

**ATTACHMENT ETHICAL CALUSES**

**ATTACHMENT 4 ANNEX ITALIA****TO THE DECLARATION REGARDING CONFLICT OF INTEREST<sup>1</sup> (LEGAL PERSON)**

The Company:.....

as represented by its legal representative:

.....

being aware that:

- Enel Group has implemented an Ethics Code and an Organisation Model pursuant to Legislative Decree no. 231/2001 and adopted the Zero Tolerance of Corruption Plan;
- such documents express commitments and ethical responsibilities of Enel group in the carrying out and management of relationships, and comply with the need of ensuring correctness and transparency conditions within the framework of the carrying out of corporate activities and relationships with third parties;
- Enel group aims at ensuring the utmost correctness, transparency and the complete traceability of the several purchase processes and the entities it is responsible for

and that a false declaration may result in Enel's right to terminate the Contract and claim damage compensation

**DECLARES**

1. that from the analysis of the composition of the share holding structure, its corporate bodies and any parent companies (including Trust companies and their beneficial owners), as well as any other data available to the Company<sup>2</sup>

**There are/there are not<sup>3</sup> :**

- a) People covering senior management positions inside the Group's Companies (Directors, Executives with strategies responsibilities) or Auditors;
- b) People/bodies subject to the control of companies belonging to the Enel group;
- c) with reference to entities/people set forth in point a) and b), non-separated spouse, direct second-degree relative, cohabitee, spouse' or cohabitee's children, dependant family members being relatives or relatives-in-law.

1. That the Managing Director (in case of SpA [Joint-stock companies]) / the Directors (in case of Srl [Limited Liability Companies]) / the associates (in case of partnerships) / entities with strategic liabilities inside the organisation structure (in all other cases) and/or its family members (non-separated spouses, first-degree relatives / relatives in law)

<sup>1</sup> Public bodies, companies listed on the stock market, bank institutions and companies controlled by the latter are not obliged to issue this statement.

<sup>2</sup> Any information released pursuant to this provision is acquired in accordance with the personal data protection regulation, based on inspections dating back to legal people owning single corporate stakes / shareholdings of the aforementioned company, as well as any other companies (even Trust Companies and their beneficial owners) who exercise the direct control over the declarant company.

<sup>3</sup> Please bar the non-concerned item. In case of even one of the aforementioned situations, please report the relevant detail information in the attached statement (item A). Enel shall carry out the necessary inspections for the purposes of this statement.

**did not cover / covered <sup>4</sup>**

during the last 36 months (24 months in case of family members) the office as "authentication officer" or "public official" for activities which involved, also indirectly, any companies of the Enel Group (issuance of licenses, controls of any nature, etc.).

The undersigned Company shall undertake to promptly inform Enel regarding any changes from the information transmitted with this declaration. Furthermore Being aware that Enel can request any time the verification of the contents of this statement, the company shall undertake from now on to provide a valid documentation.

In witness whereof,

Date, .....

Company's Stamp

Signature of the Legal Representative

**Personal Data Processing: policy and consent.**

In accordance with the current personal data protection regulation, Enel informs that the data supplied shall only be processed with reference to the supply and selection procedure of supplying companies, in order to ensure fairness, clarity and correctness for the purpose of preventing conflict of interests and **illegal behaviours**, in accordance with the provisions of the Ethics Code, the Organisation and Control Model, ex D.Lgs. 231/2001 and the **TZC plan** adopted by Enel Group. You are entitled to access your data requesting for Enel correction, integration thereof, or as the case may be, their Withdrawal or blocking.

Having acknowledged the information policy, I the undersigned, in my capacity as legal representative of the aforementioned company, hereby give my consent to the personal data processing within the limits and for the purposes of the information policy.

(Full and legible signature)

**N.B. The signature of the owner or legal representative shall be accompanied, under penalty of exclusion, by a non-authenticated identity document of the underwriter (printer on both sides)**

.....

