



Group directive on discriminatory and abusive behaviour, bullying and harassment

Updated version – May 2023



MEDIOBANCA



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1. Introduction

The Mediobanca Group (the “Group”), as stated in the Group Human Resource Management and Group Sustainability Policies currently in force, guarantees equal opportunities for all of its staff and human resources regardless of the employment arrangements by which they are linked to the Bank (i.e. apprentices, interns, collaborators, staff employed on a contract basis, etc.), and also for candidates aspiring to professional positions.

Our staff members are our **human capital** and the indispensable foundation of the Group’s **competitiveness**. For this reason the Mediobanca Group’s Human Resource Management Policy is based on a series of **non-negotiable general principles contained in it**.

Protection of workers’ health and psychological and physical well-being at all levels is also achieved by adopting specific **prevention and protection programmes**, ensuring that all levels of the company take responsibility for this area.

This Directive has been disclosed and made available and accessible to all Group staff members through the company intranet, both in English and Italian. It has also been published on the Mediobanca Group official website.

Group staff receive specific training on the issues covered in the Directive.

1.1 Reference Regulations

1.1.1 Internal regulations

This Directive is related to the following documents published by the Group:

- Code of Ethics;
- Code of Conduct;
- Disciplinary Code;
- Mediobanca Group Diversity Equity and Inclusion Code;
- Organizational, Management and Control Model instituted pursuant to Italian Legislative Decree 231/01;
- Group Whistleblowing Policy;
- Group Sustainability Policy;

- Group Human Resource Management Policy;
- Group Directive on Compliance Breaches.

1.2 Scope of applications and recipients

- This document applies to all the Group's members of staff¹ employed on permanent or non-permanent contracts, full time or part time, on apprenticeships, on a contract or staff leasing basis, interns and consultants (jointly, the "Workers").
- All Workers are bound to act in observance of the directive's provisions, and accordingly to refrain from discriminatory and/or abusive behaviour, acts of bullying, harassment, violence, unwanted attention or stalking.
- The obligations instituted by this Directive apply to all behaviours engaged in both internally and externally to the Group by workers, regardless of their gender or number of years' service. Accordingly, this Directive applies not only on the Group's premises, but also elsewhere, including (but not limited to), clients' offices, at events or locations travelled to for work. The Directive also applies in all work-related scenarios, including travel, meetings, events and social occasions linked to the Group and its business, whether such events are held in person or remotely/online, and outside of the working environment, in cases where both the persons involved in the discriminatory and/or abusive behaviour, acts of bullying, harassment, violence, unwanted attention or stalking qualify as Workers.
- The provisions of point ii) above apply not just to the behaviour adopted vis-à-vis other Workers, but also with respect to candidates for positions in the Group, visitors, clients and suppliers.

The recipient of this Directive is Mediobanca and the other Group Legal Entities.

1. Other contractual arrangements permitted by the regulations in force than permanent employment contracts (e.g. co-operation agreements or agency contracts) are treated as equivalent for purposes of this Directive. The Italian Group Legal Entities are required to adopt this Directive. The non-Italian Group Legal Entities must at least ensure that the principles described in this document are contained in their respective internal regulations.

2. Directive on abuse, bullying and harassment

2.1 General principles

2.1.1 Discriminatory behaviour

The Group guarantees that all persons covered by this Directive's scope of application are treated without distinction, exclusion, restriction or preference, whether direct or indirect, based on:

- Age, gender, sexual orientation, civil status, religion, language, racial, ethnic or national origins, physical or mental disabilities, pregnancy, parenthood (including adoption), personal convictions, political opinions, trade union affiliation or activity, and, without prejudice to the foregoing, any other category protected by law in the relevant local jurisdiction,

with regard to:

- Access to work, assignation of duties and qualifications, transfers, disciplinary proceedings, promotion and professional training, including professional and career progression, working conditions including pay, complementary pension provisions and benefits.

