

Abstract

# Anti-Corruption Management System of Leonardo S.p.a.

ISO 37001:2016 Certified



Compliance with the relevant laws, transparency, integrity, bona fide, trust and cooperation with stakeholders and zero tolerance towards corruption are the ethical principles followed by Leonardo - and which have inspired its model of conduct - in order to compete effectively and fairly in the market, improve customer satisfaction, maximise value for the benefit of its shareholders, develop the skills and promote the professional growth of its human resources.

Everyone who works in the name and on behalf of Leonardo or for its benefit is therefore committed, without distinction or exception, to observe and enforce these principles within his own function and responsibilities. The Company also requires that all the parties involved in any business dealing with Leonardo have to act in accordance with rules and methods inspired by the same values.

Leonardo's Anti-Corruption Management System has been defined according to the areas at risk of corruption to which the company is exposed, in order to prevent and fight against non-compliant conducts, in respect of the “zero tolerance” principle.

The Anti-Corruption Management System is a part of the broader compliance system set up with the Organizational, Management and Control Model, pursuant to Legislative Decree no. 231/2001, which provides information flows toward the administrative and control bodies.

In 2018 Leonardo S.p.a. was one of the top ten global players in the Aerospace, Defence and Security sector to obtain ISO 37001:2016 "Anti-bribery management systems" certification, the first international standard for anti-bribery management systems.

The Anti-Corruption System Certification is valid for three years and is submitted to an annual surveillance programme conducted by an external Certification Body. The Organisational Unit ("O.U.") Anti-Corruption, Ethics & Integrity, under the direction of the Chief Compliance Officer and with the valuable support of the O.U.'s involved in the areas of their respective competences, is responsible for updating and strengthening



Leonardo's Anti-Corruption System, also in light of the results of the relevant surveillance programme.

## KEY PLAYERS

Key players of the Anti-Corruption Management System of Leonardo S.p.a. are the following:

- Board of Directors;
- Top Management;
- Coordination and consultation body for the prevention of corruption;
- Surveillance Body;
- Reports Committee;
- Anti-Corruption, Ethics & Integrity Organisational Unit;
- Risk Management Organisational Unit;
- Group Internal Audit Organisational Unit;
- People & Organization Organisational Unit;
- Security Organisational Unit.

Moreover, the Chairman of the Board of Directors has the responsibility to oversee the execution of corporate governance rules related to integrity in corporate behaviours and fight to corruption. The Anti-Corruption, Ethics & Integrity O.U. functionally reports to the Chairman of the Board and has direct access to the Top Management and to the corporate bodies, through the Chief Compliance Officer.

## INTERNAL FRAMEWORK

- [Code of Ethics](#);
- [Anti-Corruption Code](#)
- [Organizational, Management and Control Model pursuant to Legislative Decree 231/2001](#);
- [Whistleblowing Management Guidelines](#) updated pursuant to Legislative Decree 24/2023;
- Guidelines, procedures and directives <sup>1</sup> relevant for the Anti-Corruption Management System.

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<sup>1</sup> Leonardo has adopted the “Management of Conflict of Interest” Directive, which defines the general principles for the assessment and management of existing and potential conflict of interest situations.



## **RISK ASSESSMENT ACTIVITIES**

Leonardo verifies the ongoing adequacy and effectiveness of the Anti-Corruption System, monitoring the areas exposed to corruption risk (so-called Anti-Corruption risk assessment).

With reference to the above-mentioned areas, the assessment of corruption risk in relation to business and support processes is carried out through the adoption of the Enterprise Risk Management (ERM) process and methodology, which provides for the identification, assessment and possible treatment of identified risks. The results of the risk assessment are used to develop, with the necessary support of the OUs involved in the areas of respective competence, tailored mitigation plans and to update Leonardo's Anti-Corruption Management System to address identified areas of risk.

The ERM activities are continuously carried out taking into account the identified risks, the result of mitigation actions, as well as the identification of emerging risks due to changes of the relevant internal or external factors for Leonardo. The results of the anti-corruption risk assessment activities enhance the continuous improvement of the Anti-Corruption System.

## **TRAINING**

Training is a core element for the mitigation of the Company exposure to corruption risks.