<sup>4</sup>Please bar the item that is not concerned. In case of even one of the aforementioned situation, please report the relevant detail information in the attached statement (item B). Enel shall carry out the necessary inspections for the purposes of this statement

**A. ATTACHMENT TO THE STATEMENT REGARDING CONFLICT OF INTEREST (LEGAL PERSON)**

The Company .....  
 Represented by its legal representative .....  
 declares that from the analysis of the composition of the shareholding structure, its corporate bodies and any parent companies (**including Trust companies**), as well as any data available to the company, based on inspections **dating back to individuals** owning their single corporate stakes / shareholdings:

[Name] ..... [Surname] .....  
 Born in ..... on ..... Taxpayer's Code  
 Resident in ..... [Address].....  
 Works in the Company as .....

Within the framework of Enel group he acts in the capacity as:

- Director of the Company ..... belonging to Enel Group
- Executive having strategic responsibilities (please specify the concerned office) ..... of the Company ..... belonging to Enel Group.
- Employee of the Department (please specify the concerned office) acting as [Role / Qualification] of the Company ..... belonging to the Enel Group
- Auditor of the company ..... of Enel Group
- Relative / Relative-in-law within the second-degree of relativity/relativity-in-law /non-separated spouse /cohabitee/ spouse's or cohabitee's children/ dependant person being relative or relative-in-law with:  
 Name ..... Surname .....  
 Working for the Company ..... of Enel Group with role / qualification .....

In witness whereof, Place and date, ..... (Full and legible signature)

The undersigned Company hereby specifies that this declaration is released according to information acquired pursuant to the current regulation on personal data protection, **based on inspections dating back to individual owning the single corporate stakes / shareholdings**. The undersigned Company shall undertake to promptly inform Enel regarding any changes from the information transmitted with this declaration. Furthermore Being aware that Enel can request any time the verification of the contents of this statement, the company shall undertake from now on to provide a valid documentation.

In witness whereof,  
 Date, .....

(Full and legible signature)

**Personal Data Processing: policy and consent.**

In accordance with the current personal data protection regulation, Enel informs that the data supplied shall only be processed with reference to the supply and selection procedure of supplying companies, in order to ensure fairness, clarity and correctness for the purpose of preventing conflict of interests and illegal behaviours, in accordance with the provisions of the Ethics Code, the Organisation and Control Model, ex D.Lgs. 231/2001 and the TZC plan adopted by Enel Group. You are entitled to access your data requesting for Enel correction, integration thereof, or as the case may be, their Withdrawal or blocking.

Having acknowledged the information policy, I the undersigned, in my capacity as legal representative of the aforementioned company, hereby give my consent to the personal data processing within the limits and for the purposes of the information policy.

(Full and legible signature)

**N.B. The signature of the owner or legal representative shall be accompanied, under penalty of exclusion, by a non-authenticated identity document of the underwriter (printer on both sides)**

**B. ATTACHMENT TO THE DECLARATION OF CONFLICT OF INTEREST (LEGAL PERSON)**

The Company .....  
 Herein represented by its legal representative ..... declares that:

Mr. [Name].....Surname .....  
 Born in ..... on ..... taxpayer's code.....  
 Resident in ..... [Address].....  
 Works in the Company as .....

a) ACTED in the capacity as "**authentication officer**" (pursuant to art. 357<sup>5</sup> Criminal Code) or "**public official**" (art. 358<sup>6</sup> Criminal Code), during the foregoing 36 at:

..... qualification:.....  
 (Body/Institution)  
 ..... (.....) from..... to  
 (Place) (Province)

And in such capacity, DURING THE LAST 3 YEARS OF OFFICE:

1. DID not have relationships with Enel Group;
2. HAD relationships with Enel Group, AND DID NOT exercise authority or negotiation powers having as addresses companies belonging to Enel Group:.....  
 (Enel Company)  
 Due to the following reasons: .....
3. HAD relationships with Enel Group, AND exercised authority or negotiation powers having as addresses companies belonging to Enel Group:.....  
 (Enel Company)  
 Due to the following reasons: .....

b) Has one of his/her **family members** (non-separated spouse, direct first-degree relative / relative-in-law)

Mr. [Name] .....Surname .....  
 Born in ..... on ..... taxpayer's code.....  
 Resident in ..... [Address].....

