the Dialogue, comments and opinions expressed by the generality of Shareholders and the Financial Community on the matters discussed during the interaction and to interaction activities planned for the future.

### **3.1.4 Other parties in the Bank involved in the Dialogue**

During meetings and interaction with the generality of Shareholders and the Financial Community on the matters and procedures described below, the IR Department may be accompanied by the CFO and may also involve other members of the Bank’s management who are competent on the subjects of the Dialogue.

This Policy also requires that at Shareholders’ Meeting, the General Counsel Department acts, in collaboration with the IR Department, as Contact points for the Shareholders (be they institutional or retail investors), proxy advisors and companies providing professional services concerning the management of Shareholders’ Meetings.

## **3.2 MEANS AND CHANNELS OF DIALOGUE**

illimity communicates with the Financial Community on a constant, regular and transparent basis using a variety of channels and other tools:

- **Website**

The corporate website [www.illimity.com](http://www.illimity.com) is the main communication channel for all important information regarding the Bank, which are made available promptly and in accordance with the principles of clarity, truthfulness, accuracy, completeness and symmetry in dissemination of the information.

The information and documentation on the website are usually available in both Italian and English.

The “Investor Relations” section of the website contains information of an economic and financial nature, such as the Strategic Plan, annual financial statements, half-yearly and quarterly reports, presentations to the Financial Community, bond issues, press releases and information on the Company’s share performance, which is useful for Shareholders to evaluate their investment decisions. Other documents of interest for the Financial Community are also published, such as corporate policies, the share capital structure and all the documentation related to Shareholders’ Meetings.

In addition, the “Governance” section of the website provides corporate information such as the composition of corporate bodies (including the *curricula vitae* of their members, as well as information regarding what is considered to be the optimum qualitative and quantitative composition for the Board of Directors as required by laws and regulations applicable to the Bank), the Company’s Bylaws and the Rules of Shareholders’ Meetings.

The “Sustainability” section contains documents and information of a non-financial nature such as the Non-Financial Statement (Sustainability Report), the pillars of the Bank’s sustainability strategy and the key indicators attesting the Bank’s commitment to ESG matters.

- **Press releases**

The press releases prepared by the Bank relate to the more important events concerning the Bank and the Group as a whole and aim at updating Shareholders and the Financial Community on a timely basis. The dissemination of these documents is carried out in compliance with applicable primary and regulatory legislation on significant communications and market abuse. All press releases are made public via the “1INFO” SDIR and/or 1MARKET circuits, for the sharing of inside information and commercial non-price sensitive releases respectively. Once disseminated via these circuits, press releases are promptly published to the media and on the Bank’s website, under the Investor Relations and Newsroom sections, in agreement with the Communication & Stakeholder Engagement Department.

- **Conference calls/webcasts**

The Bank encourages Dialogue events with the Financial Community through the use of conference calls and webcasts following the publication of press releases on periodic results or price sensitive events, such as the approval of the Strategic Plan and/or important strategic initiatives, including corporate operations. These communications are usually accompanied by a presentation that is sent in advance by email, in agreement with the General Counsel’s office, to the Supervisory Authorities and to the Italian Stock Exchange (Borsa Italiana), filed with the centralised storage system managed by “1INFO” and made available on the Bank’s website before the event.

- **Roadshows, investor conferences**

The Bank takes part in meetings with institutional investors through roadshows organised by the IR Department either directly or through financial intermediaries such as investment banks and stockbrokers. It also takes part in dedicated conferences (conferences specific by sector, country, type of investor or financial instrument) intended for institutional investors and promoted by financial intermediaries (including Borsa Italiana), investment banks and stockbrokers.

The material used during roadshows and conferences contains information already disclosed to the market when the Company’s results are published or at important events for the Company.

- **Specific events**

The Bank organises occasions for Dialogue corresponding with specific events such as *Capital Markets Days*, at which management explains updates to the Bank's Strategic Plan to Shareholders as a whole and the Financial Community, and/or other events or circumstances that may have an important strategic, economic and financial impact that is relevant to Shareholders for their investment decisions or the informed exercising of their voting rights.

In these cases, in order to ensure informational symmetry, the event can be viewed live via the Bank's website. These communications, too, are usually accompanied by a presentation that is sent in advance by email to Consob and the Bank of Italy in agreement with the General Counsel Department, filed with the centralise storage system (SDIR / Storage) managed by "1INFO" and made available on the Bank's website before the event.

