



**DISCIPLINARY POLICY
OF
A.S. ROMA S.P.A. (THE "COMPANY")**

In force from December 7, 2021



A.S. ROMA S.P.A. | Sede Legale Piazzale Dino Viola, 1 | 00128 Roma | Tel. +39 06 501911 | website: asroma.com

P.Iva 01180281006 | **Codice Fiscale e Registro delle Imprese di Roma** 03294210582 | **Capitale Sociale versato** Euro 93.942.205,19 i.v. | **REA** RM-303093

Società Soggetta ad attività di direzione e coordinamento da parte di NEEP Roma Holding S.p.A.

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1. Purpose

- 1.1. The purpose of this “*Disciplinary policy*” (the “**Policy**”) is to provide guidelines for dealing with Associates’ breaches to the employment obligations, illegitimate behavior and conduct and / or any further circumstance which may lead to the activation of a disciplinary procedure in compliance with the applicable laws and regulations and the provisions of the NCBA (as defined below).

2. Scope

- 2.1. This Policy applies to all the Associates (as defined below), regardless of where in world they work. Where an Employee’s conduct is not described in this Policy, the Associates’ conduct may still be subject to disciplinary action, up to and including termination. The Company’s Legal & Compliance Department and the Human Resources interpret this Policy.

3. Definitions

- 3.1. The following definitions apply:
 - “**Associate**” is an employee of the Company, regardless of where in world she/he works and regardless the relevant level (*i.e.* managers, employees, etc.);
 - “**NCBA**” is the “National Collective Bargaining Agreement” applicable to the Company’s employees.

4. Policy

- 4.1. The Company aims to help and encourage its Associates to achieve and maintain high standards of performance, conduct and behaviour, and to encourage improvement in these areas at all times. However, in the event of misconduct or illegitimate behaviour and in case of occurrence of any further circumstance which may result in a breach of the obligations of the Associates towards the Company, the latter may activate a disciplinary procedure against its Associates.
- 4.2. The Company expects supervisors and managers to make reasonable and timely efforts to give members of their teams informal notice of performance or behavior issues and to also provide an opportunity for the Associates to improve. However, depending on the nature or severity of the issue, the Company may determine that it is not appropriate to give an Associate only an informal communication / feedback and, therefore, the activation of a disciplinary procedure might be evaluated, in compliance with the applicable laws and regulations and with the provisions of the NCBA.
- 4.3. The activation of a disciplinary procedure will result in the delivery to the Associate of a written warning describing the breach and / or unlawful behaviour and / or serious misconduct. The Associate will be able to provide his / her justifications within the time

frame prescribed by the NCBA applicable to the employment relationship. The Associates can always request a meeting with the Company / Human Resources / Legal & Compliance Department to provide his / her justifications. During such meeting, the Associate can be assisted by a trade union representative. Following the delivery of the written / oral justifications the reasons grounding such justifications will be evaluated by the Company which will then decide the eventual appropriate disciplinary sanction which may be issued, in compliance with the applicable laws and regulations and with the provisions of the NCBA.

- 4.4. All matters discussed between the Associates, supervisor, Human Resource and/or Legal & Compliance Department in relation to a disciplinary matter will be kept strictly confidential.
- 4.5. For every disciplinary matter that is discussed, a record should be kept on the personnel file in compliance with the applicable laws and regulations and with the provisions of the NCBA.

5. **Breaches of the Policy**

- 5.1. Failure to comply with this Policy may result in disciplinary action and serious employment consequences, up to and including termination of employment or even criminal prosecution.

6. **Reporting obligations**

- 6.1. Associates who know of, or reasonably believe there is, or imminently will be, a violation of this Policy must report such information immediately to the Company's Legal & Compliance Department.
- 6.2. Associates will be protected from retaliation for reporting concerns in good faith. The Company does not tolerate any act of retaliation against Associates who report potential or actual violations of this Policy or of applicable law in good faith.

7. **Procedures and other related documentation**

- 7.1. This Policy should be read in conjunction with the following policies and procedures as well as with any other internal policy and procedure of the Company:
 - Organizational, management and control model pursuant to Legislative Decree no. 231/2001;
 - Code of Ethic;
 - Anti-bribery and Anti-corruption Policy;
 - Compliance with Laws Policy;
 - Employee Handbook;



- Whistleblowing and Reportable Events Policy.



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