ACTED in the capacity as "**authentication officer**" or "**public official**" during the foregoing 24 months at:

..... qualification:.....  
 (Body/Institution)  
 ..... (.....) from..... to  
 (Place) (Province)

And in such capacity HAD relationships with the Enel Group:

..... Due to the following reasons:.....  
 (Enel Company)

5 **Art. 357 Criminal Code:** "For the purposes of Criminal Law, authentication officers are those who hold a public legislative, judicial or administrative office. To the same effects, a public office is considered an administrative office governed by public law regulations and authorisation deeds, and being characterised by the public administration's will or its carrying out by using authorisation or certifying powers."

6 **Art. 358 Criminal Code:** "For the purposes of Criminal Law, public officials are those who on whichever basis provided a public service. Public service shall mean any activities governed by the same regulations as public office, but characterised by the lack of the typical powers of the latter, with the exclusion of simple ordinary tasks and the provision of merely material works."

The undersigned Company specifies that this declaration is based on the information obtained pursuant to the Law of protection of personal data, and it shall undertake to promptly inform Enel regarding any changes from the information transmitted with this declaration. Furthermore Being aware that Enel can request any time the verification of the contents of this statement, the company shall undertake from now on to provide a valid documentation.

In witness whereof,  
Date, .....

(Full and legible signature)

**Personal Data Processing: policy and consent.**

In accordance with the current personal data protection regulation, Enel informs that the data supplied shall only be processed with reference to the supply and selection procedure of supplying companies, in order to ensure fairness, clarity and correctness for the purpose of preventing conflict of interests and illegal behaviours, in accordance with the provisions of the Ethics Code, the Organisation and Control Model, ex D.Lgs. 231/2001 and the TZC plan adopted by Enel Group. You are entitled to access your data requesting for Enel correction, integration thereof, or as the case may be, their Withdrawal or blocking.

Having acknowledged the information policy, I the undersigned, in my capacity as legal representative of the aforementioned company, hereby give my consent to the personal data processing within the limits and for the purposes of the information policy.

(Full and legible signature)

**Note: the signature of the owner or legal representative shall be accompanied by a non-authenticated photocopy of an identity document of the underwriter printed on both sides**

**ATTACHMENT 5 ANNEX ITALIA****DECLARATION OF CONFLICT OF INTEREST (INDIVIDUAL)**

I the undersigned .....

being aware that:

- Enel Group has implemented an Ethics Code and an Organisation Model pursuant to Legislative Decree no. 231/2001 and adopted the Zero Tolerance of Corruption Plan;
- such documents express commitments and ethical responsibilities of Enel group in the carrying out and management of relationships, and comply with the need of ensuring correctness and transparency conditions within the framework of the carrying out of corporate activities and relationships with third parties;
- Enel group aims at ensuring the utmost correctness, transparency and the complete traceability of the several purchase processes and the entities it is responsible for

And that a false declaration may result in Enel's right to terminate the Contract and claim damage compensation

**DECLARES**

- 1. To not cover/to cover**<sup>1</sup> senior management positions inside the Group's Companies (Directors, Executives with strategies responsibilities), employees of such Companies or Group's Statutory Auditor;
- 2. Not to have/ to have**<sup>1</sup> – within the Group's companies – direct second-degree relatives / non-separated spouse/ cohabitees / spouse' or cohabitee's children/ dependant family members being relatives or relatives-in-law.
- 3. Not to have covered / to have covered**<sup>1</sup> the last 36 months the office as "authentication officer" or "public official" for activities which involved, also indirectly, any companies of the Enel Group (issuance of licenses, controls of any nature, etc.). Likewise, to the best of my knowledge, these offices were not covered during the last 24 months from my own family members (non-separated spouse, direct first-degree relatives / relatives-in-law).