- **Meetings at the request of the Bank, the Shareholder or the Financial Community**

The Bank can hold Dialogue with Shareholders and the Financial Community by way of a series of dedicated meetings, using the means discussed in this Policy. These meetings may be arranged on a one-to-one basis or held with groups of investors and may technically take place by way of direct telephonic communication or meetings in person at the offices of the Bank or interlocutor, or else take the form of contact exclusively by email.

Key events also include meetings for discussion with the Chairman of the Board of Directors, the Chairman of the Nominations Committee and/or the Chief Executive Officer and leading Shareholders on the renewal of the corporate bodies (either by co-optation and or through appointment by the Shareholders' Meeting), in accordance with best market practice and in compliance with applicable laws and regulations.

The Bank may assess the possibility of collective Dialogue with the Financial Community where appropriate. This may occur in the case of matters of public interest, important corporate events, where the risks identified may undermine the Bank's activity or when the Bank believes that collective Dialogue represents the most efficient means of fostering improvements regarding ESG issues. These events may take the form of live conference calls and discussions involving all parties of the group with which the collective Dialogue is being held.

- **Shareholders' Meetings**

Shareholders' Meetings, in particular the annual Meeting held to approve the financial statements, represent one of the main moments of Dialogue with Shareholders and the market in general. When publishing the notices of call, the Bank sets itself the aim of the utmost timeliness, transparency and clarity of the documentation made available to Shareholders and the market to describe the proposed resolutions to be submitted to the Shareholders' Meeting. In particular, the Bank aims to ensure that Shareholders have suitable time – exceeding the minima set by law for the publication of the documents – to carry out an analysis of the proposed resolutions and understand the relative reasoning. The Bank makes itself available, possibly by way of Proxy Advisors or specific consultants, to provide explanations on the proposals to the Shareholders involved, in compliance with applicable laws and regulations.

At the Shareholders' Meeting, the Chairman of the Board of Directors, the Chief Executive Officer and the CFO explain the agenda to the Shareholders attending. Discussion at the meeting is preceded by the publication, within the established legal time period, of the documents and reports supporting the matters to be discussed. Shareholders with voting rights may raise questions at the meeting or beforehand in writing, in accordance with the time periods prescribed by law. The Bank undertakes to provide a reply within the prescribed timescale.

Depending on the interlocutor and the event, the Responsible Director, in agreement with the IR Department, the CFO and General Counsel, establishes the most appropriate channel of communication, taking into account the legislative and regulatory restrictions applicable from time to time.

### **3.3 MEANS OF CARRYING OUT DIALOGUE**

With a view to constant and ongoing interaction with the generality of Shareholders and the Financial Community, the Dialogue with the Bank may be initiated by the latter or by the Bank itself.

In all cases the Dialogue process and the means by which it is managed are based upon the principles of reliability, timeliness, completeness, transparency, equality of treatment among investors and symmetry in the dissemination of the information.

#### **3.3.1 Initiation of Dialogue on the Initiative of generality of Shareholders and the Financial Community**

The IR Department arranges for regular and constant interaction with the Financial Community and, under the responsibility of the Responsible Director, acts as the primary Contact point for managing the Dialogue requests and initiatives coming from the generality of Shareholders, investors and the Financial Community as a whole.

The Policy entrusts the IR Department with the autonomous management of specific parts of the Dialogue, such as, by way of mere example and not limited to, requests for explanations about certain aspects of the periodic results, requests for initial meetings by new investors and analysts and discussions on forecasts and other matters.

If, despite or following interaction with the IR Department, an institutional investor believes that further discussions would be useful, it is the responsibility of the IR Department to obtain the request for additional Dialogue and inform the Head of Relations and the CFO about this on a timely basis.

Given the importance illimity places on constant, open and transparent Dialogue with investors and the Financial Community in general, the basic principle underlying the way in which interaction is managed is the Bank's availability to collect and satisfy the requests for Dialogue on a timely basis.

With this premise, on receiving a request for Dialogue, after assessing the importance of the matter raised for Dialogue and the type of investor, and after taking into consideration the information already provided by the Bank by way of the means and channels established previously in this Policy, the Responsible Director, in agreement with the IR Department and the CFO and with their support:

- Decides whether to proceed with the request;
- Identifies the most appropriate means for carrying out Dialogue, selecting personal or virtual meetings or conference calls. The Dialogue can also be held by email, with replies, explanations and statements being provided in this way;
- Establishes how long the Dialogue will last, also in relation to the subjects to be discussed;
- When appropriate, identifies other members of management to be involved in the Dialogue on the basis of the topics to be discussed, first and foremost the CFO;
- Decides whether it is appropriate to involve the Chairman of the Board of Directors and the individual Board members in the Dialogue, including independent directors, on the basis of the specific duties entrusted to them by the Board of Directors, considering also their membership the various internal Board Committees;
- Promptly informs the Board of Directors of any significant elements or points of attention that emerge from the Dialogue with the Shareholders.