Training activities are differentiated by functions and risks to which employees are exposed and repeated periodically (on a one-year or three-year basis, in light of the risks faced by the employees according to their roles and responsibilities).

Moreover, Leonardo provides for awareness raising activities on all relevant third parties. The effectiveness of anti-corruption communications and training activities <sup>2</sup> is monitored, with the support of the relevant Organizational Units, through periodic verification of the trained personnel, as well as through a survey on the quality of the training received.

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<sup>2</sup> For more details, see also the Anti-Corruption Code, para. 10. "Staff Training and Diffusion of the Anti-Corruption Code".



## MONITORING, REVIEW AND CONTINUOUS IMPROVEMENT

The Anti-Corruption, Ethics & Integrity OU is in charge of carrying out the monitoring activities of the Anti-Corruption Management System. In particular, the monitoring activities concerns the functioning, the adequacy with respect to the risks and the effective implementation of the Anti-Corruption Management System, as well as changes in relevant regulations, company organisational structure and other relevant internal and external factors.

As part of the Annual Anti-Corruption Plan, drawn up by the Anti-Corruption, Ethics & Integrity OU, the details and timeframe of the monitoring activities are defined. Regulatory, organisational and training monitoring activities are carried out periodically, in order to collect, in a systematic manner, data and information useful for evaluating the effectiveness of the Anti-Corruption System.

**The Company undertakes to continuously improve the suitability, adequacy and effectiveness of the Anti-Corruption Management System.**

## WHISTLEBLOWING REPORT

As referred in the Whistleblowing Management Guidelines, Leonardo S.p.a. encourages anyone who becomes aware of violations (behaviors, acts or omissions) of laws or internal company protocols that are, even potentially, detrimental to the public interest or to the integrity of the Group, to file a whistleblowing report through the [Whistleblowing Platform](#)<sup>3</sup>, which is the Internal Reporting Channel established by Leonardo Group pursuant to Section 4.1 of the Italian Legislative Decree n. 24/2023, and operated by the *Management Audit & Whistleblowing* O.U., active within the Group Internal Audit O.U. of Leonardo S.p.a., acting as the designated Whistleblowing Investigation Unit pursuant to Section 4.2, and competent for following-up on the reports

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<sup>3</sup> The Whistleblowing Platform is the internal reporting channel activated by Leonardo Group for the filing of whistleblowing reports, which guarantees, also by means of an encryption tool, the confidentiality of the identity of the reporting person (or Whistleblower), the person concerned and the person in any case mentioned in the whistleblowing report, as well as the content of the report itself and the relevant documentation.



as referred to in Section 5 of the Italian Legislative Decree n. 24/2023. The Whistleblowing Platform is accessible both from a Leonardo's institutional Website and the Company Intranet.

The whistleblowing management system – which includes the principles relating to the protection of confidentiality and protection from retaliations as well as reporting channels and procedures – is internally regulated by the [Whistleblowing Management Guidelines](#) Approved by the Board of Directors on September 28, 2023 and disseminated to the entire company population through publication on the Leonardo Group's Regulatory System and in the dedicated area on Leonardo's HUB and disseminated externally with publication on Leonardo's institutional website.

The whistleblowing management process is organised into the following phases: **(i)** receipt of the whistleblowing report, release of acknowledgement of receipt, and preliminary investigation (*intake*); **(ii)** in-depth investigation on the contents of the report (*investigation*) if the report is *prima facie* credible; **(iii)** drafting of the investigation report, and subsequent identification any necessary corrective and/or improvement actions and related transmission to the recipients as mentioned in the Guidelines (*reporting*); **(iv)** monitoring of any corrective or improvement actions (*follow-up*).

Leonardo undertakes to analyze whistleblowing reports received in any language and made either in written or oral form. For oral reports, the whistleblower may alternatively attach an audio file through the Whistleblowing Platform or request a direct meeting with the Whistleblowing Investigation Unit.

Anyone receiving a whistleblowing report outside the established channel, shall forward it (in its original version plus any attachments) as soon as possible, and in any case within 7 days of receipt, to GIA - *Management Audit & Whistleblowing*, preferably through the Internal Reporting Channel, in compliance with the criteria of utmost confidentiality, also in compliance with data protection regulations and in a manner suitable to protect the whistleblower and the identity and the reputation of the persons concerned.