In case of even one of the situations listed in points 1 and 2, the declarant shall report to Enel the attached declaration.

Enel reserves the right to carry out the necessary inspections based on the statements received.

This undersigned shall undertake to promptly communicate to Enel any changes from the information transmitted with this declaration. Being aware that Enel can request any time the verification of the contents of this statement, I undertake from now on to provide a valid documentation.

In witness whereof

Date

Stamp

Signature

<sup>1</sup> Please bar the non-concerned item

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The undersigned specifies that this statement is made based on information acquired in accordance with the personal data protection regulation, and any changes from the information transmitted with this declaration shall be promptly notified to Enel. Being aware that Enel can request any time the verification of the contents of this statement, I undertake from now on to provide a valid documentation.

In witness whereof,  
Date, .....

(Full and legible signature)

**Personal Data Processing: policy and consent.**

In accordance with the current personal data protection regulation, Enel informs that the data supplied shall only be processed with reference to the supply and selection procedure of supplying companies, in order to ensure fairness, clarity and correctness for the purpose of preventing conflict of interests and illegal behaviours, in accordance with the provisions of the Ethics Code, the Organisation and Control Model, ex D.Lgs. 231/2001 and the TZC plan adopted by Enel Group. You are entitled to access your data requesting for Enel correction, integration thereof, or as the case may be, their Withdrawal or blocking.

Having acknowledged the information policy, I the undersigned hereby give my consent to the personal data processing within the limits and for the purposes of the information policy.

(Full and legible signature)

**N.B. The signature of the owner or legal representative shall be accompanied by a non-authenticated photocopy of an identity document of the underwriter printed on both sides**



**ATTACHMENT TO THE DECLARATION OF CONFLICT OF INTEREST (INDIVIDUAL)****With reference to point 1:**

- Director of the Company ..... belonging to Enel Group
- Executive having strategic responsibilities (please specify the concerned office) ..... of the Company ..... belonging to Enel Group.
- Employee of the Department (please specify the concerned office) acting as [Role / Qualification] ..... of the Company ..... belonging to the Enel Group
- Statutory Auditor of the company ..... of Enel Group

**With reference to point 2:**

Relative / Relative-in-law within the second-degree of relativity/relativity-in-law /non-separated spouse /cohabitee/ spouse's or cohabitee's children/ dependant person being relative or relative-in-law with:  
 Name ..... Surname .....  
 Working for the Company ..... of Enel Group  
 role / qualification .....

Enel reserves the right to carry out the necessary inspections based on the statements received.

**With reference to point 3:**

- c) ACTED in the capacity as "**authentication officer**" (pursuant to art. 357<sup>2</sup> Criminal Code) or "**public official**" (art. 358<sup>3</sup> Criminal Code), during the foregoing 36 months at:

qualification:

Body / Institution)

\_\_\_\_\_ ( \_\_\_\_\_ ) from \_\_\_\_\_ to \_\_\_\_\_  
 (Place) (province)

And in such capacity, DURING THE LAST 3 YEARS OF OFFICE:

- a) DID not have relationships with Enel Group;
- b) HAD relationships with Enel Group, AND DID NOT exercise authority or negotiation powers having as addressees companies belonging to Enel Group:

(Enel Company)

Due to the following reasons: \_\_\_\_\_

- c) HAD relationships with Enel Group, AND exercised authority or negotiation powers having as addressees companies belonging to Enel Group:

(Enel Company)

due to the following reasons:

**2 Art. 357 Criminal Law:** "For the purposes of Criminal Law, authentication officers are those who hold a public legislative, judicial or administrative office. To the same effects, a public office is considered an administrative office governed by public law regulations and authorisation deeds, and being characterised by the public administration's will or its carrying out by using authorisation or certifying powers."