In his capacity as Responsible Director, the Chief Executive Officer informs the Board of Directors about any decision not to follow up any requests for Dialogue arriving from the Financial Community and, depending on the importance of the matter to be discussed in the Dialogue, assesses whether it is opportune to also involve the Board of Directors in the decision.

### **3.3.2 Activation of Dialogue on the Bank's initiative**

The Bank may activate Dialogue with the generality of Shareholders and the Financial Community on its own initiative, for example in the case of institutional roadshows following the presentation of periodic results, Capital Markets Days/Investor Days or specific events organised to share particular information of interest to the Financial Community in general.

The IR Department, in agreement with the Responsible Director and the CFO, decides the most suitable means of contact with the Shareholders as a whole and the Financial Community, specifying the purpose of the requested meeting. In these circumstances the IR Department also avails itself of the support of intermediaries such as investment banks and stockbrokers whose role is to contact investors on the Bank's behalf, in this way providing the IR Department with the possibility of making contact with the specific investor in question.

The issues discussed during the above-mentioned meetings contain information already disclosed to the market on the publication of results or at specific events for the Bank.

### **3.3.3 SHAREHOLDERS' MEETINGS**

Dialogue with Shareholders at Shareholders' Meetings is managed jointly and coordinated by the IR and General Counsel Department. These Departments act as the primary Contact point with the institutional and retail Shareholders for information requests concerning the subjects for which resolutions are proposed, the way in which voting will take place and the supporting documentation for the Shareholders' Meeting. The Departments are also involved in collecting the requests for engagement received by the proxy advisors and dealing with relations with consultants on matters concerning governance and the management of Shareholders' Meetings.

### **3.3.4 Requests for Dialogue addressed to the Board of Directors or individual directors**

This Policy sets out specific ways in which the requests for Dialogue made by Shareholders as a whole are dealt with when they are addressed to the Board of Directors, the Board committees or individual Board members, including independent directors. Investors promoting this Dialogue must:

- Formulate the request for Dialogue in writing, stating the specific matters they would like to discuss;
- State the reasons for which the involvement is requested of a member of the Board of Directors or the board as a whole in the Dialogue;
- State the means by which they intend to carry out the Dialogue;
- Specify the participants for the Dialogue and their relative positions in the organisation.

Shareholders or investors may also activate the Dialogue indirectly through investment banks or brokers of which they are clients; these are required to follow the same procedure.

On receiving the request, the IR Department promptly informs the Responsible Director, the CFO, the General Counsel Department and the Secretary to the Board. These latter parties promptly advise the Chairman of the Board of Directors about the received request for Dialogue.

The Responsible Director and the Chairman of the Board of Directors decide whether to follow up the request and if so, the most appropriate means of carrying out the Dialogue, taking into consideration, amongst other things, matters such as the reason underlying the request, the size and importance of the investor, any conflicts of interest and the outcome of any previous interaction between the investor and the IR Department, the CFO and the Bank's Chief Executive Officer.

If a director is contacted directly by a Shareholder or by a member of the Financial Community, he/she must send that request promptly to the IR Department, avoiding autonomous engagement in Dialogue. Such request will be dealt with in accordance with this Policy in order to provide timely feedback to the requests for Dialogue received, even if the decision is taken not to follow up the request.

The Board of Directors is regularly informed of the requests made by investors.

### 3.4 SUBJECTS FOR DIALOGUE

The main subjects raised for discussion as part of the Dialogue and discussions with the Financial Community, and the generality of Shareholders and stakeholders, regard issues related to the following areas:

- The Long-term Strategic Plan;
- Financial and non-financial results;
- Analysts' forecasts;
- Social and environmental impact and more general issues concerning sustainability and ESG matters;
- Corporate governance;
- Candidates, appointments and remuneration policies;
- Proposed resolutions on matters for which the Shareholders' Meetings has competence;
- Capital structure and trends in the share price;
- Outstanding bonds and plans for future issues;
- Ratings received;
- Significant transactions;
- Risk management;
- The internal control system.

