

Procedure

Procedure for Shareholders' access to the "Shareholders' Register" and to the "Book of meetings and resolutions of the shareholders' meetings"

Poste Italiane

Contents

1	Objectives, Scope of Application and Implementation Methods.....	3
2	Definitions, abbreviations and acronyms.....	3
3	Reference Principles	3
4	Object of the document.....	4
4.1	Submission of the request for inspection by the Shareholder	4
4.2	Operating modes.....	4
4.3	Requesting Excerpts from the Company's Books	5
4.4	Consultation of the Shareholders' Meetings documentation.....	5
5	Responsibilities for Updating.....	6
6	References.....	7
7	Management systems and/or reference organisational/regulatory models	8
8	Beneficiaries	9
9	Annexes.....	9
	Reference Document	11

1 Objectives, Scope of Application and Implementation Methods

This procedure governs the conditions and procedures for the exercise of the right of the Shareholders of Poste Italiane S.p.A. (hereinafter referred to as the "Company") to review the "Shareholders' Register" and the "Book of meetings and resolutions of the shareholders' meetings" (hereinafter referred to as the "Company's Books") - as well as to request excerpts thereof - as provided for by the combined provisions of Articles 2422 and 2421, first paragraph, no. 1) and no. 3), of the Italian Civil Code; the keeping and filing of both Company's Books - like the other Company's Books whose keeping is mandatory - is carried out in digital mode pursuant to Article 2215-bis of the Civil Code.

The Document refers to Poste Italiane S.p.A.

2 Definitions, abbreviations and acronyms

Acronyms

Acronym/abbreviation	Description
GM	General Manager
AS	[Affari Societari] Corporate Affairs
AS/ACG	[Affari Societari/Adempimenti e Corporate Governance] Corporate Affairs/Obligations and Corporate Governance
RCG/PSG	[Risk e Compliance di Gruppo/Presidio Sistemi di Gestione] Group Risk & Compliance/Management Systems Supervision
RCG/P231	[Risk e Compliance di Gruppo/Presidio 231] Group Risk and Compliance/231 Monitoring System
IC	Internal Control

3 Reference Principles

The activities governed by this document must be carried out in compliance with the provisions of the law in force as well as with the principles and rules of conduct contained in the Code and of Ethics and Integrated Policy and other corporate regulatory instruments of Poste Italiane Group.¹

This document is based on the general principles set out in the SCIGR Guideline [*Sistema di Controllo Interno e Gestione Rischi* - Internal Control and Risk Management System] to which reference is made for details.

¹Non-compliance with the principles contained in this document may result in the application of the sanctions contained in the disciplinary system of the National Collective Labour Agreement (NCLA).

4 Object of the document

Process input

- Shareholder's request for inspection (review and/or excerpt) of the Company's Books

Process Output

- Declaration certifying that the Company's Books have been made available, signed by the Shareholder
- Issuance of the excerpt requested by the Shareholder

4.1 Submission of the request for inspection by the Shareholder

A Shareholder who wishes to exercise his right to inspect the Company's Books (through direct access and review thereof) must:

- submit a written application by ordinary mail to Poste Italiane S.p.A., Viale Europa 190, 00144 Rome, to the attention of "Affari Societari" [Corporate Affairs] office - or, by email to affari.societari@pec.posteitaliane.it - specifying the Company's Book that he wished to review (the "Shareholders' Register" and/or the "Book of meetings and resolutions of the shareholders' meetings");
- enclose the proof of shareholding status issued by the financial intermediary for the exercise of the right of inspection, pursuant to Article 83-*quinquies* et seq. of Legislative Decree No. 58/98 and Article 41 of the Bank of Italy - Consob resolution of 13/08/2018.

4.2 Operating modes

The **AS/ACG** Function verifies that the exercise of the right of Shareholders to inspect the Company's Books (by means of direct access and review thereof) is carried out in accordance with the applicable regulatory provisions and that it takes place considering the large number of the Company's shareholders and the size of the Company's Books.

In particular, the **AS/ACG** Function:

- verifies the legitimacy and completeness of the application submitted by the Shareholder pursuant to the preceding paragraph;
- arrange with the requesting Shareholder the date of review of the Company's Books, during office hours (as a rule, Monday to Friday from 9:00 a.m. to 5.30 p.m.);
- verifies that the Shareholder, on the date set for the review, still meets the requirements necessary to exercise the right of inspection;
- takes the necessary measures to prevent damage to the inspected Company's Books;
- checks that the Shareholder does not make reproductions, by any means whatsoever, of the Company's Books;
- requires the Shareholder to sign, at the end of the inspection, a specific declaration (a *facsimile* of which is attached to this procedure) certifying that the inspected Company's Books have been made available;
- accompanies the Shareholder throughout his stay in the premises where the inspection of the Company's Books takes place until his exit.

4.3 Requesting Excerpts from the Company's Books

A Shareholder who wishes to request certain excerpts from the Company's Books - whether or not following a direct access conducted according to the procedures set forth in paragraphs 4.1 and 4.2 above - must submit a written request to the Company, to the attention of **Affari Societari** [Corporate Affairs] Function, according to the procedures set forth in paragraph 4.1 above.

The AS/ACG Function assesses the legitimacy of the request and the AS Manager provides a written response to the requesting Shareholder.

Excerpts are issued in accordance with the provisions of Article 2422 of the Civil Code.

4.4 Consultation of the Shareholders' Meetings documentation

In addition to accessing the "Book of meetings and resolutions of the shareholders' meetings" carried out in the manner described above, the Shareholder may consult all the documentation relating to the most recent Shareholders' Meetings held, including the related minutes, by visiting the Company's website (www.posteitaliane.it).