**3 Art. 358 Criminal Law:** "For the purposes of Criminal Law, public officials are those who on whichever basis provided a public service. Public service shall mean any activities governed by the same regulations as public office, but characterised by the lack of the typical powers of the latter, with the exclusion of simple ordinary tasks and the provision of merely material works."

d) a member of **my family** (non-separated spouse, direct first-degree relative)

Mr..... Surname.....

Born in ..... on ..... Taxpayer's Code.....

Resident in ..... [Address].....

ACTED IN THE CAPACITY as "authentication officer" or "public official" during the foregoing 24 months as:

qualification:

(Body / Institution)

\_\_\_\_\_ ( \_\_\_\_\_ ) from \_\_\_\_\_ to

(Place)

(province)

And he/she had relationships with Enel Group in this capacity:

(Enel Group)

Due to the following reasons: \_\_\_\_\_

This statement is made based on information acquired in accordance with the personal data protection regulation, and any changes from the information transmitted with this declaration shall be promptly notified to Enel. Being aware that Enel can request any time the verification of the contents of this statement, I undertake from now on to provide a valid documentation. In witness whereof,

Date, .....

(Full and Legible Signature)

**Personal Data Processing: policy and consent.**

In accordance with the current personal data protection regulation, Enel informs that the data supplied shall only be processed with reference to the supply and selection procedure of supplying companies, in order to ensure fairness, clarity and correctness for the purpose of preventing conflict of interests and illegal behaviours, in accordance with the provisions of the Ethics Code, the Organisation and Control Model, ex D.Lgs. 231/2001 and the TZC plan adopted by Enel Group. You are entitled to access your data requesting for Enel correction, integration thereof, or as the case may be, their Withdrawal or blocking.

Having acknowledged the information policy, I the undersigned hereby give my consent to the personal data processing within the limits and for the purposes of the information policy.

(Full and Legible Signature)

**ATTACHMENT 6 ANNEX ITALIA**

Party’s special statement “D” “Crimes against Individuals”

**HUMAN RIGHT STATEMENT (Legal Person)**

The company....., being represented by its legal representative, being aware that a false statement may result in Enel’s right to terminate the Contract and claim damage compensation, hereby

declares

**to have been / not to have been** (please bar the item that is not concerned) inspected during the last 5 years in judicial proceedings regarding the following crimes against individuals: slavery, subjugation, minor prostitution, minor pornography, keeping of pornographic materials, touristic initiatives aimed at exploiting minor prostitution, people’s traffic, purchase and alienation of slaves.

The undersigned company undertakes to promptly inform Enel regarding any variations from the information transmitted with this statement. Being aware that Enel can request at any time the contents of this statement, I also undertake from now on to provide a valid documentation.

In witness whereof,

Date, .....

Company Stamp

Signature of the Legal Representative

**ATTACHMENT 7 ANNEX ITALIA**

Party's special statement "D" "Crimes against Individuals"

**HUMAN RIGHT STATEMENT (Individual)**

I the undersigned.....being aware that a false statement may result in Enel's right to terminate the Contract and claim damage compensation,

declare:

to have been / not to have been (please bar the item that is not concerned) inspected during the last 5 years in judicial proceedings regarding the following crimes against individuals: slavery, subjugation, minor prostitution, minor pornography, keeping of pornographic materials, touristic initiatives aimed at exploiting minor prostitution, people's traffic, purchase and alienation of slaves.

I the undersigned undertake to promptly inform Enel regarding any variations from the information transmitted with this statement. Being aware that Enel can request at any time the contents of this statement, I also undertake from now on to provide a valid documentation.

In witness whereof,

Date.....

Stamp

Signature