### 3.5 CONTROLS TO ENSURE CONFIDENTIALITY AND EQUAL TREATMENT OF SHAREHOLDERS IN DISCLOSING INFORMATION

The Responsible Director is responsible for ensuring that all the information provided to the Shareholders during the Dialogue is consistent with the Bank's policies on the management of corporate information and complies with disclosure laws and regulations and the general requirement for confidentiality.

As far as regards the means of communicating inside information, in order to ensure equality of treatment among all the market players and timeliness of disclosure, in case of events for which the communication of sensitive data is envisaged (such as for example the approval of periodic results, of business plans, of extraordinary transactions, etc.), the IR Department:

- In agreement with the General Council Department, sends via e-mail the relevant documentation to the Supervisory Authorities (the Bank of Italy, Consob and Borsa Italiana) in advance, on the basis of the applicable primary and regulatory legislation in force at the time;
- Informs the market on a timely basis through the dissemination of a press release via the '1INFO/SDIR' circuit;
- Assists in the publication of the material for the event on the Bank's website before the start of that event. The published material also remains at the disposal of the Shareholders and the Financial Community after the meeting/event.

The Bank reserves the right to identify specific cases that justify the possibility of providing inside information to its Shareholders. In accordance with the guidelines of the Supervisory Authorities, in compliance with laws and regulations in force at the time, the controlling Shareholder or significant Shareholders may selectively receive inside information not only in the cases prescribed by law but also, in compliance with the legislation in force on market abuse, when the information is supported by a relationship that motivates its disclosure. The recipient is required to maintain the confidentiality of the information received.

In order to protect the confidentiality of such information, the Bank and all the companies belonging to the illimity Group have an IT platform available that is equipped with the best cybersecurity systems for sharing information and documents with the corporate bodies, also those covered by confidentiality, as support for the discussions and resolutions of the Board of Directors and the relative board committees and, in general, for all the times that it is considered suitable to share information, data and documents.

#### **4 APPROVAL, SUPERVISION AND REVISION OF THE POLICY**

This Policy is approved by the Board of Directors on the proposal of the Chairman of the Board of Directors and in agreement with the Chief Executive Officer.

In drafting this Policy, the Chairman of the Board of Directors and the Chief Executive Officer are supported by the competent corporate functions represented by the CFO and the IR, General Counsel, Compliance & AML and Human Resources & Organization Departments.

The Board of Directors established the guidelines of the Dialogue and verifies the adequacy of this Policy on an annual basis or, when there are significant changes in the reference laws and regulations or the Bank's organisational structure, to ensure that it is up to date for any developments in laws and regulations applicable from time to time, for good applications practice as found on the domestic and international financial markets and for the evolution of the Bank's structure. In reviewing adequacy, the Board of Directors monitors and checks the effectiveness of this Policy to ensure that it guarantees a suitable level of Dialogue with the Financial Community. The result of this assessment is reported in the annual report on corporate governance, which if considered appropriate may also contain the additional initiatives taken by the Bank to meet the expectations of the Financial Community.

The Chairman ensures that the Board of Directors, with the support of the Responsible Director and, in particular, the IR Department, is suitably informed about the development and significant contents of the Dialogue that has taken place with the Financial Community and also ensures that such information is provided to the Board of Directors at the first available meeting and at least on an annual basis. It is in any case the Chairman's duty to determine the timeliness of the information, taking into account the Bank's interest in the subject discussed and the importance and urgency of the matter for the Financial Community. In agreement with the Head of Relations, the Chairman assesses whether it is the case that, in addition to the members of management – who usually participate at Board meetings – member of management competent on the subject should also participate at Board of Directors meetings in order to provide any further details that may be required.

In order to ensure that all recipients are aware of the principles, the guidelines and the procedures adopted, the Policy currently in force (or an extract thereof) is published on the Bank's website under the section "Governance", subsection "Corporate Policies".

## 5 ANNEXES

### 5.1 ANNEX 1: RELATED LEGISLATION AND REGULATIONS

#### EXTERNAL RELATED LEGISLATION

Directive (EU) 2017/828 of the European Parliament and of the Council of 17 May 2017
Legislative Decree no. 58/1998 as amended (“TUF”)
Corporate Governance Code of Listed Companies
Circular no. 285 of 17 December 2013 as amended
Assonime Circular no. 23 of 19 July 2021: Principles for Listed Companies’ Dialogue with Investors

#### INTERNAL RELATED REGULATIONS

The Bank’s Bylaws
Financial Reporting Officer’s Model
Procedure for Managing Inside Information
Investor Relations Policy