-

5 Responsibilities for Updating

The Function responsible for the document, which ensures its drafting, updating and disclosure, is the Corporate Affairs Function.

The Functions involved in the activities governed by this document are responsible for the identification and reporting to the Corporate Affairs Function of operational company events that may require updating.

In the event of non-substantial changes, such as a change in the name of the company functions, regulatory updates or IT tools without significant impact on the regulated processes, the manager of the document owner function updates the document, not activating the verification and approval process, but guaranteeing information to those responsible for the latter two phases and to the recipients of the document.

6 References

This document is defined in accordance with the internal regulatory instruments and external regulatory references applicable to the Poste Italiane Group. Specifically:

External

- National Collective Labour Agreement (NCLA) for Managers of Companies producing Goods and Services
- Leg. Decree no. 231 of 8 June 2001, "Regulations on the administrative liability of legal persons, companies and associations, including those without legal personality, pursuant to Article 11 of Law no. 300 of 29 September 2000";
- articles 2421 and 2422 of the Civil Code;
- Articles 83-*quinquies* et seq. of the Consolidated Law on Finance - Legislative Decree No. 58/98;
- Article 41 of the Bank of Italy - Consob Provision of 13/08/2018 (subsequently amended by the Bank of Italy - Consob Provision of 10/10/2022) regulating central counterparties, central depositories and centralised management activities ("*Single Post-Trading Provision*")

Internal

- Poste Italiane Group Integrated Policy
- "*Internal Control and Risk Management System*" Guideline (SCI GR)
- "*Breach Reporting System - Whistleblowing*" Guidelines
- "*Company regulatory system*" Guidelines
- Document Management Procedure
- Poste Italiane Group Code of Ethics
- Poste Italiane Compendium of Powers
- National Collective Labour Agreement (NCLA) for non-executive staff of Poste Italiane
- Organisation, Management and Control Model of Poste Italiane S.p.A. pursuant to Legislative Decree no. 231/2001 - "*Administrative Responsibility of the Company*"
- "231 Information Flows to the Supervisory Board of Poste Italiane" Guidelines

7 Management systems and/or reference organisational/regulatory models

MO_GOV_MODDOC_01 ver. 2.2 of 28 April 2022

Model pursuant to Legislative Decree no. 231/2001	<input checked="" type="checkbox"/>
262 Model	<input type="checkbox"/>
Privacy Model	<input type="checkbox"/>
Quality Management System (QMS)	<input checked="" type="checkbox"/>
Information Security Management System (ISMS)	<input type="checkbox"/>
Environmental Management System (EMS)	<input type="checkbox"/>
Occupational Health and Safety Management System (OHSMS)	<input type="checkbox"/>
Anti-Bribery Management System (AMS)	<input checked="" type="checkbox"/>
Own Consumption Energy Management System (EnMS)	<input type="checkbox"/>
IT Service Management (ITSM)	<input type="checkbox"/>
Compliance Management System (CMS)	<input checked="" type="checkbox"/>
Sector Regulations/Supervisory Body Provisions (e.g.: banking, financial, insurance, postal regulations, etc.)	<input checked="" type="checkbox"/>
BancoPosta RFC	<input checked="" type="checkbox"/>

8 Beneficiaries

- Corporate Affairs
- Corporate Affairs/Compliance and Corporate Governance
- RCG/PSG
- RCG/P231
- IC Function:

The addressees of the document must ensure the dissemination of the documentation within their own Department, in accordance with the relevant operational and application areas.

9 Annexes

Document Code	Name
AL_CGG_ACLSA_01	RACI matrix
AL_CGG_ACLSA_02	Declaration of availability of the Company's Books by Poste Italiane S.p.A.

**** THIS IS THE LAST PAGE OF THE DOCUMENT ****

Declaration of access to the Company's Books

Poste Italiane

Version no.	Approval Date	Paragraphs amended	Reasons for the update
1.0	27/09/2024	-	-

Reference Document

Code	Title
PR_CGG_ACLSA_01	Procedure on Shareholder access to the "Shareholders' Register" and the "Book of meetings and resolutions of the shareholders' meetings"

DECLARATION OF AVAILABILITY OF THE COMPANY'S BOOKS OF POSTE ITALIANE S.P.A.

I, the undersigned [●], born in [●] on [●], tax code [●], identified by means of ID card/driving licence no. [●], shareholder of Poste Italiane S.p.A. as certified by the attached certificate, bearing the right to inspect the Company's Books (as defined in the Procedure), drawn up pursuant to Article 83-*quinquies* of Legislative Decree no. 58/98 and issued by [● insert name of custodian bank] on [●],

DECLARE

- that on [●], at approximately [●] o'clock, at the offices of Poste Italiane S.p.A. ("Poste Italiane" or the "Company"), located in Rome, Viale Europa 175, [OR AT OTHER LOCATIONS THAT THE COMPANY MAY INDICATE] that I have exercised my right to inspect the Company's Books, pursuant to Article 2422 of the Italian Civil Code;
- that the following Company's Books have been made available to me by the Corporate Affairs Function (also through persons delegated for this purpose):
 - the Shareholders' Register, as referred to in Article 2421, paragraph 1, no. 1) of the Civil Code;
 - the Book of meetings and resolutions of the shareholders' meetings, as referred to in Article 2421, paragraph 1, no. 3) of the Italian Civil Code;
- that I have requested the relevant excerpts at my own expense, pursuant to Article 2422, paragraph 1 of the Italian Civil Code.

I, the undersigned, undertake to maintain the confidentiality of the data and information acquired, the use of which will be carried out by me fairly and in good faith, acknowledging that the disclosure of data and information to third parties is not permitted, in violation of the right of confidentiality of the members.

Sincerely,

(place and date) (signature)