



Ethical and Responsible Philanthropy Policy
Public



ETHICAL AND RESPONSIBLE PHILANTHROPY POLICY

February 15, 2024

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1. Objective

The Ethical and Responsible Philanthropy Policy (hereinafter "Policy") implemented by OverIT S.p.A. and the companies subject to its direction and control (also "OverIT", "Company" or "Company") is intended to extend and enhance the initiatives the Company undertakes to express its commitment to those in need.

The Policy is formulated in compliance with the principles of integrity and transparency set forth in the Code of Ethics adopted by OverIT, the objectives outlined in the formal documents related to it, as well as the core principles of the UN Global Compact and the Sustainable Development Goals (SDGs) of the 2030 Agenda. Furthermore, the Policy reflects the corporate values that inspire OverIT's decisions and actions: Trust, Customer Success, Excellence e Simplicity.

This Policy states OverIT's commitment to generating a meaningful impact on society by using company resources and innovative technologies, in partnership with social entities and Organizations operating in humanitarian emergency settings.

The meaning of the word "Philanthropy", as used herein, indicates the provision of products, technologies, expertise, or financial support to public interest causes, while acknowledging that such activities may indirectly contribute to OverIT's reputation or to the image of its brand/product. Philanthropy is also distinct from sponsorship, which is intended to make the Company, its brand or product known on a larger scale.

2. Recipients

The recipients of this Policy are the corporate bodies, employees, and anyone who collaborates howsoever with OverIT S.p.A and the companies subject to its direction and control. The Company's main internal and external stakeholders, such as its employees, the territory and community, Non-Governmental Organizations (NGOs), schools, universities, and industry associations, are all taken into consideration in the development and application of this Policy.

3. Context

Humanitarian crises, caused by natural disasters and/or geopolitical factors, are becoming increasingly complex and protracted, and the number of people in need of humanitarian assistance is rising dramatically. New emerging technologies, technological platforms, Geographic Information System (GIS), and mobile applications can promote a whole new approach to humanitarian operations, streamlining prompt responses while also magnifying their impact.

4. OverIT's Commitment

OverIT is committed to supporting locally active Organizations through internal promotion of skill-based corporate volunteering. Our Company firmly believes that skill-based volunteering, along with specialized

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knowledge, professional experience, and the training of in-house talents, is the most effective approach to support NGOs and social players in fulfilling their mission. To this end, OverIT commits to cooperate with institutions and local governments wherever it be feasible.

OverIT is a leader in the management of mission-critical operations on linear assets. Drawing on decades of experience in the for-profit world, the solutions offered for the non-profit scenario will primarily address the need of streamlining humanitarian emergency logistics operations, where effective and well-timed interventions are of paramount importance.

5. Principles

1. We only support NGOs and non-profit entities that adhere to our Code of Ethics.
2. We do not support entities whose primary purpose is to promote religious exclusivism or political affiliation.
3. We make sure that there are no conflicts of interest in the selection of partners and projects to be implemented.
4. We carefully select those projects that will benefit in a measurable positive impact as a result of our intervention.
5. We are most respectful of the projects, strategic decisions, and expertise of the entities we collaborate with.
6. We demand utter transparency about the use of donated products, expertise, and funding.
7. We encourage our collaborators to support our philanthropic initiatives.

6. OverIT Philanthropy Steering Committee

The screening and selection of philanthropy actions oversees the OverIT Philanthropy Steering Committee (also "Committee"). The Committee is chaired by the Chief Philanthropy Officer and includes the Chief Executive Officer, Chief Operating Officer, Chief People Officer, SVP Product Manager, and the Sustainability Manager. This body unanimously selects partnerships and projects based on the following criteria:

- appropriateness of the proposals in relation to OverIT's technical capacity;
- implementation timeframe required;
- measurability of impact.

Selected projects shall be implemented through the activation of paid corporate volunteering. Dedicated regulations shall govern time banking management logics and the coordination of resources to be allocated to each project.

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The Chief Philanthropy Officer oversees the monitoring of selected projects and provides regular updates on the progress of activities to the members of the Committee and the Board of Directors (also "Board of Directors").

Anyone who becomes aware of violations (whether alleged or ascertained) to this Policy or to the Company's internal regulatory system (e.g., OMC Framework and Code of Ethics) is required to promptly report them through the following channels:

- “Whistleblowing” platform available at <https://overit.whistleblowing.it/>;
- e-mail contact omc_supervisorybody@overit.ai;
- omc_boardofdirectors@overit.ai in the event the report addresses the Supervisory Board as a whole;
- external channel made available by the Italian National Anticorruption Authority (ANAC).

7. Disclosure and communication

Communication, both internal and external, regarding OverIT's philanthropy activities is intended to raise awareness of the Partner Organizations' commitment and to highlight the impact and social value of the actions undertaken. All communications must be respectful of the dignity and integrity of all parties involved.

8. Conclusion and References

This Policy falls within the framework of provisions set forth in the OMC Framework and OverIT's Integrated Management System, which are outlined below.

Reference	Description
Code of Ethics	Comprehensive collection of principles and guidelines that define the values, conduct standards and moral expectations that guide activities and relationships within OverIT and drafted in accordance with the provisions of the Italian Legislative Decree 231/2001.
Integrated Management System Manual	Central guidance and support of OverIT's entire Integrated Management System for Quality, Environment, Social Responsibility and Equal Opportunity, and all related documents.
Partner Relations Procedure	Document detailing the steps required to seek out, select, and manage freelancers, legal entities, or companies that partner with OverIT by signing up for the OverIT Partner Program. The selection of partners as conducted by the OverIT Philanthropy Steering Committee shall adhere to the compliance review process outlined in this Procedure.

Furthermore, this Procedure complies with the contents of the following relevant legislation.

Reference	Description
Codice del Terzo Settore (Italian Third Sector Code)	Legislative Decree July 3, 2017, n.117 and subsequent amendments and integrations.

Italian Legislative Decree 231/2001	Rules and regulations governing the administrative liability of legal persons, companies, and associations, including those without legal status, pursuant to the Italian Legislative Decree 231 of 2001.
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9. Approval and updates

This Policy is deemed approved by the Board of Directors. Members of the OverIT Philanthropy Steering Committee are responsible for updating the document whenever appropriate and for communicating such updates to the Board of Directors for approval.

Document approval details

	Role	Name	Signature
Written by:	Chief Philanthropy Officer	Monica Simeone	<i>Signatures have been executed in the Italian version of this Policy.</i>
	Sustainability Manager	Alessandra Piai	
Verified by:	Chief People Officer	Matteo Pallaver	
	Chief Legal Officer	Aurora Grieco	
Approved by:	Chief Executive Officer	Pierpaolo Bergamo	

Review history

Version	Date	Major amendments
1.0	02/01/2024	First draft of the Ethical and Responsible Philanthropy Policy.