2.1.2 Abusive behaviour, bullying and mobbing

The Group believes that any form of systematic or deliberate conduct on the part of a line manager or colleague towards other persons operating in the same working environment, consisting of hostile behaviour, abuse of power or psychological persecution, which can lead to the moral humiliation and/or exclusion of the person concerned, with damaging effects on their physical and psychological well-being and that of their personality as a whole, is gravely reprehensible.

This is aimed in particular at behaviour engaged on a continuous basis with the intention to harass.

2.1.3 Violence, harassment and stalking

The Group believes that the exercise, in the workplace, of any form of harassment, in the sense of any form of unsolicited behaviour, expressed in physical, spoken or unspoken form, engaged in with the purpose or the effect, in its own right or on account of its persistence, of violating the dignity and civil liberties of an employee and creating a climate which is intimidatory, hostile, degrading, humiliating or offensive, is gravely reprehensible.

The existence of a friendship or any other form of personal relationship between those involved in

2.2 Recruitment and career progression

As stated in the Mediobanca Group Human Resource Management Policy currently in force, to which reference is made, every announcement of possible selection processes is an encouragement to all individuals in possession of adequate qualifications and/or professional experience requested to apply. The same principle underpins assessments that take place with respect to opportunities arising within each individual Group company (transfers between organizational units) or the Group as a whole (intra-Group transfers).

- The criteria and procedures for selection are established in order to ensure that the candidates are assessed objectively on the basis of their merits, experience and abilities.
- All promotions, pay adjustments, assignation of any bonuses or any other type of organizational, training and operational action that impacts on individuals are related exclusively to the duties performed, the role covered and the objectives set and delivered.
- Where possible and appropriate, specific training and support will be provided to ensure equal opportunities within the Group, and to prevent behaviour featuring forms or acts of bullying or harassment from occurring.
- Special requests regarding the observance of religious rites (e.g. holidays and ceremonies) or cultural practices (e.g. wearing traditional dress) will be considered and treated on the basis of the provisions of the law currently in force.
- The Group will devote particular attention to supporting workers with specific family requirements.

2.3 Internal reporting procedure

- Any Worker who considers themselves to have been the object of discriminatory and/or abusive behaviour, acts of bullying, harassment, violence, unwanted attention or stalking is expressly encouraged to contact the relevant Human Resources department (Head of HR - HR business partner) on a confidential basis, if possible in writing to ensure the case is documented, and/or in the form of a meeting, providing details of the incident, any supporting material to demonstrate the incidents they are reporting, and any witnesses Human Resources will formalize the outcome of the meeting in the form of a memo to be agreed with the Worker who made the report, which they will sign and which will be kept in the company records.
- If the incident should involve Human Resources, the report should be made on the terms described above but addressed to the Group General Manager.
- Such reports may also be made anonymously, but will result in limits on the possibility of carrying out indepth enquiries into the incident.
- Each individual case will be treated with the utmost confidentiality, and every report made in good faith shall in no way affect subsequent career progression.
- Once the necessary enquiries have been made, the Human Resources department, if possible having sought the Group Audit and/or Compliance units' opinions, may take the operational and organizational measures it considers necessary, including those provided for under the disciplinary code (which are incremental and may ultimately lead to dismissal and to criminal charges being made if appropriate)

with respect to situations considered to be actual instances of discrimination, in accordance with the relevant procedures, and to be an active party, where permitted under the national regulations in force, in reporting the incidents to the relevant authorities.

- All certified reports must be notified to the General Manager's office, and the most serious cases to Group HR and the General Manager of Mediobanca S.p.A. Cases with criminal law implications must also be reported to the Statutory Audit Committee.
- The heads of units and offices are responsible for preventing any acts of discrimination, abuse, bullying, harassment, violence, unwanted attention or stalking in the workplace. Any person who witnesses acts of discrimination, abuse, bullying, harassment, violence, unwanted attention or stalking must show solidarity to the victim and serve as a witness if necessary. To this end, co-operation with the relevant units will be taken into consideration in the course of the company's performance assessment process.

The provisions of the Group Whistle-Blowing Policy in force continue to apply.





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All photos and other images are of Mediobanca offices and buildings